# BYLAWS OF THE

# BACKCOUNTRY HORSEMEN OF CALIFORNIA, INC.

*Changes approved by BCHC State Board of Directors 10/10/2026*

## ARTICLE 1
## NAME

The name of this organization shall be the Backcountry Horsemen of California, Incorporated, hereinafter referred to as BCHC, Inc., and shall be incorporated under the laws of California as a nonprofit public benefit corporation. This corporation is organized and operated exclusively for social welfare purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code. BCHC, Inc. will also follow the national Back Country Horsemen of America (BCHA) Constitution for those areas of mutual interest. The governing body of the BCHC, Inc. shall be named the State Board of Directors.

## ARTICLE II
## OBJECTIVES AND PURPOSE

- To improve and promote the use, care and development of California backcountry trails, campsites, streams and meadows
- To advocate good trail manners.
- To promote the conservation and utilization of our backcountry resources in concert with livestock transportation.
- To keep the backcountry trails and forage areas open to horsemen on all public lands.
- To keep current information before the corporation membership and its local units regarding new legislation or management plans related to government regulations of the backcountry.
- To support or oppose new proposals, plans and restrictions as related to the interest of horsemen and those persons interested in recreational stock use and enjoying the backcountry.
- To promote the interest of people who, due to health or physical factors, need transportation other than by foot on backcountry trails.
- To promote public awareness and interest in the historical aspect of horsemen and stock in the backcountry
- To help educate backcountry users on ways to use the trail and forage in a manner that conserves backcountry resources.
- To assist in keeping the public informed of the vital need for a clean backcountry.
- To promote a working relationship with and keep the work and interests of the corporation before local, state and federal officials.
- To assist in the formation and continuation of local units to carry out these purposes.

## ARTICLE III
## OFFICE AND LOCATION

The principal office of the BCHC, Inc. for the transaction of its business is located in the City of Bakersfield in the County of Kern, California, located at 13061 Rosedale Highway, Suite G, Box 217, Bakersfield, California 93314.

The State Board of Directors is hereby granted full power and authority to change the principal office of the BCHC, Inc. from one location to another in any county in California and notify all BCHC, Inc. units in writing within 30 days of such action. Any such change shall be noted by the Secretary in these bylaws but shall not be considered an amendment of these bylaws.

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## ARTICLE IV
## MEMBERS AND LOCAL UNIT STRUCTURE

### SECTION 1. MEMBERS

BCHC, Inc. has no members but shall have several classes of unit memberships.

All memberships shall be in a unit of the BCHC, Inc. and any member may designate his choice of local unit to which he or his family wishes to be affiliated for the dues paying year.

Classes of memberships are:

**INDIVIDUAL Membership** is defined as meaning only one person over the age of 18 years. An Individual Member is entitled to one vote.

**FAMILY Membership** is defined as individuals within one family unit residing at a single residence. Each Family Membership is entitled to one vote per adult member, maximum of two votes.

> The following special Family Memberships acknowledge additional monetary donations to BCHC. These donations support a variety of BCHC activities, including but not limited to hiring consultants to perform in-depth reviews, financing special studies and reports, and reducing out-of-pocket travel expenses for those who testify at state and federal hearings.
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> **BENEFACTOR** Membership is defined as a Family Membership. These memberships will receive a letter of appreciation from the State President and be recognized in the State Newsletter.
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> **PATRON** Membership is defined as a Family Membership. These memberships will receive a letter of appreciation from the State President and be recognized in the State Newsletter.
>
> **MT. WHITNEY** Membership is defined as a Family Membership. These memberships will receive a letter of appreciation from the State President and be recognized in the State Newsletter.

**LIFETIME Membership** is a way for a unit to recognize and honor a member. Annual membership dues will be paid by the unit each renewal year. The unit may determine whether the membership will be an Individual Membership or Family Membership. The number of votes allotted will be determined by the type of membership. Lifetime members-will receive a letter of recognition from the State President.

**ASSOCIATE Unit Membership** is defined as a person or family whose primary membership is an Individual, Family, Benefactor, Patron or Mt. Whitney in one unit, and who wishes to affiliate simultaneously with another unit or units. Associate Unit Memberships shall be granted only to persons or families holding a primary membership. An Associate Unit Member may only vote and hold office in his primary unit. Associate Unit Memberships shall be assigned the same membership number (DCTR) and must expire concurrently with that primary membership. Associate Unit Memberships do not count toward a unit's total number of members for the purposes of determining representation on the BCHC State Board of Directors.

**AFFILIATE Membership** is defined as a limited six-month membership requested by a unit in association with BCHC, Inc. service work projects. Affiliate Membership is limited to public lands management personnel. The sponsoring unit shall contact the VP of Membership to activate an Affiliate Membership prior to the public lands person participating in a volunteer service project. An Affiliate Member will have no unit voting privileges and will not count toward a unit's total number of members for the purposes of determining representation on the BCHC State Board of Directors.

**YOUNG ADULT Membership** shall be for an adult age 18 to 24 years. This membership fee, less expensive than

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an Individual Membership, was instituted to encourage young adults to join BCHC. It is an Individual Membership entitled to one vote.

**EXTENDED Memberships** - Longer term memberships may be purchased for two or three years. These memberships will be for an individual or a family.

**CLUB Membership** is for equine-related and/or trail maintenance organizations who want to receive BCHC newsletters and email announcements and may be purchased by contacting a local BCHC Unit or by contacting BCHC directly. If the club contacts BCHC directly, the VP of Membership will assign the club to a local BCHC unit as their point of contact.

The primary purpose of a club joining BCHC, Inc. is to provide a communication channel to/from the club via its president to/from the BCHC Executive Committee. The Executive Committee may provide advice and information on trail issues, education, training, etc. This membership is limited in that the club and its members have no voting privileges, are not permitted to participate in any unit event unless that event is held on a designated Public Day and are not covered by any BCHC insurance. The club will be entitled to the unit newsletter, the BCHC State newsletter, information from BCHA, and any information blasts that are sent to members.

The dues fee for a Club Membership is calculated as a Family Membership and the membership renews annually. Club Memberships are not eligible for longer term (two- or three-year) purchase. The unit that sponsored the Club Membership will be granted the customary rebate for a Family Membership. Club Membership will not count toward a unit's total number of members for the purpose of determining representation on the BCHC State Board of Directors.

BCHC will not accept any new membership applications from anyone currently listed as a Tier 2 or Tier 3 (Lifetime Registry) offender on Megan's List. When a new member completes the application whether on the website, in person, or by mail, the VP of Membership will check for their name and address on Meganslaw.ca.gov If they are on the list, and they are a Tier 2 or Tier 3 (Lifetime Registry) offender, a rejection letter to the applicant will be sent by USPS mail stating "In accordance to BCHC Bylaws, no new members will be accepted into Backcountry Horsemen of California that are currently listed on Megan's list as a Tier 2 or Tier 3 (Lifetime Registry) offender.

**SECTION 2. DISCIPLINE**

This provision is a means by which a unit board of directors may suspend or expel any member of that unit whose conduct is deemed in conflict with the BCHC organization's goals and purposes. This action requires a two-thirds (2/3) secret ballot vote of the members present at a regular in person meeting.

The member shall be given written notice of removal for cause thirty (30) days in advance of the intended suspension or expulsion.

Written notice shall include instructions that the member may submit a written response to the unit board of directors and shall specify the time and place such written response may be submitted. The member must be given at least 10 days to submit a written response.

If the unit board decides in favor of suspension or expulsion, both the member and the BCHC Vice President of Membership shall be notified, in writing, within 10 days of the action taken.

Any unit may refuse or reject a prospective member's application whether it is a new member, a member transferring from one unit to another, or upon renewal in their own unit.

The BCHC, Inc. Executive Committee may terminate any person's membership, or remove an officer, for violations of BCHC's Safety Policy, BCHC's Sawyer Policy, unauthorized use of the BCHC name, unauthorized use of BCHC units' names, improper use of the BCHC logo or improper use of social media that infers the person has permission to use the BCHC name/logos or whose conduct is deemed to be of such an egregious nature that immediate action is

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required. The decision/action of the Executive Committee will be reported at the next BCHC, Inc. Board of Directors meeting and a letter stating the offense(s) will be sent to the offending member.

TRAIL BOSS: It is recommended that a Trail Boss be appointed at each unit riding event. The Trail Boss is concerned with the safety of both horses and riders. The Trail Boss has absolute authority to make decisions to maintain the safety and enjoyment of the ride.

**SECTION 3. DUES AND FEE STRUCTURE**

All membership dues shall be paid to the BCHC, Inc. according to the fee schedule set forth in BCHC, Inc. policy (see BCHC Policy Manual section #1021-2).

The yearly dues are payable by the end of the month during which the member joined of each year. The BCHC, Inc. fiscal year ends on December 31.

All dues' notices are to be sent out by the BCHC, Inc. and the notice shall advise unit members they are entitled to membership in one local unit and that the correct amount of the dues and membership application should be sent directly to the BCHC, Inc. VP of Membership.

The State Treasurer is responsible for collecting, or causing to be collected, all unit membership dues. The national (Back Country Horsemen of America) membership fees are deducted from a member's Individual or Family dues submission. Then, contributions to the BCHC Education Fund and BCHC Legal Action Committee are deducted and half of the net after these deductions is distributed to the appropriate local unit with the remaining balance retained by the BCHC, Inc.'s treasury as operating funds. This distribution is to be done no later than five (5) days after the end of each and every month. The Treasurer must report, or cause to be reported, to each unit its new unit membership information, or note that there were no changes in the unit membership roster with the unit's share of the dues collected.

Associate Unit Membership dues will be distributed as such: one-third to BCHC, Inc. and two-thirds to the Associate Unit.

Affiliate Memberships will be at no cost to the person working on the BCHC, Inc. service work project(s).

Dues or fees collected from Benefactor, Patron and Mt. Whitney Memberships will be treated as Family Membership in calculation of rebate due the unit. The BCHC, Inc. treasury will retain the balance.

Renewal: Unit member dues not paid by one month after their expiration date are delinquent. Those persons who are delinquent as of that time will be omitted from unit membership and shall automatically cease being entitled to unit membership benefits of any kind in BCHC, Inc. or of the local unit that they designate. Associate Unit Memberships will also be omitted if the Individual, Family, Benefactor, Patron or Mt. Whitney Membership has been omitted.

**SECTION 4. LOCAL UNITS**

All local units must adhere to the policies and objectives of BCHC, Inc. and Back Country Horsemen of America (BCHA) as stated in the BCHC, Inc. Bylaws and BCHA Constitution and other governing documents. BCHC, Inc. officers and directors shall establish the policies, goals and management procedures of BCHC, Inc. and may delegate the implementation to ad hoc or standing state committees and to its local units.

**SECTION 5. UNIT MEMBERSHIP MEETINGS**

Every BCHC unit shall set the date and convene at least one general meeting of its total unit membership in each calendar year. Any action which requires approval by the unit membership shall require a majority vote of those

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unit members present at any regularly scheduled general meeting.

**SECTION 6. LOCAL UNIT STRUCTURE**

The local unit shall elect officers and director(s) to carry out the direction of BCHC, Inc. and the local units shall establish their own procedures and rules for the election of those officers and director(s), unless directed to do otherwise by action of BCHC, Inc. directors and officers. Each local unit shall formulate, adopt and be governed by bylaws that have been approved by the BCHC, Inc. Executive Committee. Any amendments to local unit bylaws must be submitted to the Parliamentary Advisor for review and recommendation to the Executive Committee (EC). If approved by the EC, the State Board of Directors shall be informed the unit's bylaws were updated. If not approved by the EC, the bylaws shall be returned to the unit with recommendations of what items should be corrected and resubmitted.

Each local unit shall, by date listed below each year, prepare and render the following reports including a financial statement for the past year, for BCHC, Inc. and forwarded to the Secretary of the BCHC, Inc. The forms for the annual report shall be provided to the units in a timely manner by the State. Said forms shall be included in the Treasurer's section of the BCHC, Inc. Officer Training Manual and shall be distributed and explained during annual Officer Training.

1) By February 1 - A Volunteer Service Hours Report shall be completed by each unit and forwarded to the BCHC Volunteer Service Hours Coordinator. The necessary forms and instructions are posted on the BCHC website. Training for keeping Volunteer Hours shall be offered during Officer Training sessions.

2) By February 22 – The Insurance Renewal Application must be completed by each unit and sent to the Vice President (Insurance).

3) By the end of February - A financial statement for the past year shall be forwarded to the Treasurer of the BCHC, Inc. The forms for the annual financial report shall be provided to the units in a timely manner by the State. Said forms shall be included in the Treasurer's section of the BCHC, Inc. Officer Training Manual and shall be posted on the BCHC website and distributed and explained during annual Officer Training.

4) By the end of February - An Annual Unit Report that includes all events the unit participated in during the previous year. This report should include rides, events, fundraisers, educational workshops, work parties, items that fall under the BCHC Strategic Plan, etc., and shall be sent to the BCHC Secretary.

If any unit fails to comply with the accounting and reporting procedures herein, that unit shall immediately be denied their membership rebate monies. If they do not fulfill their reporting obligations by the end of March, the unit will be deemed to have ceased operating as a unit of BCHC, Inc. shall lose all BCHC, Inc., affiliation benefits and shall remain a suspended unit corrective action is taken and reinstated to affiliation by a majority vote of BCHC, Inc. State Directors.

The Secretary, Treasurer and/or Volunteer Hours Coordinator shall notify the State President within 5 days of the above deadline if a unit is in violation. A letter of suspension will then be sent to the suspended unit members and/or officers by the BCHC President. All unit members of a suspended unit may contact the VP of Membership to assign their membership to another unit. Upon completion of reports or reinstatement all membership rebate monies will be paid to unit. (See Section 7 for more information).

**SECTION 7. DISSOLUTION OF A UNIT**

If any BCHC unit fails to adhere to the policies and objectives of BCHC, Inc. and Backcountry Horsemen of America (BCHA) as stated in the BCHC, Inc. Bylaws and BCHA Constitution and other governing documents, or violates any of the following:

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- fails to have at least 10 members in good standing.
- fails to convene at least one general meeting of its total unit membership in each calendar year.
- fails to fulfill BCHC reporting obligations by the end of March.
- fails to comply with State Board Meeting attendance requirements.

That unit shall be deemed to have ceased operation as a unit of BCHC, Inc., shall automatically lose all BCHC, Inc. affiliation benefits and shall remain a suspended unit until reinstated to affiliation by a majority vote of the BCHC, Inc. State Directors. They will be notified of such suspension by a letter to unit officers and/or members from the BCHC President and given a time limit of 30 in which to reply.

If a unit Board of Directors or BCHC Executive Committee determines the failure to comply cannot be resolved satisfactorily, dissolution of the unit must be considered. To dissolve a unit, the entire unit membership must be notified in advance by U.S. mail to the address of record of an in-person general meeting. Notice must include the reason for the meeting, whether dissolution is by recommendation of the unit board or by recommendation of the BCHC Executive Committee.

A motion to dissolve must be voted on at the in-person general meeting and must receive at least 2/3 of the vote of the membership present to be approved. If the motion is not approved, a plan must be written and submitted to the BCHC Executive Committee describing how the unit will move forward and comply with all BCHC requirements. The plan might include electing new unit leadership, recruiting new members, submitting required reports, etc.
If the motion to dissolve is approved, the unit members present must then vote on how to dispose of any unit assets (money and property) after payment of all debts. Assets must either be transferred to BCHC, Inc. (state level) or to another BCHC unit. When a unit is dissolved, its members must inform the BCHC Vice President of Membership where to transfer their memberships.

## ARTICLE V
## STATE DIRECTORS

### SECTION 1. UNIT REPRESENTATION ON THE STATE BOARD OF DIRECTORS

The BCHC, Inc. Board of Directors shall be composed of one or more directors from each unit. Each State Director must be a member in good standing of a unit of BCHC, Inc. and have designated the local unit that selected them as its State Director. It shall be left up to each local unit to select its State Directors. Each local unit must be represented by at least one of its State Directors for one of two consecutive regular meetings to be held each year by the BCHC, Inc. Board of Directors.

If any unit fails to have at least one of its directors attend one of two consecutive, regularly scheduled BCHC, Inc. Board of Directors (BOD) meetings, or fails to file a proxy for one of two consecutive regularly scheduled BOD meetings, that unit shall be deemed to have ceased operation as a unit of BCHC, Inc., shall automatically lose all BCHC, Inc. affiliation benefits and shall remain a suspended unit until corrective action is taken and reinstated to affiliation by a majority vote of the BCHC, Inc. State Directors. The State Secretary will notify the President within 5 days following a BOD meeting if a unit is in violation. A letter of suspension will then be sent to the suspended unit members and/or officers by the BCHC President.

Each local unit shall, by January 15 of each year, notify the BCHC, Inc. Secretary of the names, addresses and telephone numbers of its directors for the next year.

### SECTION 2. PRORATED NUMBER OF STATE DIRECTORS

Each unit of one hundred fifty (150) unit members or less is entitled to select one representative to sit on the BCHC, Inc. Board of Directors.

A local unit is entitled to select one additional representative for each one hundred fifty (150), or fraction thereof, of

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additional certified unit members that appear on the official BCHC, Inc. State Roster of Unit Members as of December 31 of each year. A unit with 151 to 300 members gets two directors; a unit with 301 to 450 members gets three directors. Each BCHC State Director is responsible for reviewing and certifying the correctness of his unit's annual membership count.

**SECTION 3. STATE DIRECTOR TERM OF OFFICE**

BCHC, Inc. State Directors shall hold office for the term of one year but may be selected for additional terms according to the bylaws of the individual unit they represent.

**SECTION 4. COMPENSATION OF STATE DIRECTORS**

BCHC, Inc. State Directors shall serve without compensation. A State Director's unit may, from time to time, pay actual and necessary expenses incurred in attending any meetings of the BCHC, Inc. Board of Directors and other reimbursements that the State Director may have in connection with carrying out the specific duties of his office.

**SECTION 5. DUTIES OF STATE DIRECTORS/OFFICERS**

It shall be the duty of each BCHC State Director/ Officers to:

a. Act as a fiduciary. This means the State Director always puts BCHC Inc.'s interests ahead of his own and always acts in the best interest of the organization.
b. Carefully protect the interests of BCHC, Inc. by exercising his powers in good faith and refrain from doing anything that harms the corporation.
c. Make decisions in the best interest of BCHC, Inc., act with undivided loyalty, be fair and not seek to benefit personally.
d. Review BCHC's Bylaws and Articles of Incorporation to better understand the organization's mission and the roles and responsibilities of State Directors and officers.
e. Regularly attend and actively engage in State Board meetings and meetings of any committee upon with he serves.
f. Make informed decisions. Request and obtain all necessary background information and reports, if necessary.
g. Not be afraid to ask questions at State Board meetings or request that matters be decided at a later date to allow for more in-depth deliberation.
h. Proactively review budgets and financial reports. Ask questions to ensure understanding.

**SECTION 6. CONFLICT OF INTEREST AND SELF-DEALING TRANSACTIONS POLICY**

Each State Director and Officer of Backcountry Horsemen of California owes a duty of undivided loyalty to BCHC, Inc., is obligated to be fair, must always make decisions that are in the best interest of the organization, and must not seek to benefit personally from the activities or resources of BCHC in any self-dealing transaction.

Each State Director and Officer will annually sign and submit to the State BCHC Secretary a Conflict of Interest/Self-Dealing Transaction Policy Annual Disclosure form in accordance with BCHC Policy Manual section # 0221-2. If a unit State Director or State Officer refuses to sign and submit this form no later than the beginning of the February semi-annual state meeting, they will be immediately removed from their position, and the vacancy will be filled as described in these Bylaws. Should the President of the board become aware of a conflict of interest or be notified by the member that a conflict has been stated on their signed Conflict of Interest/Self-Dealing form, they will excuse the member from any related vote(s) and document this action in the minutes.
*(Section 6 Revised 10/4/24)*

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**SECTION 7. REMOVAL OF A STATE DIRECTOR**

Removal of a State Director for Cause: Any State Director who intentionally or wantonly or recklessly causes an action to be taken based on fraud, oppression or malice or gross negligence can be removed for cause. The BCHC Secretary, upon direction of the President, will notify the State Director in question in writing 30 days in advance of the negative actions. That State Director shall have 15 days to respond to the BCHC Secretary who will, in turn, notify State Directors of the pending action. If the remaining State Directors decide the actions are still cause for removal, they many do so with a two-thirds (2/3) vote. The vote may be in person or by electronic communication. All details given to the BCHC State Board of Directors shall remain confidential and may not be discussed outside of that board. Written notice will be given to the unit of the removed State Director.

In addition, a State Director may be removed for missing two consecutive meetings or allowing his BCHC membership to lapse. The membership lapse policy is the same as for all BCHC members. The BCHC Secretary, upon direction of the President, will notify the State Director in question, in writing of the negative actions. That State Director shall have 15 days to respond to the BCHC Secretary who will, in turn, notify State Directors of the pending action. If the remaining State Board of Directors decide the actions are still cause for removal, they many do so with a two-thirds (2/3) vote. The vote may be in person or by electronic communication. All details given to the BCHC State Board of Directors shall remain confidential and may not be discussed outside of that board. Written notice will be given to the unit of the removed State Director.

Removal of a State Director Without Cause: A State Director may be removed without cause if given the above notification, 15 days to respond and two-thirds (2/3) vote to remove. All details given to the BCHC State Board of Directors shall remain confidential and may not be discussed outside of that board. Written notice will be given to the unit of the removed State Director.

**SECTION 8. RESIGNATION OF A STATE DIRECTOR**

Any BCHC, Inc. State Director may resign at any time by giving written notice to the president of his unit. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

When possible, vacancies on the BCHC, Inc. Board of Directors will be filled according to the bylaws of the member BCHC, Inc. unit. There is no prohibition against a State Director who resigned becoming an elected BCHC, Inc. State Director in the next or a subsequent term. The unit shall provide the BCHC Secretary and VP of Membership with the name and contact information of the new State Director.

**SECTION 9. VACANCIES ON THE STATE BOARD OF DIRECTORS**

Vacancies on the BCHC, Inc. Board of Directors shall exist on death, resignation or removal of any BCHC, Inc. State Director; whenever the number of BCHC, Inc. State Directors authorized is increased; whenever a BCHC, Inc. State Director designated by a local unit becomes disenfranchised by virtue of that unit ceasing to exist as a unit; whenever a new unit is added to the State organization; or upon the failure of the unit members to select the full number of BCHC, Inc. State Directors authorized. Vacancies on the State Board of Directors will be filled according to the bylaws of BCHC, Inc. units. Notification of such action will be sent to the BCHC, Inc. Secretary prior to the next BCHC, Inc. Board of Directors meeting.

**SECTION 10. NONLIABILITY OF DIRECTORS**

BCHC, Inc., State Directors shall not be personally liable for the debts, liabilities, or other obligations of BCHC, Inc.

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**SECTION 11. INDEMNIFICATION BY CORPORATION OF DIRECTORS, OFFICERS, EMPLOYEES, AND OTHER AGENTS**

BCHC, Inc. State Directors and officers shall be indemnified by BCHC, Inc. to the fullest extent permissible under the laws of this state.

**SECTION 12. INSURANCE FOR CORPORATE AGENTS**

The BCHC, Inc. Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of BCHC, Inc. (including a director, officer, employee, or other agent of BCHC, Inc.) against any liability as authorized by law.

## ARTICLE VI
## MEETINGS

**SECTION 1. STATE BOARD OF DIRECTOR MEETINGS**

A meeting of the BCHC, Inc. Board of Directors may be called by the President or any Vice President or Secretary. A meeting may also be called by any two BCHC units' State Directors in consultation with the President. The Secretary will send 30-day written notice to all BCHC, Inc. units. The agenda for the meeting shall be included in the written notice and shall be the only business transacted at that meeting.

The regular meetings of BCHC, Inc. State Directors shall be held, with notice, not less than two times a year. The agenda for the meeting shall be included in the written notice and shall be the only business transacted at that meeting.

Additional meetings of the BCHC, Inc. Board of Directors may be called by the President or any Vice President or Secretary. A meeting may also be called by any two BCHC units' State Directors in consultation with the President. The Secretary will send 30-day written notice to all BCHC, Inc. units. The reason and/or agenda for the additional meeting shall be included in the written notice and shall be the only business transacted at that meeting.

**SECTION 2. PLACE OF STATE BOARD MEETINGS**

Meetings shall be held at such place designated from time to time by the President or by the BCHC, Inc. Board of Directors. A meeting of the State Directors may be conducted, in whole or in part, by electronic transmission (including telephone conferencing), or by electronic video screen communication if (1) BCHC implements reasonable measures to provide members/directors in person (or, if proxies are allowed, by proxy) a reasonable opportunity to participate in the meeting and to vote on matters submitted to the members/directors, and (2) if any member/director votes or takes other action at the meeting by means of electronic transmission or electronic video screen communication, a record of that vote or action is maintained by the Secretary.

**SECTION 3. SPECIAL MEETINGS OF THE STATE BOARD OF DIRECTORS**

Special meetings of the BCHC, Inc. Board of Directors may be called by the President, or by State Directors from any two BCHC units, and such meetings shall be held at the place, within or without (outside) the state of California, designated by the person or persons calling the meeting.

A meeting of the BCHC, Inc. State Directors may be conducted, in whole or in part, by electronic transmission or by electronic video screen communication if (1) BCHC implements reasonable measures to provide State Directors in person (or, if proxies are allowed, by proxy) a reasonable opportunity to participate in the meeting and to vote on matters submitted to the members/directors, and (2) if any member/director votes or takes other action at the meeting by means of electronic transmission or electronic video screen communication, a record of that vote or action is maintained by the Secretary.

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Any emergency action required or permitted to be taken by the BCHC, Inc. Board of Directors may be taken without meeting, if two-thirds (2/3) of BCHC, Inc. State Directors individually or collectively consent in writing to such action. Such action by written consent shall have the same force and effect as the unanimous vote of such BCHC, Inc. State Directors.

**SECTION 4. CLOSED SESSIONS OF THE STATE BOARD OF DIRECTORS**

The President may call a closed session meeting if the topic to be discussed is considered too complex or sensitive for general disclosure to the BCHC membership. Attendance at a closed session will be limited to members of the Executive Committee, elected unit State Directors and other personnel invited by the President. During the closed session the Secretary will take separate meeting minutes from the normal meeting minutes and clearly mark them CONFIDENTIAL. The record should include place of the meeting, those in attendance, any actions taken and abstentions if voting took place. The minutes are confidential and should only be distributed to those present at the session. At the end of the discussions the President will declare the closed session complete and remind all present that all matters discussed are to remain confidential and must not be discussed outside the closed session.

Should, at a later date, there be a request for the closed session minutes, it will be up to the board to determine whether the minutes will be sent. If the board determines the topic is too sensitive, the request will be denied but a de-identified, desensitized summary will be provided.

**SECTION 5. ACTION BY UNANIMOUS WRITTEN CONSENT WITHOUT MEETING**

Any action required or permitted to be taken by the BCHC, Inc. Board of Directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board. Such action by written consent shall have the same force and effect as the unanimous vote of the BCHC State Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the bylaws of BCHC, Inc. authorize the directors to so act, and such statement shall be prima facie evidence of such authority.

**SECTION 6. NOTICE OF STATE BOARD MEETINGS**

Meetings of the BCHC, Inc. Board of Directors shall be held upon thirty (30) days' notice by first class mail, or forty-eight (48) hours' notice delivered personally or by telephone or email. If sent by mail, the notice shall be deemed to be delivered on its deposit in the mails. Such notices shall be addressed to each BCHC, Inc. State Director at his address as shown in BCHC's membership database.

Notice of meetings shall specify the place, day, hour and type of meeting. The purpose of any board meeting need not be specified in the notice.

**SECTION 7. CONSENT TO HOLD STATE BOARD OF DIRECTORS MEETING**

The purpose of this section is to allow the BCHC, Inc. Board of Directors to meet without all units' State Directors in attendance.

BCHC, Inc. units with a State Director(s) unable to attend a meeting, and unable to select a substitute State Director, must agree to abide by the meeting's results/actions using the Consent to Hold Meeting Form posted under the Forms tab on the BCHC website. It is the unit's responsibility to obtain, complete and submit the form to the Secretary prior to the meeting date. If a unit fails to submit the form and does not send a State Director to the meeting, the meeting may still be conducted, and the unrepresented unit will have tacitly agreed to abide by the meeting's results/actions.

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**SECTION 8. QUORUM FOR STATE BOARD MEETINGS**

A quorum shall consist of a majority of BCHC, Inc. State Directors. A quorum is defined as 50 percent of the elected State Directors plus one. Except as otherwise provided in these bylaws or in the Articles of Incorporation of BCHC, Inc., or by law, no business shall be considered by the board at any meeting at which a quorum is not present. In other words, topics may be discussed but no votes or actions may be taken.

**SECTION 9. MAJORITY ACTION AS BOARD ACTION**

Every act done or decision made by a majority of the BCHC, Inc. State Directors present at a meeting duly held at which a quorum is present is the act of the BCHC, Inc. Board of Directors.

**SECTION 10. CONDUCT OF STATE BOARD MEETINGS**

Meetings of the board of directors shall be presided over by the President of BCHC, Inc. or, in his absence, by the Vice President. In the case both the President and Vice President are absent, the Secretary will conduct nominations and a vote to determine who shall preside over the meeting.

Meetings shall be governed by Robert's Rules of Order; as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with these bylaws, with the articles of this corporation, or with provisions of law.

Proxy voting is allowed. The transfer of voting rights will be in writing, sent in advance of the meeting, to the State Director who will vote in your place and to the BCHC, Inc. Secretary. Proxy voting is not a long-term set-up but rather specific to a particular meeting which is to be so stated in the written transfer document.

**SECTION 11. ADJOURNMENT OF STATE BOARD MEETINGS**

A majority of the BCHC, Inc. State Directors present may adjourn any meeting to another time or place. If the meeting is adjourned for more than 24 hours, notice of the adjournment to another time or place shall be given prior to the time of the adjourned meeting to the BCHC, Inc. State Directors present at the time of adjournment.

## ARTICLE VII
## OFFICERS

**SECTION 1. TITLES, ELECTION, APPOINTMENTS, AND DUTIES**

The officers of BCHC, Inc. shall be the President, Vice President, Vice President of Public Lands, Vice President of Education, Vice President of Membership, Secretary, Treasurer, Immediate Past President, and two (2) BCHA National Directors. The BCHC, Inc. State Directors may create such other offices with such titles and duties as shall be determined by the BCHC, Inc. Board of Directors and necessary to enable it to sign documents or conduct normal business.

Only one BCHC, Inc. office shall be held by the same person. Only three BCHC, Inc. officers shall be chosen from any single BCHC, Inc. unit. The President, or Vice President shall not be chosen from the same unit without specific permission from the State Board of Directors prior to the election.

The officers of BCHC, Inc. shall be elected by and serve at the pleasure of the BCHC, Inc. State Directors, and no officer shall serve more than two consecutive terms in the same position unless specifically approved by the BCHC, Inc. State Directors.

Election of officers will take place at the Fall Meeting of the BCHC, Inc. Board of Directors, and officers shall serve from January 1 for two years. The President, Treasurer, one National Director, and VP of Education, will be elected

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in even years while the Vice President, VP of Public Lands, VP of Membership, the second National Director, and Secretary will be elected in odd years.

BCHC Elections Policy # 1021-4 may be found in the BCHC Policy Manual. Officers' duties are described below as well as in the 501(c)3 BCHC Education Fund, Inc. bylaws.

Every officer of BCHC, Inc. acts as a fiduciary owing a duty of undivided loyalty to the organization, obligated to be fair, always making decisions in the best interest of BCHC, and not seeking to benefit personally from the activities or resources of BCHC, Inc. in any self-dealing transaction. See Article V, Section 5&6 for more information and requirements.

It shall be the duty of the PRESIDENT to initiate review and update of BCHC's Strategic Plan, with input from the Executive Committee, prior to the February State Board meeting where a report will be presented to State Directors for approval.

The PRESIDENT will also initiate the process of developing an annual calendar of BCHC activities/events with input from the Executive Committee and State Directors at the October State Board meeting.

The PRESIDENT shall be elected by the BCHC, Inc. Board of Directors in an even year for a two-year term and be the chief executive officer of the BCHC, Inc. He shall perform all duties incident to the office and such other duties as may be required by law, by the Articles of Incorporation or by these bylaws, or which may be prescribed from time to time by the BCHC, Inc. Board of Directors. He shall supervise and direct the business and affairs of BCHC, Inc. in consultation with and with the support of the Executive Committee. He shall preside at all meetings of the Executive Committee and BCHC, Inc. Board of Directors, following Parliamentary Procedures as defined in Robert's Rules of Order, except as provided by these bylaws. He shall help new and existing units, as requested or as needed. The President votes only in the event of a tie vote.

The VICE PRESIDENT (VP) shall be elected by the BCHC, Inc. Board of Directors in an odd year for a two-year term. The Vice President shall, in the absence of the President, or in the event of the President's inability or refusal to act, perform all the duties of the President. The Vice President shall have such power and perform such other duties as may be prescribed by law or as may be prescribed by the BCHC, Inc. Board of Directors. The primary duty of the Vice President will be to meet all required deadlines to obtain all insurance coverage and coordinate all unit insurance submissions, inquiries and renewals. In addition, the Vice President will provide training and assist units with questions and concerns regarding insurance coverage. The Vice President has one vote on the Executive Committee.

VICE PRESIDENT (VP) OF PUBLIC LANDS may be a chair or co-chair position elected by the BCHC, Inc. Board of Directors in an odd year for a two-year term. He will chair the Public Lands Committee and shall have such other power and perform such other duties as may be prescribed by the BCHC, Inc. Board of Directors. The primary duties of the VP of Public Lands are to coordinate and consult with all BCHC units' Public Lands Officers, provide a written agenda/report for the semi-annual BCHC State Board of Directors meetings (to be sent out with the meetings' 30-day notices), and conduct the Public Lands segment of the semi-annual BCHC State Board of Directors meeting. In addition, he will coordinate and consult with all BCHC units' Public Lands Officers to monitor legislation and ensure each unit is informed of what is going on in their area regarding public lands and how best to deal with the issues. Further, he will guide unit Public Lands Officers in how to write letters and/or speak in support of or opposition to planned actions of public lands agencies and monitor legislation that affects trails and public lands. In addition, the VP of Public Lands will provide training and assist units with questions and concerns regarding public lands issues, make all BCHC units aware of what is going on and report issues to BCHA. The VP of Public Lands shall oversee the application and selection process for the annual Ann Lange Public Lands Award and present this award at Rendezvous. The VP of Public Lands has one vote on the Executive Committee unless the position is a co-chair position. If a co-chair position, each co-VP has one-half (1/2) vote. The two co-VPs are elected as a block such that if one resigns then both are considered to have resigned. If an office is shared and one of the co-VPs resigns, the President, in consultation with the remaining co-VP, will allow the remaining co-VP to continue on his own or will appoint a new co-VP partner for the remainder of the term.

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The VICE PRESIDENT (VP) OF EDUCATION may be a chair or co-chair position elected by the BCHC, Inc. Board of Directors in an even year for a two-year term. The primary duties of the VP of Education are to coordinate and consult with all BCHC units' Education Chairmen, to provide a written agenda/report for the semi-annual BCHC State Board of Directors meetings to be sent out with the meetings' 30-day notice and to conduct the Education segment of the semi-annual BCHC State Board of Directors meeting. The VP of Education will chair the Education Steering Committee, the Wilderness Rider Steering Committee, Youth Activities Committee and the Grant Committee (forms and procedures for Grant applications may be found in the BCHC Policy Manual, Grant Program, #0221-3), and shall have such other powers and perform such other duties as may be prescribed by law or by the BCHC, Inc. Directors. The VP of Education will educate all BCHC members in the proper use of backcountry trails and forage. He will also stress good trail manners to all members. The VP of Education will communicate with BCHC unit Education Chairmen to foster and coordinate educational programs among units, covering specific Leave No Trace and other topics. In addition, the VP of Education will provide training and assist units with questions and concerns regarding BCHC education. Also, the VP of Education will oversee the application process for individual and unit education awards, be responsible for Officer Training as directed/scheduled, and update and keep current the Officer Training Manual. In addition, the VP of Education shall plan, organize and conduct Leave No Trace (LNT), Masters and Wilderness Rider Training or delegate these duties to qualified others. He shall have such power and perform such other duties as may be prescribed by the BCHC, Inc. Board of Directors. The VP of Education has one vote on the Executive Committee unless the position is a co-chair position. If a co-chair position, each co-VP has one-half (1/2) vote. The two co-VPs are elected as a block such that if one resigns then both are considered to have resigned. If an office is shared and one of the co-VPs resigns, the President, in consultation with the remaining co-VP, will allow the remaining co-VP to continue on his own or will appoint a new co-VP partner for the remainder of the term.
Additional duties of the VP of Education are described in detail the BCHC Education Fund 501(c)3 bylaws.

The VICE PRESIDENT (VP) OF MEMBERSHIP shall be elected by the BCHC, Inc. Board of Directors in an odd year for a two-year term. The VP of Membership is responsible for the maintenance of the membership records. He will report to the BCHC Secretary the membership roster for all units including the monthly roster changes. He will report to the BCHC Treasurer the monies collected from membership dues. He will be responsible for compiling end-of-year membership reports to establish the number of State Directors for the upcoming year, reporting to the Vice President the number of members for insurance purposes and to the BCHC Treasurer the number of members for dues to the national organization, Back Country Horsemen of America. In addition, the VP of Membership will provide training and assist units with questions and concerns regarding BCHC membership. He will also be responsible for sending mailing labels for the BCHA newsletter, the BCHC newsletter and to any unit desiring labels for its local newsletter. The VP of Membership has one vote on the Executive Committee.

The SECRETARY shall be elected by the BCHC, Inc. Board of Directors in an odd year for a two-year term and shall keep or cause to be kept at the principal office of the BCHC, Inc. or such other place as the BCHC, Inc. State Directors specify, a book of minutes of all meetings of the BCHC, Inc. Board of Directors. The Secretary shall exhibit at all reasonable times to any director of the BCHC, Inc. State Board, or to his agent or attorney, on request therefore, the bylaws and the minutes of the proceedings of the directors of the BCHC State Board. These documents will be made available either electronically or in hard copy during normal weekday work hours. The Secretary, with the Treasurer and VP of Education, shall assist in administering the Grant Committee and perform such other duties as prescribed by law or as may be prescribed or required from time to time by the BCHC, Inc. Board of Directors. In addition, pursuant to California Corporation Code Section 9510(a)(3), the Secretary shall keep or cause to be kept, BCHC, Inc. unit membership records and shall see that all notices are duly given in accordance with the provisions of these bylaws or as required by law. The Secretary has one vote on the Executive Committee.

The TREASURER of BCHC, Inc. shall be elected by the BCHC, Inc. Board of Directors in an even year for a two-year term, shall be bonded and shall keep and maintain in written form adequate and correct books and records of accounts of the business transactions and property of BCHC, Inc., including accounts of the assets, liabilities and receipts, disbursements, gains and losses. The books and records of accounts shall be open to inspection by any member. The Treasurer shall deposit all money and other valuables in the name and to the credit of BCHC, Inc. with such depositories as may be designated by the BCHC, Inc. Board of Directors. The Treasurer shall disburse the

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funds of BCHC, Inc. as ordered by the BCHC, Inc. Board of Directors and shall render to the BCHC, Inc. Board of Directors a Treasurer's report at each regular meeting of the BCHC, Inc. Board of Directors. The Treasurer shall research and recommend low-risk investments for BCHC funds, when needed. The Treasurer shall prepare all financial records and make them available for an independent audit if the BCHC State Board of Directors or the organization's CPA deems the audit necessary. The Treasurer is responsible for compiling an annual budget with input from members of the Executive Committee, presenting the recommended budget to the State Board of Directors for approval at the October State meeting, and reporting projected and actual income and expenditures at each State Board of Directors meeting. The Treasurer, with the Secretary and VP of Education, shall assist in administering the Grant Committee and shall perform other and further duties as may be required by law or as may be prescribed or required from time to time by the BCHC, Inc. Board of Directors and these bylaws. Such duties also include making timely rebates to the local units of money due them generated by the collection of dues and fees. The Treasurer has one vote on the Executive Committee.

The IMMEDIATE PAST PRESIDENT serves until a new President is elected and a new Immediate Past President replaces him. The Immediate Past President provides continuity to incoming officers and assists the President in the performance of his duties by providing knowledge gained from experience as President. The Immediate Past President serves as chair of the Nominating Committee. He has one vote on the Executive Committee.

Two BCHA NATIONAL DIRECTORS shall be elected by the BCHC, Inc., Board of Directors for staggered two-year terms. National Directors serve as the conduit of information between BCHC and its parent organization, BCHA, and are responsible for representing Backcountry Horsemen of California at National Board Meetings as well as during other BCHA-related meetings, conference calls, electronic meetings, etc. The two BCHA National Directors are responsible for directing, training and disseminating information to the Alternate National Director, as necessary. National Directors participate actively in National Board Meetings and prepare written and/or oral reports for BCHC Executive Committee and BCHC State Board of Directors meetings. Each National Director has one vote and may vote at BCHC Executive Committee meetings but not at BCHC Board of Director meetings. National Directors submit informative articles to the BCHC state newsletter on a regular basis.

One ALTERNATE NATIONAL DIRECTOR is appointed by the BCHC President. Candidates may be recommended by the Executive Committee and/or units. The appointment is made by the BCHC President in consultation with and approval of the Executive Committee, then recommendation is made to the State Board of Directors for approval. The Alternate National Director is under the direction of the two elected BCHA National Directors who are responsible for training and disseminating information to him, as necessary. The Alternate National Director may *only* attend BCHC Executive Committee meetings when one of the National Directors is unable to attend and may *only* vote when taking the place of an absent BCHA National Director.

BCHC will reimburse costs of travel, lodging and required expenses incurred during a trip to the BCHA National Board Meeting. Receipts must be kept organized and presented to the BCHC Treasurer within 30 days following conclusion of the meeting.

An EXECUTIVE SECRETARY, who would work directly for the BCHC President, may be appointed by the BCHC President to serve under his direct supervision. The assignments, duties and duration of appointment will be limited as defined in the appointment letter.

Any officer may resign at any time on written notice to BCHC, Inc. Directors. Officers may be removed from office by a resolution to that effect, duly adopted by an affirmative vote of two-thirds (2/3) of the active BCHC, Inc. Directors present and voting in a duly constituted meeting of the BCHC, Inc. Directors called for that purpose. The officer shall be given a 30-day written notice of the contemplated action. The President in consultation with and approval by the Executive Committee, may appoint in the place of any officer who has given notice of resignation or who may have been removed from office, an individual who shall hold that office until the original officer's term is complete.

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## ARTICLE VIII
## STANDING COMMITTEES

The BCHC, Inc. shall have nine (9) standing, operational committees. The standing committees shall operate at the pleasure of BCHC, Inc. State Directors, and submit annually at the first BCHC, Inc. Board of Directors meeting of the year an operating budget and an operating plan for board approval. The following are responsibilities for each committee. See BCHC Leadership Training & Resource Manual for further duties and responsibilities.

### SECTION 1. EXECUTIVE COMMITTEE

The BCHC Inc. officers and Immediate Past President shall constitute the Executive Committee to assist the President in management of BCHC, Inc. normal daily business between BCHC Inc. Board of Directors meetings as defined by the BCHC State Board of Directors.

The voting members of the Executive Committee are President, Secretary, Treasurer, Vice President, VP of Public Lands, VP of Education, VP of Youth Education, VP of Membership, Immediate Past President and two National Directors.

The BCHC Member Communication Coordinator, Newsletter Editor, Webmaster, Parliamentary Advisor, Saw Program Manager, Grant Account Manager, Volunteer Hours Coordinator, Rendezvous Secretary and Safety Officers are considered advisory to the BCHC Executive Committee. They may be invited to attend the Executive Committee meetings as needed.

Advisory positions are further described in the BCHC Education Fund, Inc. (501c3) bylaws. For Backcountry Horsemen of California, Inc., the Parliamentary Advisor is responsible for receiving and reviewing state and unit bylaws and making recommendations to the Executive Committee.

Meetings shall be held at such place designated from time to time by the President or by the BCHC State Board of Directors. A meeting of the members may be conducted, in whole or in part, by electronic transmission or by electronic video screen communication if (1) BCHC implements reasonable measures to provide members in person (or, if proxies are allowed, by proxy) a reasonable opportunity to participate in the meeting and to vote on matters submitted to the members, and (2) if any member votes or takes other action at the meeting by means of electronic transmission or electronic video screen communication, a record of that vote or action is maintained by the Secretary.

Attendance at the Executive Committee meetings will be limited to voting members of the Executive Committee and others as invited by the President.

The Executive Committee may go into closed session when necessary. No decision may be made in closed session. The President and/or the Executive Committee can only recommend BCHC, Inc. policy, procedures and guidelines to BCHC, Inc. Board of Directors for approval. The Executive Committee will arrange for an independent audit of the Treasurer's records.

The Executive Committee does not vote as a committee at BCHC, Inc. Board of Directors meetings. Each position of the Executive Committee has one vote on the Executive Committee, even if there are Co-Vice Presidents. Each person in a Co-VP position has one-half (½) vote. The Alternate National Director will only attend the Executive Committee meeting when one of the National Directors is unable to attend.

Any officer may resign at any time by giving written notice to the State Board of Directors or to the President or Secretary of BCHC, Inc. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

If a member of the Executive Committee resigns or is removed from the BCHC, Inc. Board, he simultaneously resigns or is removed from the BCHC Education Fund, Inc. Board.

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**SECTION 2. PUBLIC LANDS COMMITTEE**

The PUBLIC LANDS COMMITTEE shall be directed by the Vice President of Public Lands and report to the President on day-to-day issues and to BCHC, Inc. State Directors on significant public lands issues. The Vice President of Public Lands shall manage the committee under approved guidelines of the BCHC, Inc. Board of Directors. The committee shall consist of one member from each BCHC Inc. unit selected as the unit's Public Lands Liaison/representative and vote as a member of the committee.

**SECTION 3. EDUCATION COMMITTEE**

The EDUCATION COMMITTEE shall be directed by the Vice President of Education and report to the President on day-to-day issues and to BCHC, Inc. Board of Directors on significant education programs. The Vice President of Education shall manage the committee under approved guidelines of the BCHC, Inc. State Directors. The committee shall consist of one member from each BCHC, Inc. unit selected to serve as the unit's representative and vote as a member of the committee.

**SECTION 4. EDUCATION STEERING COMMITTEE**

The EDUCATION STEERING COMMITTEE shall be chaired by the VP of Education who appoints committee members for indefinite terms and who assigns and defines duties of committee members.

**SECTION 5. WILDERNESS RIDER STEERING COMMITTEE**

The WILDERNESS RIDER STEERING COMMITTEE shall be chaired by the VP of Education who appoints committee members for indefinite terms and who assigns and defines duties of committee members.

**SECTION 6. YOUTH ACTIVITIES COMMITTEE**

The YOUTH ACTIVITIES COMMITTEE shall be directed by the Vice President of Education. The committee's composition will be as deemed fitting by the Vice President of Education for the particular events/projects in which the committee participates.

**SECTION 7. TRAILS PARTNERSHIP COMMITTEE**

The TRAILS PARTNERSHIP COMMITTEE shall be directed by the PCTA in conjunction with BCHC. PCTA develops the agenda for and hosts an annual meeting, usually at its office in Sacramento. The committee shall be composed of a minimum of three BCHC members in good standing appointed by the President for a three-year term. This committee provides the liaison between BCHC, the Pacific Crest Trail Association (PCTA), the Forest Service and Bureau of Land Management (BLM) agencies concerning matters of PCT maintenance, planning of same, packing support, training of BCHC members in trail maintenance and conflict resolution between the above partners. The roles and responsibilities of this committee as well as its forms are included in more detail in the BCHC Policy Manual Policy #1021-3). The President, at his discretion, may appoint a replacement for any committee member who has given notice of resignation or who may have been removed from office.

**SECTION 8. LEGAL AFFAIRS COMMITTEE (LAC)**

The mission of the LEGAL AFFAIRS COMMITTEE (LAC) is to provide guidance and direction to the Executive Committee, BCHC State Board of Directors, and the units of the Backcountry Horsemen of California (BCHC), regarding various issues that might arise possibly requiring the assistance of an attorney or addressing a legal matter. The LAC shall establish a process for BCHC to deal with issues that might require the assistance of an attorney and assure continuity with other entities of Back Country Horsemen. The LAC will consist of five members who are nominated to the committee by the President of BCHC and will hold their positions on the committee for a three-year term. The LAC will have a chairman who will be decided on by the members of the committee. The chairman shall only have a vote on the committee should there be a tied vote on issues in front of the committee. The LAC will have the responsibility of continued coordination with legal firms and BCH entities involved in issues before

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the committee and will, on a regular basis, report to the President of BCHC as to the status of all issues.

**SECTION 9. BYLAWS AND POLICY COMMITTEE**

The mission of the BYLAWS AND POLICY COMMITTEE shall be to review current bylaws and policies on a regular basis and recommend changes based on the following: changes in law, as directed by the Board of Directors, changes due to outdated language, and/or recommendations of the Executive Committee.

The Committee shall be made up of 4 members who have a broad knowledge of and background in BCHC. The current President will appoint the Chairperson of the Bylaws and Policy Committee. The Chairperson of the Bylaws and Policy Committee will maintain the BCHC Policy Manual, inform the BCHC Secretary when items need to be placed on BCHC Education Fund Inc., (C-3) and Backcountry Horsemen of California, Inc., (C-4) agendas for action, provide the updated materials for the 30-day notice, maintain records of all changes made and distribute revised materials to the Units.

## ARTICLE IX
## PARLIAMENTARY AUTHORITY

All meetings shall be conducted under Robert's Rules of Order (current revision) providing that those rules do not conflict with the BCHC, Inc. Articles of Incorporation or these bylaws.

## ARTICLE X
## AMENDMENTS

These bylaws may be amended at any meeting of the BCHC, Inc. Board of Directors by any affirmative vote of two-thirds (2/3) of BCHC, Inc. State Directors in attendance. (See Policy # 34-1022)

## ARTICLE XI
## ASSETS DEDICATION AND DISSOLUTION

The property of BCHC, Inc. is dedicated to the specific purposes as set forth in the Articles of Incorporation and no part of the net income or assets of this organization shall ever inure to the benefit of any BCHC, Inc. State Director, officer or member thereof, or to the benefit of any private persons.

Upon the dissolution of BCHC, Inc., its assets remaining after payment of, or provision for payment of, all debts and liabilities of BCHC, Inc., shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for social welfare purposes and is established under a tax-exempt status of the Internal Revenue Code.

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