



# Selway-Pintler Wilderness Back Country Horsemen

## CONSTITUTION

Local Approval Date: September 14, 2006

### Article I: Name and Purpose

- Section 1: The name of this organization shall be Selway-Pintler Wilderness Back Country Horsemen, hereinafter referred to as SPWBCH, and shall be incorporated under the laws of the State of Montana as a non-profit educational corporation. The address shall be P. O. Box 88, Hamilton, MT 59840.
- Section 2: Our purpose is to perpetuate the common-sense use of horses in America's back country, wilderness and roadless areas; to assist various government and private agencies in their maintenance of said resources; to work to ensure that public lands remain open to recreational stock use; and to educate, encourage and solicit active participation in the wise and sustaining use of the back country resources by horsemen and pack stock.

### Article II: Membership

- Section 1: Membership shall be either individual or family. Individuals shall be 18 years or older and interested in promoting the purposes as stated in Article I. Family memberships includes family members living in one household and children under 18 years of age. Family members under the age of 18 may participate in suitable club activities with adult supervision but will not be eligible to vote.
- Section 2: Associate or sponsor membership may be acquired by individuals, businesses or organizations interested in supporting the purposes as stated in Article I.
- Section 3: Calendar year dues shall be decided at each December meeting by a vote of the membership.
- Section 4: A member in good standing must have paid dues for the current year by January 31<sup>st</sup>.

### Article III: Voting

- Section 1: Each member 18 years of age or older and in good standing shall be entitled to one vote on all matters voted upon during regular or special meetings
- Section 2: A simple majority of members in good standing, voting when the organization is in session, shall be required to conduct that business requiring group action, providing a quorum is present, excepting the removal of officers or directors, which is provided for in Article IX.
- Section 3: The election of officers, directors and all major issues shall be by written ballot.

Section 4: Members unable to attend the election of officers and directors may vote by submitting a signed absentee ballot delivered to the President, Vice-President or Secretary/Treasurer prior to the meeting.

#### **Article IV: Meetings**

Section 1: Regular meetings shall be held monthly at a place and time decided by a simple majority of members present and voting at regular meetings.

Section 2: Special meetings may be called by the president or upon written request signed by any two (2) directors or upon written request signed by five (5) voting members in good standing.\*

Section 3: Board meetings shall be held monthly prior to the general meeting or at the convenience of the directors. Regular members shall be welcome at board meetings but shall have no vote. A quorum for this meeting shall consist of two (2) officers and one (1) director.

Section 4: Two (2) members in good standing in addition to two (2) officers and one (1) director shall constitute a quorum for the transaction of business at any regular or special meeting of this organization.\*

Section 5: All meetings shall be held according to Robert's Rules of Order where they do not conflict with this constitution.

Section 6: This constitution and the bylaws may be amended at any regular or special meeting by majority vote determined by written ballot and provided that notice of such proposed amending shall be given to the organization at the regular meeting preceding the submission of such proposed amendment.

Section 7: Notice shall be given of all meetings.

#### **Article V: Officers and Directors**

Section 1: Officers of this organization shall be a president, a vice-president and a secretary/treasurer. Other offices may be created as the voting membership decides. There shall be no more than one member of a household elected to serve as an officer.

Section 2: The board of directors shall consist of two (2) directors, the officers and the immediate past president and shall be known as the Board for the purposes of this constitution. The immediate past president will serve as a voting member of the Board but is not an officer or director for purposes of a quorum.

Section 3: Any vacancy 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 for the President's office, which shall be automatically filled by the vice president.

Section 4: All elected officers and directors must be voting members in good standing.

## **Article VI: Duties of Officers and Directors**

- Section 1: The Board shall manage and execute the affairs of the organization as directed by the membership at large. When the general membership is not in session the Board shall have the authority to take actions necessary to carry on the business of the organization.
- Section 2: It shall be the duty of the President to preside at all meetings of the organization and of the Board, to exercise general control over the affairs of said organization, to call special meetings of the organization and of its Board and to perform all other duties pertaining to such office. The President shall be one of three check signers of record.
- Section 3: The Vice-President shall assist the president when called upon to do so and in the absence of the President shall be vested with all the powers and duties of the President. The Vice-President shall be one of three check signers of record.
- Section 4: The Secretary shall record and keep the minutes of all regular, special and board meetings and perform such other duties as pertain to such office.
- Section 5: The Treasurer shall collect dues, shall maintain an up-to-date register or roll of members for the purpose of organizational business, notices, etc, shall keep and disburse funds of the organization and shall keep a written account of same, which shall be open for inspection by any member in good standing. The Treasurer shall furnish a written report of the state of the finances at regular meetings and shall be one of the three check signers of record.

## **Article VII: Discipline**

- Section 1: If necessary, a trailmaster shall be designated in charge of specific events and during that event shall have authority to determine and act upon needed control for purposes of efficiency, human and animal safety and animal treatment.
- Section 2: The executive committee has disciplinary authority over all club members and activities.

## **Article VIII: Elections**

- Section 1: All officers and directors shall be elected by a majority vote of those present and voting at the regularly scheduled December meeting plus those voting by absentee ballot. Their term of office shall begin January 1<sup>st</sup> of the following year. (The first official membership election shall be held after the first year in December 2007.)
- Section 2: Directors vacancies shall be filled by two (2) year terms, which shall be staggered.
- Section 3: Officers shall be elected for a one (1) year term. No officer shall hold the same office for more than two (2) consecutive terms. No director shall hold office for more than three (3) consecutive terms (6 years).

- Section 4: Qualifications for officers and directors shall be persons who have been a member in good standing for at least one (1) year of SPWBCH.
- Section 5: Two (2) state BCHMT directors and one alternate representing this organization shall be elected at the regular January meeting. State directors shall be or shall have been a club officer or director for this organization. State directors will be elected for staggered two year terms and the alternate for a one year term. Terms will commence at the first State Board meeting after State convention. Voting privileges on the local board of directors is accorded to these two positions.
- Section 6: Officers shall be elected from recommendations from the nominating committee and/or from nominations from the floor at the December meeting.

#### **Article IX: Removal of Officers**

- Section 1: Notification of action to remove an officer or director must be made at the regular meeting preceding the meeting that the action is to take place.
- Section 2: Action to remove an officer or director requires a two-thirds majority vote of a quorum at a regular meeting.
- Section 3: Any officer or director wishing to resign shall do so in writing and present it at a regular meeting.

#### **Article X: Finance**

- Section 1: All funds shall be deposited in a bank account or other suitable insured repository.
- Section 2: Two officer signatures shall be required on all checks.
- Section 3: Expenditure of funds exceeding \$50.00 on behalf of the organization shall be pre-approved by the Board and all bills shall be reviewed and accepted by the Board before the Treasurer is authorized to make payment. All payments in excess of \$200.00 except for regularly reoccurring expenses shall be presented to the general membership for approval.
- Section 4: A portion of any donations or monies raised in excess of SPWBCH annual operating expenses (regularly reoccurring expenses, state meeting expenses, state convention, purchasing club equipment, etc) shall be distributed to various organizations to be determined by the majority of the membership.

#### **Article XI: Committees**

- Section 1: The committees necessary for the function of this organization shall be created or eliminated by the Organization's Board.
- Section 2: An Auditing Committee of three (3) members in good standing shall be selected annually to examine the organization's financial records. The audit report shall be signed by all committee members and the said report shall be presented to the membership at large.

Section 3: A Nominating Committee with a minimum of two (2) members shall be appointed no less than two months prior to the election of Officers and Directors.

The purpose of the Nominating Committee shall be to provide recommendations of suitable candidates for this organization's Officers and Directors.

The recommendations of the nominating committee shall be presented to the membership at the general meeting in November prior to the election.

Section 4: The president may remove a committee chairman with the Board's approval. A hearing before the Board shall be required if requested by the chairman in question

### **Article XII: Dissolution**

Section 1: Should there be a dissolution of the Chapter, any assets of the Chapter shall be distributed to an organization dedicated to the preservation of America's back country and wilderness to be determined by a majority vote which would then qualify under the provisions of section 501© 3 of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

\* As the membership of the SPWBCH grows the following amendments shall be made accordingly:

### **Article IV: Meetings**

Section 2: Special meetings may be called by the president or upon written request signed by any two (2) directors or upon written request signed by ten (10) voting members in good standing.

Section 4: Ten (10) members in good standing in addition to two (2) officers and one (1) director shall constitute a quorum for the transaction of business at any regular or special meeting of this organization.

## CONSTITUTIONAL AMENDMENTS

February 12, 2009: Article I: Name and Purpose; Section 1: The address shall be 2050 Walking Mule Lane, Corvallis, MT 59828 shall be changed to read: The address shall be P. O. Box 88, Hamilton, MT 59840.