

**BYLAWS OF THE
SIERRA FREEPACKERS UNIT OF
BACKCOUNTRY HORSEMEN OF CALIFORNIA, INC.**

ARTICLE I: NAME, PURPOSE AND OFFICES

Section 1.1 This organization is formed as a unit of the Backcountry Horsemen of California, Inc.

Section 1.2 The name of this organization shall be Backcountry Horsemen of California-Sierra Freepackers.

Section 1.3: The purpose of this unit shall be:

- (a) To use and enjoy backcountry and wilderness areas much in the way our forefathers did: on horseback, in a free and unconfined manner.
- (b) To contribute some of our backcountry time to trail maintenance, wilderness education and research.
- (c) To raise funds, solicit grants and seek sponsors to support our activities.
- (d) To be recognized as a working unit of the Backcountry Horsemen of California.

Section 1.4: In case of any conflict between the unit bylaws and the bylaws of Backcountry Horsemen of California, Inc., the state bylaws shall take precedence.

ARTICLE II. BOARD OF DIRECTORS

Section 2.1: The management of the affairs, property, business and control of policy is vested in the Board of Directors. The Board of Directors is fully qualified to receive and expend funds to serve the purposes of the Unit. Expenditures of \$200.00 or more requires a majority approval of the Board of Directors.

Section 2.2: The Board of directors shall be composed of the Officers of the Unit (President, Vice President, Secretary and Treasurer) and Standing Committee Chairpersons. The term of office shall be two years except as specified in Section 3.7.

Section 2.3: The Board of Directors shall be elected from the general membership at its first general membership meeting, and as specified in Section 3.7 thereafter.

Section 2.4: The Board of Directors shall meet quarterly or as needed. A simple majority of the Board members shall constitute a quorum for the purpose of conduction business. All meetings of the Board of Directors shall be open to the membership.

Section 2.5: The Board of Directors shall cause to be kept a full and complete record of all its proceedings by the Secretary. Such records shall be open to inspection by any member of the Unit.

ARTICLE III. OFFICERS

Section 3.1: The Officers shall be President, Vice President, Secretary and Treasurer.

Section 3.2: Officers shall be elected from the membership by a majority vote of the membership at the annual meeting.

Section 3.3: The President shall be the Chairperson of the Board of Directors and shall preside at all meetings of the Unit. The President shall be a member ex-officio of all regular and special committees, and shall perform such duties and exercise such other powers as are usually incident to the office. The President shall attend, or cause another Director to attend, at least on meeting of the State Board of Directors Meeting of the Backcountry Horsemen of California.

Section 3.4: The vice President shall act in the absence of the President, or in his or her inability to serve, and shall perform such duties as the President may, from time to time, assign to him or her. In the event of the death, retirement or removal from the office of the President, he/she shall become President and shall serve in that capacity through the remaining term of office.

Section 3.5: the Secretary shall keep a complete, accurate record of all proceedings of the Unit and Board of Directors. The Secretary shall have possession of all records, attend to the proper publication of all reports, conduct official correspondence, and perform such other duties as are usual to such office, or as may be required by the Unit, President or Board of Directors.

Section 3.6: The treasurer shall have custody of all moneys of the Unit and shall keep regular books of accounts. The Treasurer shall disburse the funds in payment of just demands for \$100.00 or less. Disbursement of payments over \$200.00 shall be at the direction of the Board of directors (see Section 2.1). The Treasurer shall prepare an account of all transactions and present this accounting at the meetings of the board of directors and the annual meeting. The Treasurer shall prepare, by January 31, an annual financial report and forward this report to the State Secretary of the Corporation. This fiscal year of the Unit shall be January 1 to December 31. The Treasurer shall perform all duties incident to this office which are properly required of him/her by the board of Directors.

Section 3.7: The term of office for each officer shall be for two years, except the Treasurer and Vice President shall serve for three years, and shall commence on February first of the year following their election at the January annual meeting through January 31st of the following year.

Section 3.8: All records, moneys, and properties of the respective officers shall be immediately delivered to their elected successor upon the termination of their term of office.

Section 3.9: Any vacancy which occurs in the offices of the Vice President, Secretary, or Treasurer shall be filled by a majority vote of the board of directors at its next meeting or a special meeting.

Section 3.10: Directors and Officers are required to attend all Board meetings. The Board of Directors may declare vacant the office of a Director who has failed to attend two (2) consecutive meetings of the board.

ARTICLE IV. MEMBERSHIP

Section 4.1: The membership in this Unit shall be governed by the Backcountry Horsemen of California, Inc. bylaws.

ARTICLE V. MEETINGS

Section 5.1: Annual meeting

The annual membership meeting shall be known as the annual meeting. The purpose of the annual meeting shall be to elect the Directors and Officers of the Unit. The membership shall also be empowered to act on any other matters which properly come before the membership. A quorum shall be those members present at the meeting. The annual meeting shall be held in January of each year. The Board of Directors shall determine the location and time of the meeting.

Section 5.2: Board of Directors Meetings

The Board of Directors shall meet quarterly or as needed. All meetings of the board of Directors shall be open to the membership.

Section 5.3 Special Meetings

Special meetings may be called by the Board of Directors as necessary.

Section 5.4 Conduct of Meetings

All meetings shall be conducted according to these bylaws and the latest version of Robert's rules of Order when said rules do not conflict with these bylaws.

ARTICLE VI. COMMITTEES

Section 6.1: Standing Committees shall be:

- (a) Education and Service Projects
- (b) Membership
- (c) Public Liaison

Section 6.2: Each Standing Committee chairperson shall be on the Board of Directors. The chairperson of each standing committee shall be elected by the membership at the annual meeting. Each chairperson shall appoint a Vice-Chairman and individual committee members from the membership.

Section 6.3: Special Committees

Special Committees shall be formed as necessary by the board of Directors.

ARTICLE VII. AMENDMENTS TO BYLAWS

Section 7.1 These bylaws may be amended by the following process: Any proposed amendment(s) shall be submitted in writing and listed on the agenda for a regularly scheduled meeting of the Board of Directors. The amendment(s) are read and discussed at this meeting. The proposed amendment(s) is/are scheduled for a vote at the next regularly scheduled board of Directors meeting. Amendment(s) require a 2/3 affirmative vote of the Board of Directors.