



NorthWest Montana Back Country Horsemen CONSTITUTION

ARTICLE I PURPOSE

- Section 1 Our purpose is to perpetuate enjoyable common sense use of horses in the back country; assist government agencies in maintenance and management of the resource; and educate, encourage and solicit active public participation in wise and sustaining use of horses and use by people commensurate with our heritage and the back-country resource.
- Section 2 Our Vision: To ensure stock use continues on public lands and to expose the wonders of our wilderness and wild places to the generations through fun, inspiring and thought provoking programs and partnerships; to encourage responsible horsemanship by teaching Leave No Trace principles in the backcountry.

ARTICLE II MEMBERSHIP

- Section 1 Primary Memberships shall be composed of individuals or immediate family groups interested in promoting the purpose as stated in Article I. Primary members designate NorthWest Montana Back Country Horsemen to pay their State and National Dues.
- Section 2 Associate memberships may be acquired by individuals, businesses or organizations interested in supporting the purpose as stated in Article I.
- Section 3 Dual memberships shall be composed of individuals or immediate family groups interested in promoting the purpose as stated in Article I.
- Section 4 Any person 21 years of age or younger, not otherwise qualifying for membership with a family group and interested in promoting the purpose as stated in Article I may be accorded a Junior membership.
- Section 5 All Membership dues will be considered by the Board of Directors and determined and approved by a vote of the General Membership.
- Section 6 Membership dues for new members received after September 1 of each year will be credited to the following year.

ARTICLE III

VOTING

- Section 1 Each Primary or Dual member 22 years of age or older and in good standing shall be entitled to one vote on all matters voted upon during a regular or special general meeting.
- Section 2 Associate members may at the time of membership application or renewal designate one person who will be considered a voting member.
- Section 3 A simple majority of Primary and Dual members in good standing(current dues paying member), voting when the organization is in session, shall be required to conduct that business requiring group action, providing a quorum is present, and except for removal of a member, Officer and/or Directors (see Article VIII) or changes and amendments to the Constitution (see Article X).

ARTICLE IV

MEETINGS

- Section 1 Meetings shall be established and held at a time decided by a majority vote at a regular Board meeting. General meetings will be held on the 1st Tuesday of the month.
- Section 2 President may cancel any General or Board meeting for the following reasons: No Quorum, Weather or loss of meeting room or for any circumstances with the approval of 3 officers.
- Section 3 Special meetings may be called by the President, or upon written request signed by any three Directors, or upon written request signed by any ten voting members in good standing.
- Section 4 Board meetings shall be held at the convenience of a majority of the Directors. Board meetings will be held on the 3rd Thursday of the month. General members shall be welcome at Board meetings, but shall have no vote. President may cancel any Board meeting for the following reasons: No Quorum, Weather or loss of meeting room or any circumstances with the approval of 3 officers.
- Section 5 The Board of Directors may call a special Board meeting that can be limited to just members of the Board of Directors.
- Section 6 Twelve voting members in good standing shall constitute a quorum for the transaction of business at any regular or special general meeting of this organization. Five Board members, with two of the five to be Officers, shall constitute a quorum for the transaction of business at a Board meeting.

ARTICLE V

OFFICERS AND DIRECTORS

- Section 1 Officers of this organization shall be a President, a Vice-President, a Secretary, a Treasurer and such other Officers as the voting Board of Directors may from time to time create.
- Section 2 There shall be up to nine Directors in addition to the Officers, the local members who are State Directors and the immediate past President for one year, who will also serve as members of the Board. (It is recognized that Directors from various geographical locations are desirable, commensurate with member interest.) If willing to serve there shall be representation of age brackets within the Board of Directors. Those age brackets shall be designated as follows: 22- 30, 30-45, 46 -60, 60 and over.
- Section 3 Any vacancy or vacancies in any office or in the Board of Directors shall be filled by an election by the Board of Directors for the balance of such term, except President, which will automatically be filled by the Vice-President.. Any other officer vacancy can be filled by a majority vote of the Board of Directors. State Directors will automatically be filled by the alternate State Director.
- Section 4 All elected Officers and Directors must be Primary voting members in good standing, willing and able to accept various active positions on the Board during their term.
- Section 5 **Action Without Meeting.** Any action required or permitted to be taken by the Board at a meeting may be taken without a meeting if all of the directors in Good Standing shall consent in writing/electronic to such action. The action shall be evidenced by one or more written/electronic consents describing the action taken, signed by each director, and included in the minutes or filed with the corporate records reflecting the action taken. Any action taken hereunder shall be effective upon the receipt of the written consent of all of the directors in Good Standing for approval of the action under consideration.

ARTICLE VI

DUTIES OF OFFICERS AND DIRECTORS

- Section 1 The Board of Directors shall manage and execute the affairs of the organization. When said organization is not in session, the Board of Directors shall have all needful authority to execute the purposes of this organization. The Board of Directors has an inherent obligation to represent the general membership.
- Section 2 It shall be the duty of the President to preside at all meetings of the organization and of the Board of Directors and to exercise general executive control over the affairs of said organization and to call special meetings of the organization and of

its Board of Directors, and to perform all other duties pertaining to such office. He/she shall be an ex-officio member of all committees. He/she may also sign checks for disbursement of funds.

- Section 3 The Vice-President shall assist the President when called upon to do so, and in his/her absence shall be vested with the powers and duties of the President. He/she may also sign checks for disbursements of funds.
- Section 4 The Secretary shall record and keep the minutes of all regular, general, special and Board meetings; shall keep the roll of the organization; issue notices and perform such other duties as pertains to such office. The Secretary is the recording officer of the assembly and the custodian of its records except such as are specifically assigned to others.
- Section 5 The Treasurer or their designated representative shall collect all dues, keep and disburse all funds of the organization and shall keep a written account of same which shall be open for inspection by any member in good standing, and shall furnish a written or electronic report of the state of the finances monthly, and shall be one of the three check signers of record. All funds shall be kept in financial institutions or investment accounts. Institutions and investments must be approved by the Board of Directors and voted on by the General Membership. There may be a petty cash fund not to exceed \$100.00.

ARTICLE VII

ELECTIONS

- Section 1 All Officers and Directors shall be elected by a majority vote at a scheduled December general meeting, and their term of office shall be the calendar year, except the State Directors will follow the terms outlined in the State Constitution. The current President will only vote as a tiebreaker in Officer and Director elections, he/she may vote in any other motions before the floor.
- Section 2 All Officers and Directors elected at the annual election shall assume office at the beginning of the next calendar year, except that State Directors will follow the terms outlined in the State Constitution.
- Section 3 Directors vacancies will be filled by two year terms with alternating with an odd number one year and an even number the following year.
- Section 4 There shall be no limit for service by Officers or Directors. State Directors shall be limited to three (3) consecutive terms, except when that director is serving as State Chairman or State Vice-Chairman.
- Section 5 A nominating committee, appointed by the Board of Directors, shall be announced with sufficient time to present nominees for election prior to December and their recommendations shall be held confidential until the General meeting prior to the election.

Section 6 The purpose of the nominating committee shall be to provide a suitable list of candidates for this organization's Officers and Directors to the membership. Nominations for Officers and Directors shall be announced by the nominating committee at the scheduled General Meeting immediately preceding the general meeting at which the election is to be held. Additional nominations for Officers and Directors shall be provided by the membership from the floor prior to the election.

ARTICLE VIII

REMOVAL OF OFFICERS, DIRECTORS and MEMBERS

Section 1 Any Officer or Director may be relieved of his/her duties and position by an action instituted by a majority vote of the Board of Directors or by a majority vote of voting members at a general meeting.

Section 2 Notification of action to remove an Officer or Director must be made at the general meeting preceding the meeting that the action is to take place.

Section 3 Action to remove an Officer or Director requires a majority vote of voting members present at said General meeting.

Section 4 Any Board member missing over three consecutive Board meetings with or without excused absence from the President will be replaced by the Board.

Section 5 Chapter Members may be expelled for conduct which does not uphold the Purpose as stated in Article I, is intimidating, threatening, pugnacious, belligerent or otherwise harmful to members of the Chapter Association or which impairs the functioning or damages the reputation of the chapter.

If such conduct shall be brought to the Board's attention and the majority of the Board determines that expulsion of the member should be considered, the Board shall appoint a Committee of three regular members who are not on the Board. The Committee shall investigate and submit a written report to the Board stating the results of this investigation and its recommendation.

If expulsion or other disciplinary action shall be recommended, the Board shall consider such recommendation at a hearing at the next Regular or Special general meeting and give the accused member at least ten days notice of such hearing. The Board shall consider the Committee's report, shall give the defending member the opportunity to be heard, and may consider the statements of other persons present to the extent that they are relevant. Only Board Members present at the hearing may vote, and no member shall be expelled except by the vote of two-thirds of a quorum: lesser discipline may be imposed

by a majority vote. The Board shall advise the member at least fifteen days prior to the effective date of the action taken.

A member whom the Board has voted to expel or discipline may appeal the Board's decision by giving written notice of appeal to the Secretary prior to the effective date of the Board Action. Within five days after receiving such notice, the Secretary shall notify the Board of the appeal and shall furnish to the appealing member and the Board a list of Past Presidents, Officers and Directors who are then Regular Member of the Chapter and are not currently on the Board within five days thereafter the appealing member shall choose one person from the list and notify the Secretary of his or her choice. The secretary shall notify the Board of the member's choice, and within five days the Board shall choose one person from the list and notify the Secretary of its choice. The Secretary shall notify the two from the list who have been chosen and the two shall select a third member from the list.

The three shall comprise the Appellate Tribunal, which shall promptly schedule a hearing, give notice of the hearing, determine whether or not the appealing member should be expelled or disciplined, and notify the appealing member and the Board of its determination. A decision of the Appellate Tribunal shall be final.

ARTICLE IX

COMMITTEES & VOLUNTEER LEADERS

- Section 1 The committees and volunteer leaders necessary for the function of this organization, shall be designated by the organization's President with the approval of the Board of Directors.
- Section 2 The committee chairmen will be appointed by the President with approval of the organization's Board of Directors and will in turn appoint their committee members as necessary to accomplish their committees' function.
- Section 3 Volunteer leaders shall be designated by the organization's President with approval of the organizations Board of Directors.
- Section 4 Committees, Committee Chair Persons and Volunteer Leaders will hold their position in the calendar year they were appointed.

ARTICLE X

AMENDMENTS

- Section 1 This constitution and bylaws may be amended at any general meeting or special general meeting of the organization by a majority vote, provided that notice of such proposed amendment or amendments shall be given to the organization at the general meeting preceding the submission of such proposed amendments.

ARTICLE XII

EXEMPT ACTIVITIES

Section 1 No part of the net earnings of this organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof, No substantial part of the activities of the organization shall be the carrying on of propaganda, otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in any political campaign on behalf of any candidate for public office (including the publishing or distribution of statements). Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 2 All meetings will be conducted within the meeting framework given in "Roberts Rules of Order," unless the Constitution specifically states otherwise. The "Rules" will be used as the final authority in resolving points in meeting conduct and parliamentary procedure.

Section 3 No member shall be considered a "spokesperson" on any matters with cooperating agencies or the media without the explicit appointment by the President for a specific occasion.

PASSED AND ADOPTED BY THE MEMBERS OF the NORTH WEST MONTANA BACK COUNTRY HORSEMEN THIS 8th DAY OF May , 2018

Signed by:

Rick A Mathies – President

Margaret Herron - Secretary