

**BYLAWS OF  
BCHC EDUCATION FUND, INC.**

**A CALIFORNIA PUBLIC BENEFIT CORPORATION  
(Approved 4/20/21)**

**ARTICLE 1  
OFFICES**

**SECTION 1. PRINCIPAL OFFICE**

The principal office of the BCHC Education Fund, Inc. for the purpose of the transaction of its business is located in Kern County, California. The mailing address is BCHC Education Fund, Inc., 16347 Stephenie Rd., Bakersfield, CA 93314-9669. The physical office of the BCHC Education Fund, Inc., for the purposes as defined in Article 7 of the bylaws, shall be the physical address of the Treasurer of the BCHC Education Fund.

**SECTION 2. CHANGE OF ADDRESS**

The county of the BCHC Education Fund, Inc.'s principal office may be changed only by amendment of these bylaws.

**SECTION 3. OTHER OFFICES**

The BCHC Education Fund, Inc. may also have offices at such other places, within or without (outside) the state of California, where it is qualified to do business, as its business may require and as the board of directors may, from time to time, designate.

**ARTICLE 2  
PURPOSES**

**SECTION 1. NONPROFIT PURPOSES**

The BCHC Education Fund, Inc. is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code.

**SECTION 2. OBJECTIVES AND PURPOSES**

The primary objectives and purposes of the BCHC Education Fund, Inc. shall be to educate people on how to utilize the principles of Leave No Trace for preserving and improving the backcountry and wilderness areas of California; to promote educational programs that benefit stock users, and to promote cooperative interaction with other user groups regarding safety, care, and the protection of backcountry resources. The BCHC Education Fund, Inc. may provide financial support for qualified programs that meet the corporation's specific objectives and purposes.

**SECTION 3. IRREVOCABLE DEDICATION OF ASSETS**

This BCHC Education Fund, Inc.'s assets are irrevocably dedicated to public benefit purposes. No part of net earnings, properties or assets of the BCHC Education Fund, Inc., on dissolution or otherwise, shall inure to the benefit of any private person or individual, or to any BCHC Education Fund director or officer of the BCHC

Education Fund, Inc. On liquidation or dissolution, all properties and assets remaining after payment or provision for payment, of all debts and liabilities of the BCHC Education Fund, Inc. shall be distributed to a nonprofit fund, foundation or corporation that is organized and operated exclusively for charitable purpose and that has established its exempt status under Internal Revenue Service Code 501(c)(3).

## **ARTICLE 3 DIRECTORS**

### **SECTION 1. NUMBER**

The BCHC Education Fund, Inc. shall have ten (10) directors and collectively they shall be known as the BCHC Education Fund Board of Directors. The number may be changed by amendment of this bylaw, or by repeal of this bylaw and adoption of a new bylaw, as provided in these bylaws. BCHC Education Fund, Inc. directors are also officers of the corporation. The BCHC Education Fund directors shall be the following Backcountry Horsemen of California officers: President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary, Treasurer, Vice President of Education, Vice President of Public Lands, Vice President of Youth Education, Vice President of Membership and the Immediate Past President. Any Vice President (VP) position may be a shared, co-VP position. Each position shall have one vote on the board except each person sharing a co-VP position shall have only one-half vote.

### **SECTION 2. POWERS**

Subject to the provisions of the California Nonprofit Corporation law and any limitations in the Articles of Incorporation and bylaws relating to action required or permitted to be taken or approved by the members, if any, of the BCHC Education Fund, Inc., the activities and affairs of the BCHC Education Fund, Inc. shall be conducted, and all corporate powers shall be exercised by or under the direction of the board of directors.

### **SECTION 3. CONFLICT OF INTEREST AND SELF-DEALING TRANSACTIONS POLICY**

Each officer/director of the BCHC Education Fund, Inc. owes a duty of undivided loyalty to the Education Fund., is obligated to be fair, must always make decisions that are in the best interest of the Education Fund, and must not seek to benefit personally from the activities or resources of the Education Fund in any self-dealing transaction.

Any member of an appointed committee or a member of the board of directors of the BCHC Education Fund, Inc. will not participate in any action where there is a conflict of interest. These members will make their conflict known to the President of the board and excuse themselves from serving. Should the President of the board become aware of a conflict of interest, he will excuse the member and document this action in the minutes.

### **SECTION 4. DUTIES**

It shall be the duty of BCHC Education Fund directors to:

- (a) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of the BCHC Education Fund, Inc., or by these bylaws
- (b) Act in a fiduciary relationship with the BCHC Education Fund, carefully protecting its interests, exercising their powers in good faith and refraining from doing anything that harms the Education Fund. This means the directors puts the BCHC Education Fund's interests ahead of their own and always act in the best interest of the organization.
- (c) Owe a duty of care and duty of loyalty to the Education Fund, always acting in its best interest, being fair and making decisions that are in the best interest of the Education Fund.
- (d) Avoid personal benefit through self-dealing transactions and other conflicts of interest.

- (e) Appoint and remove, employ and discharge, and, except as otherwise provided in these bylaws, prescribe the duties and fix the compensation, if any, of all agents, and employees of the BCHC Education Fund, Inc.
- (f) Supervise all officers, agents, and employees of the BCHC Education Fund, Inc. to assure that their duties are performed properly
- (g) Submit an annual budget, projecting expenses of the position, to the Treasurer no later than December 31 of each year
- (h) Maintain the care, custody and control of all BCHC-owned property and equipment, returning it at the end of their term of office
- (i) Volunteer at the Rendezvous and serve in their area(s) of expertise
- (j) Meet at such times and places as required by these bylaws
- (k) Register their addresses, both, postal and email, with the Secretary of the BCHC Education Fund, Inc. and notices of meetings mailed or emailed to that such addresses shall be valid notices thereof

## **SECTION 5. ELECTION AND TERMS OF OFFICE**

The election of BCHC, Inc. officers will take place at the Fall Meeting of the BCHC Board of Directors. Officers shall serve from January 1 for two years. Those elected to positions in BCHC, Inc. become directors of the BCHC Education Fund, Inc. (BCHC Election Policy # 1021-4 may be found in the BCHC Policy Manual.)

The President, 2<sup>nd</sup> Vice President, Treasurer, VP of Education, and VP of Youth Education will be elected in even years while the 1<sup>st</sup> Vice President, VP of Public Lands, VP of Membership and Secretary will be elected in odd years.

Each BCHC Education Fund director shall hold office until his replacement is elected and takes office. If an office is shared and one of the co-VPs resigns, the President, with the remaining co-VP, will allow the remaining co-VP to continue on his own or will appoint a new co-VP partner.

## **SECTION 6. COMPENSATION**

BCHC Education Fund directors shall serve without compensation except that they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties as specified in BCHC policies and rules.

## **SECTION 7. PLACE OF MEETINGS**

Meetings shall be held at such place designated from time to time by the President or by the board of directors. A meeting of the BCHC Education Fund members/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.

Note: Members/directors are one and the same as described in this section.

## **SECTION 8. REGULAR AND ANNUAL MEETINGS**

Regular and Annual meetings of BCHC Education Fund directors shall be held as called by the President.

## **SECTION 9. SPECIAL MEETINGS**

Special meetings of the BCHC Education Fund Board of Directors may be called by the President, or by any two BCHC Education Fund directors, 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.

## **SECTION 10. EXECUTIVE SESSIONS**

The President may call an executive (closed) session meeting if the topic to be discussed is considered too complex or sensitive for general disclosure to the BCHC membership. During the executive 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, board members present, any actions taken, 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 executive session complete and remind all present that all matters discussed are to remain confidential and must not be discussed outside the executive session.

Should, at a later date, there be a request for the executive 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 11. NOTICE OF MEETINGS**

Meetings of the board 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 Education Fund director at his address as shown in BCHC's membership database.

## **SECTION 12. CONTENTS OF NOTICE**

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 13. CONSENT TO HOLD MEETINGS**

The purpose of this section is to describe how the BCHC Education Fund, Inc. Board is permitted to meet without all BCHC Education Fund directors in attendance.

BCHC Education Fund directors unable to attend a meeting may 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 BCHC Education Fund director's responsibility to obtain, complete and submit the form to the Secretary prior to the meeting date. If a BCHC Education Fund director fails to submit the form and does not attend, the meeting may still be conducted, and the absent BCHC Education Fund director will have tacitly agreed to abide by the meeting's results/actions.

## **SECTION 14. QUORUM FOR MEETINGS**

A quorum shall consist of a minimum of six (6) BCHC Education Fund directors. Except as otherwise provided in these bylaws or in the Articles of Incorporation of the BCHC Education Fund, 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 15. MAJORITY ACTION AS BOARD ACTION**

Every act or decision done or made by a majority of the BCHC Education Fund directors present at a meeting duly held at which a quorum is present is the act of the board of directors.

## **SECTION 16. CONDUCT OF MEETINGS**

Meetings of the board of directors shall be presided over by the President of the BCHC Education Fund, Inc. or, in his absence, by the 1<sup>st</sup> Vice President. In the case both the President and 1<sup>st</sup> VP are absent, a chairperson will be chosen by a majority of the BCHC Education Fund directors present at the meeting. The Secretary of the BCHC Education Fund, Inc., as defined herein, shall act as secretary of all meetings of the board, provided that, in his absence, the presiding officer shall appoint another person to act as secretary of 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 BCHC Education Fund director who will vote in your place and to the BCHC Education Fund 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 17. ACTION BY UNANIMOUS WRITTEN CONSENT WITHOUT MEETING**

Any action required or permitted to be taken by the 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 Education Fund 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 the BCHC Education Fund, Inc. authorize the directors to so act and such statement shall be prima facie evidence of such authority.

## **SECTION 18. VACANCIES**

Vacancies on the board of directors shall exist (1) On the death, resignation, or removal of any BCHC Education Fund director, and (2) Whenever the number of authorized BCHC Education Fund directors is increased.

Any vacancies on the board will be filled through appointment by the BCHC President.

## **SECTION 19. NONLIABILITY OF DIRECTORS**

BCHC Education Fund, Inc. directors shall not be personally liable for the debts, liabilities, or other obligations of the BCHC Education Fund.

## **SECTION 20. INDEMNIFICATION BY CORPORATION OF DIRECTORS, OFFICERS, EMPLOYEES, AND OTHER AGENTS**

The directors and officers of the BCHC Education Fund, Inc. shall be indemnified by the BCHC Education Fund, Inc. to the fullest extent permissible under the laws of this state.

## **SECTION 21. INSURANCE FOR CORPORATE AGENTS**

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

Revised August 15, 2023

## **ARTICLE 4 OFFICERS**

### **SECTION 1. NUMBER OF OFFICERS**

The officers of the BCHC Education Fund, Inc. shall be a president, a secretary, and a chief financial officer who shall be designated the treasurer. The BCHC President shall serve as the president of the BCHC Education Fund, Inc. and the BCHC Treasurer shall serve as chief financial officer. The following additional BCHC officers shall also serve as directors on the BCHC Education Fund, Inc. Board: 1<sup>st</sup> and 2<sup>nd</sup> Vice Presidents, Vice President of Education, Vice President of Public Lands, Vice President of Membership, Vice President of Youth Education and Immediate Past President. The BCHC Education Fund, Inc. may also have, as determined by the board of directors, any other subordinate officers. Only one BCHC Education Fund, Inc. office shall be held by the same person except that neither the Secretary nor the Treasurer may serve as the President of the board.

### **SECTION 2. SUBORDINATE OFFICERS**

The BCHC Education Fund, Inc. Board of Directors may appoint such other subordinate officers or agents as it may deem desirable, and such officers shall serve such terms, have such authority, and perform such duties as may be prescribed from time to time by the board of directors.

The following non-voting subordinate officers under leadership of the BCHC Education Fund, Inc. Board, are considered advisory and may be invited to attend monthly board meetings as needed: Member Communication Coordinator, Newsletter Editor, Webmaster, Parliamentary Advisor, Saw Coordinator, Safety Officers and Custodian of Records.

### **SECTION 3. REMOVAL AND RESIGNATION**

Removal for Cause: Any BCHC Education Fund, Inc. director or appointee 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 Secretary, upon direction of the President (or 1<sup>st</sup> Vice President), will notify the director or appointee in question, in writing, of the negative actions. That director or appointee shall have 10 days to respond either in person or by electronic communications. If the remaining board decides the actions are still cause for removal, they may do so with a 2/3 vote. The vote may be in person or by electronic communication.

In addition, a BCHC Education Fund, Inc. director or appointee may be removed for missing three consecutive meetings or for allowing his BCHC membership to lapse. Membership lapse policy is the same as for all BCHC members.

Removal Without Cause: A director or appointee may be removed without cause if given the above notification and 2/3 vote to remove.

A director's or appointee's removal from the BCHC Education Fund, Inc. Board (501c3), with or without cause, places that director or appointee on suspension within the BCHC, Inc. Executive Committee (501c4) until such time as the State Board of Directors (for the 501c4) can either meet or conduct an email vote to ratify the removal. Removal requires a 2/3 majority of State Directors voting. Information given to the State Board of Directors shall be confidential and may not be discussed outside of that board.

Resignation: Any officer or appointee may resign at any time by giving written notice to the board of directors or to the President or Secretary of the BCHC Education Fund, 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 from the BCHC, Inc. Board, he simultaneously resigns from the BCHC Education Fund, Inc. Board and vice versa.

#### **SECTION 4. VACANCIES**

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise of any officer or appointee shall be filled by appointment by the President in consultation with and approval by the board. The appointee shall hold that position until the original term of the office holder is completed.

#### **SECTION 5. DUTIES OF THE PRESIDENT**

The BCHC President shall be the chief executive officer of the BCHC Education Fund, Inc. and shall, subject to the control of the board of directors, supervise and control the affairs of the BCHC Education Fund, Inc. and the activities of the officers.

The President is elected in an even year for a two-year term and votes only when there is a tie. The President shall perform all duties incident to his office and such other duties as may be required by law, by the Articles of Incorporation of the BCHC Education Fund, Inc., or by these bylaws, or which may be prescribed from time to time by the board of directors.

The President shall preside at all meetings of the board of directors, following Parliamentary Procedures as defined in Robert's Rules of Order.

Except as otherwise expressly provided by law, by the Articles of Incorporation, or by these bylaws, the President shall, in the name of the BCHC Education Fund, Inc., execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the board of directors.

In addition, the President will serve as the Head of Agency (SEE DESCRIPTION BELOW) with the DOJ pertaining to background checks. The Agency Head is administrative only. He does not have access to Background check results, view active applicants or submit NLI (No Longer Interested) requests. He will only access the AAJC (Applicant Agency Justice Connection – DOJ Portal) to make changes for an incoming president to take over as Agency head, change COR or update any BCHC official contact information back-up for the Custodian of Records (COR) only during that President's term. The President shall appoint a qualified replacement COR if the position becomes vacant mid-term to complete the original term as soon as possible.

The President will address all incident reports from the COR and handle accordingly to the written policy. In the case of an accidental viewing of a CORI report the COR must note in the incident report log with full description of details. Send the report to the BCHC President for his assessment, act on any actions that need to be taken against the COR and recommend any changes in procedure to prevent from happening again.

#### **SECTION 6. DUTIES OF THE 1<sup>ST</sup> VICE PRESIDENT**

The BCHC 1<sup>st</sup> Vice President is elected in an odd year for a two-year term and is a voting member of the BCHC Education Fund, Inc. Board.

The 1<sup>st</sup> Vice President (VP) 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. He shall have such power and perform such other duties as may be prescribed by law or as may be prescribed by the BCHC, Inc. Directors.

The primary duty of the 1<sup>st</sup> VP will be to meet all required deadlines to obtain all insurance coverages and coordinate all unit insurance submissions, inquiries and renewals.

#### **SECTION 7. DUTIES OF THE 2<sup>ND</sup> VICE PRESIDENT**

The BCHC 2<sup>nd</sup> Vice President is elected in an even year for a two-year term and is a voting member of the BCHC Education Fund, Inc. Board.

The 2<sup>nd</sup> Vice President (VP) shall collect and compile all unit summary volunteer hours reports. In addition, the 2<sup>nd</sup> VP shall submit required reports to BCHA, and present Volunteer Service Hours awards at Rendezvous.

#### **SECTION 8. DUTIES OF THE SECRETARY**

The BCHC Secretary is elected in an odd year for a two-year term and is a voting member of the BCHC Education Fund, Inc. Board.

The Secretary shall:

Certify and keep at the physical location of the office of the BCHC Education Fund, Inc. the original or a copy of these bylaws as amended or otherwise altered to date.

Keep at the physical location of the office of the BCHC Education Fund, Inc. or at such other place as the board may determine, a book of minutes of all meetings of the BCHC Education Fund directors, and, if applicable, meetings of committees of BCHC Education Fund directors recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.

See that all notices are duly given in accordance with the provisions of these bylaws or as required by law.

Be custodian of the BCHC Education Fund, Inc.'s records, the execution of which, on behalf of the BCHC Education Fund, Inc. is authorized by law or these bylaws.

Exhibit at all reasonable times to any director of the BCHC Education Fund, Inc., or to his agent or attorney, on request therefore, the bylaws and the minutes of the proceedings of the directors of the BCHC Education Fund, Inc. These documents will be made available either electronically or in hard copy during normal weekday work hours.

Provide support for the BCHC Grant Committee. (Forms and procedures may be found in the BCHC Policy Manual, Grant Program, #0221-3.)

Oversee Rendezvous Registration with VP of Membership.

In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation of the BCHC Education Fund, Inc., or by these bylaws, or which may be assigned to him from time to time by the board of directors.

#### **SECTION 9. DUTIES OF THE TREASURER**

The BCHC Treasurer is elected in an even year for a two-year term and is a voting member of the BCHC Education Fund, Inc. Board.

Subject to the provisions of these bylaws relating to the "Execution of Instruments, Deposits and Funds," the BCHC Treasurer shall:

Be bonded.

Have charge and custody of, and be responsible for, all funds and securities of the BCHC Education Fund, Inc., and deposit all such funds in the name of the BCHC Education Fund, Inc. in such banks, trust companies, or other depositories as shall be selected by the board of directors.

Receive, and give receipt for, monies due and payable to the corporation from any source whatsoever. Authorize other officers to issue receipts, as necessary.

Act with the VP of Education (Grant Committee Chairman) and the Secretary in administering the BCHC Grant Program. (Forms and procedures may be found in the BCHC Policy Manual, Grant Program, #0221-3.)

Revised August 15, 2023



Disburse, or cause to be disbursed, the funds of the BCHC Education Fund, Inc. as may be directed by the board of directors.

Keep and maintain adequate and correct accounts of the BCHC Education Fund, Inc.'s properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.

Exhibit at all reasonable times the books of account and financial records to any BCHC Education Fund director of the BCHC Education Fund, Inc., or to his agent or attorney, by request there for. These documents will be made available either electronically or in hard copy during normal weekday work hours.

Propose and receive board approval prior to investing the fund's assets in interest bearing or growth accounts. Ensure adequate diversification of the fund's assets in order to provide as much security of principle as practical while still achieving adequate financial growth.

Render to the President and BCHC Education Fund directors, whenever requested, an account of any or all of his transactions as Treasurer and of the financial condition of the BCHC Education Fund, Inc.

Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.

In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation of the BCHC Education Fund, Inc., or these bylaws, or which may be assigned from time to time by the board of directors.

#### **SECTION 10. DUTIES OF THE VICE PRESIDENT OF EDUCATION**

The Vice President (VP) of Education is elected in an even year for a two-year term and is a voting member of the BCHC Education Fund, Inc. Board. The VP of Education may be a co-chair position. The position shall have one vote on the board except if a co-VP position, each co-VP shall have only one-half vote.

The VP of Education will perform the following tasks and have such other powers and perform such other duties as may be prescribed by law or by BCHC Education Fund, Inc. Directors.

Serve as chairman of the Grant Committee in addition to the Treasurer, Secretary and two other BCHC members as called for in BCHC Grant Policy (Forms and procedures may be found in the BCHC Policy Manual, Grant Program, #0221-3.)

Comply with the Leave No Trace (LNT) organization's requirements, including but not limited to, attending the annual meeting and providing beginning LNT, Train-the-Trainer, and Masters of Leave No Trace classes.

At each Rendezvous:

- Set up the State Booth, including all BCHC education information
- Be responsible, with members of the Rendezvous Committee, for the successful organization and conduct of Leave No Trace and other education classes at Rendezvous
- Present Unit and Individual Education awards, Gentle Use pins, and Wilderness Rider awards  
Communicate with BCHC unit Education Chairmen to foster and coordinate educational programs among units, covering specific Leave No Trace and other topics.

#### **SECTION 11. DUTIES OF THE VICE PRESIDENT OF PUBLIC LANDS**

The Vice President (VP) of Public Lands is elected in an odd year for a two-year term and is a voting member of the BCHC Education Fund, Inc. Board. The VP of Public Lands may be a co-chair position. The position shall have one vote on the board except if a co-VP position, each co-VP shall have only one-half vote.

Revised August 15, 2023

The VP of Public Lands will have such other powers and perform such other duties as may be prescribed by law or by BCHC Education Fund, Inc. Directors.

## **SECTION 12. DUTIES OF THE VICE PRESIDENT OF MEMBERSHIP**

The Vice President (VP) of Membership is elected in an odd year for a two-year term and is a voting member of the BCHC Education Fund, Inc. Board. The VP of Membership may be a co-chair position. The position shall have one vote on the board except if a co-VP position, each co-VP shall have only one-half vote.

Inform Custodian of Records (COR) of current unit and membership status.

Track and ensure BCHC members possessing Youth Cards remain in good standing.

Perform calculations that determine the unit-specific donation from each membership renewal or new membership.

Track BCHC Education Fund, Inc. money via a monthly report provided to the Treasurer and the units.

Issue receipts to units for donations, as directed by the Treasurer.

Oversee Rendezvous Registration with the BCHC Secretary.

## **SECTION 13. DUTIES OF THE VICE PRESIDENT OF YOUTH EDUCATION**

The BCHC Vice President (VP) of Youth Education is elected in an even year for a two-year term and is a voting member of the BCHC Education Fund, Inc. Board. The VP of Youth Education may be a co-chair position. The position shall have one vote on the board except if a co-VP position, each co-VP shall have only one-half vote.

The VP of Youth Education will serve as the chair of the Youth Education Committee and shall have such other power and perform such other duties as may be prescribed by law or as may be prescribed by the BCHC, Inc., Directors.

In addition, the VP of Youth Education will:

Obtain a BCHC Youth Volunteer Program card and comply with all Department of Justice regulations.

Have knowledge of and experience with Leave No Trace principles.

Maintain and keep current the BCHC Youth Activities Policy to match current state of California laws regarding those who volunteer to work with minors. (See Policy #1018-2a for more information.)

Report to the BCHC President, VP of Education, VP of Membership, unit presidents and unit Education Chairmen with active members in the Youth Program.

Secure advance approval from the BCHC VP of Education for all new educational materials referring to Leave No Trace principles.

Be responsible for the youth portion of Rendezvous (Kids Corral) in accordance with BCHC Youth Activities Policy, #1018-2a.

Maintain the Youth Education inventory of items used in the youth education program, purchased by BCHC state funds or donated by units.

Contact BCHC units that conduct youth activities and share ideas on the BCHC website.

## **SECTION 14. DUTIES OF THE IMMEDIATE PAST PRESIDENT**

Revised August 15, 2023

The Immediate Past President serves until a new President is elected and a new Immediate Past President replaces him. This is a voting position on the BCHC Education Fund, Inc. Board. The position shall have one vote on the board.

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.

Added new Immediate Past President position and its Education Fund-related duties

## **SECTION 15. DUTIES OF THE MEMBER COMMUNICATION COORDINATOR**

The Member Communication Coordinator is appointed by the BCHC President for an indeterminate term. The appointment is made in consultation with and approval of the BCHC Executive Committee. At the end of the President's term, the board may extend the appointment of the Membership Coordinator. The Member Communication Coordinator reports to the BCHC Executive Committee. This is an advisory, non-voting position. The Member Communication Coordinator may attend and report at BCHC Education Fund, Inc. Board and other BCHC board meetings as invited by the President and may be asked to present at Leadership Training sessions.

The Member Communication Coordinator is responsible for receiving and disseminating information within BCHC. Information may be received from various sources (for example, a BCHC member, a BCHC unit, an Executive Committee member, BCHA, etc.). Following established protocol and obtaining advance authorization from the BCHC President and/or appropriate BCHC Vice President, the Member Communication Coordinator distributes the information using Mailchimp software. The Member Communication Coordinator submits a detailed written report to the BCHC Executive Committee each month.

## **SECTION 16. DUTIES OF THE NEWSLETTER EDITOR**

The Newsletter Editor is appointed by the BCHC President for an indeterminate term. The appointment is made in consultation with and approval of the Executive Committee. At the end of the President's term, the board may extend the appointment of the Newsletter Editor. This is an advisory, non-voting position. The Newsletter Editor may attend and report at BCHC Education Fund, Inc. Board and other BCHC board meetings as invited by the President and may be asked to present at Leadership Training sessions.

The Newsletter Editor is responsible for production of four editions of BCHC's official newspaper, *The Backcountry News*, each year. The purpose of the newsletter is to keep BCHC members and other interested parties such as public lands personnel and legislators, aware of activities and actions of the various units as well as offering articles and reports of general interest to members throughout the state. Steps in production include, but are not limited to, setting and meeting deadlines; soliciting and receiving articles and photographs from officers, directors, unit members and others; determining materials to be included in each edition of the paper according to space available; proofreading articles and correcting spelling, grammar and punctuation; laying out pages using Adobe Creative Suite InDesign software and Photoshop editing tools or other appropriate technology; requesting mailing labels and lists of special members from the BCHC VP of Membership; coordinating payment for printing and mailing with the BCHC Treasurer, and providing the final digital copy of each quarterly newspaper to the VP of Membership for emailing to members and the BCHC Webmaster for posting on the website.

The Newsletter Editor assembles a committee to conduct and judge the annual Max and Irene Cochran Journalism Award competition. The Max and Irene Cochran Award is presented each year to the unit and its editor that, in the opinion of the judges, stand out above all others. If possible, the Newsletter Editor presents the award and certificates of achievement at Rendezvous.

## **SECTION 17. DUTIES OF THE WEBMASTER**

The BCHC Webmaster is appointed by the BCHC President for an indeterminate term. The appointment is made in consultation with and approval of the Executive Committee. At the end of the President's term, the board may extend the appointment of the Webmaster. This is an advisory, non-voting position. The Webmaster may attend

and report at BCHC Education Fund, Inc. Board and other BCHC board meetings as invited by the President and may be asked to present at Leadership Training sessions.

The BCHC Webmaster's duties include maintaining hosting services and domain ownership, maintaining and updating the BCHC website, managing the BCHC Facebook page (and/or any other social media presence), and offering support and guidance for all units' online presence.

The focus of the Webmaster's duties is to keep accurate information available online, in a manner that members and the public can easily access and navigate. The BCHC online presence MUST be politically correct and only official statements supported by BCHC/BCHA may be shared. The Webmaster may need to monitor and guide BCHC units' online presence.

## **SECTION 18. DUTIES OF THE PARLIAMENTARY ADVISOR**

The BCHC Parliamentary Advisor is appointed by the BCHC President for an indeterminate term. The appointment is made in consultation with and approval of the Executive Committee. At the end of the President's term, the board may extend the appointment of the Parliamentary Advisor. n advisory, non-voting position. The Parliamentary Advisor may attend and report at BCHC Education Fund, Inc. Board and other BCHC board meetings as invited by the President and may be asked to present at Leadership Training sessions.

The Parliamentary Advisor's primary duties are to review BCHC Education Fund, Inc. bylaws on an annual basis and to make recommendations for updates to the BCHC Education Fund Board.

## **SECTION 19. DUTIES OF THE SAW COORDINATOR**

The BCHC Saw Coordinator is appointed by the BCHC President for an indeterminate term. The appointment is made in consultation with and approval of the Executive Committee. This is an advisory, non-voting position on the BCHC Education Fund, Inc. Board. **At the end of the President's term, the board may extend the appointment of the Saw Coordinator.**

The Saw Coordinator is responsible for jurisdiction over and management of all BCHC Sawyer Instructors as well as for maintaining all policies, teaching materials, sawyer documents and agreements with the National Forest Service governing the BCHC Sawyer Program. As a National Forest Service Cooperator Option 2, the BCHC Saw Program must comply with National Forest Service documents, policy statements and instructions.

Qualifications for BCHC Saw Coordinator:

Must be a Designated Sawyer Instructor holding a Current "C" level saw card in both Chainsaw and Crosscut.

Must have a full understanding of both BCHC Saw Policy, the USFS National Saw Policy, associated USFS Job Hazard Analysis, Bureau of Land Management Risk Assessments and Volunteer Service Agreements. Must stay current on policy/procedure changes.

Must have strong oral and written communication skills and computer skills with ability to create electronic presentations (PowerPoint, Google Slides, etc.) and electronic documents (Microsoft Word, Google Docs, etc.), manage, upload and organize a variety of files, schedule and manage virtual and in-person meetings.

Must possess excellent teaching skills to work with new Sawyers and new Instructor Trainees.

Must have strong knowledge and experience working with saws and saw accessories, personal protective equipment (PPE) and associated tools.

In addition, the Saw Coordinator:

Serves as the primary contact between the National Forest Service Region 5 Saw Coordinator and BCHC.

Assists Sawyer Evaluators, Sawyer Instructors, and Sawyers with the implementation and monitoring of on-the-ground saw trainings and operations.

Develops and maintains a cadre of Sawyers, Sawyer Evaluators, and Sawyer Instructors, as well as assisting in scheduling and coordinating training for Sawyers.

Monitors and evaluates the BCHC Saw Program in accordance with FSM 2358.5.

Develops and delivers an annual report to the BCHC Education Fund, Inc. Board, describing all Saw Program accomplishments, issues, concerns, and recommendations for improvement of the Saw Program.

Assists Instructors with processing Saw Training Applications from students and Evaluation forms for students.

Ensures that a proper location for Field Evaluation Sawyer Training is selected according to the terms of the volunteer agreement with the National Forest Service and in order for volunteers to be covered by Work/Comp (workers' compensation).

Controls and processes final evaluations and issues Forest Service Chainsaw or Crosscut Saw Operator Qualification Cards.

Maintains data of evaluations and provides that data and other records to the BCHC Vice President of Membership for entry into an electronic database.

Develops and maintains all BCHC Sawyer Program documents and PowerPoint tools or other appropriate presentation software.

Submits BCHC Sawyer Program documents to the National Forest Service, as required.

Submits to BCHC Safety Officers all reports of saw-related incidents and near misses. Reports all saw-related incidents and near misses to the BCHC Education Fund, Inc. Board and the National Forest Service Region 5 Saw Coordinator.

Identifies sawyers whose demonstrated skills are no longer considered adequate or who are a danger to themselves or others and recommends revocation of their Sawyer Certification Card to the BCHC Safety Officers and the BCHC Education Fund, Inc. Board for discipline.

Ensures proper Volunteer Agreements (and other like agreements) are in place and retains copies of those agreements for three years from the closing date of the action.

## **SECTION 20. DUTIES OF THE SAFETY OFFICERS**

Three BCHC Safety Officers are appointed by the BCHC President to serve staggered terms of indeterminate length. The appointment is made in consultation with and approval of the Executive Committee. These are advisory, non-voting positions on the BCHC Education Fund, Inc. Board. At the end of the President's term, the board may extend the appointment of the Safety Officers. Safety Officers may attend and report at BCHC Education Fund, Inc. Board and other BCHC board meetings as invited by the President and may be asked to present at Leadership Training sessions.

The Safety Officers are responsible for investigating and reporting all packing and sawyer incidents and reporting and recommending corrective actions to the Incident Corrective Action Committee (ICAC).

The Incident Corrective Action Committee (ICAC) is comprised of the BCHC President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Vice President of Education and the three Safety Officers. The purpose of the ICAC is to investigate every incident, both packing and sawyer. The Safety Officers investigate the incident and develop a report and recommendations for presentation to the ICAC. The ICAC reviews the Safety Officers' initial report and recommendations and develops corrective actions. These corrective actions will be provided to the involved unit president(s) for implementation. The report will then be rewritten to remove all identifying names/places and sent to

all BCHC unit presidents as an information report, displayed on the BCHC website and published in the BCHC newsletter, if deemed appropriate. Records of all reports and corrective actions will be maintained by the Safety Officers. The Safety Officers must be very familiar with the Forest Service FSH 6709.11 Health and Safety Code Handbook.

In addition to the above duties, the Safety Officers will review all BCHC safety documents and update them as necessary.

## **SECTION 21. DUTIES OF THE CUSTODIAN OF RECORDS**

The Custodian of Records (COR) is appointed by the BCHC President for a four-year term. This is a non-voting position on the BCHC Education Fund, Inc. board. The COR is not required to attend BCHC Education Fund, Inc. board meetings. At the end of the term, the BCHC President may extend the appointment.

To qualify for the Custodian of Records position, the appointee must pass the required Department of Justice (DOJ) and FBI background checks. (See BCHC Policy #1019-2.)

Once qualified, the Custodian of Records is responsible for:

Overseeing the confidential application process for fingerprinting and background checks for BCHC members desiring to work with youth at BCHC events. (See BCHC Youth Activities Background Check Policy #1019-1.)

Reviewing members' background check reports through the Department of Justice secure online portal to determine whether participation requirements, as set forth in BCHC Youth Policy #1018-2a, are met.

- If requirements are met, they are instructed to move forward with obtaining their Mandate Reporting certification. Once completed the COR issues a BCHC Youth Volunteer Program card.
- If requirements are not met, the COR sends a certified letter to the applicant containing a summary report and instructions for acquiring a full copy of the applicant's Criminal Records Report from the Department of Justice.
- If the applicant is not a current BCHC member in good standing, the COR sends a denial letter.
- If the approved member later allows his BCHC membership to expire, he is immediately dropped from the Youth Volunteer Program and must reapply, starting over with the fingerprinting and background checking processes.

Maintaining a list of BCHC members approved for the Youth Volunteer Program and conveying this information to the BCHC VP of Youth Education, VP of Membership and unit presidents of participants in their unit.

Additional responsibilities include: Maintaining security certification with the DOJ (Department of Justice), monthly audit of participant membership and notifying DOJ of NLI (No Longer Interested) when applicable, run computer security scan weekly and maintain security check log, collect and store, in secured locked file storage box, the youth card participants live scan application BICA 8016 forms until no longer active.

## **ARTICLE 5 COMMITTEES**

### **SECTION 1. COMMITTEES**

The BCHC Education Fund, Inc. shall have such committees as may from time to time be designated by resolution of the board of directors. Such committees may consist of persons who are not also members of the board. These committees shall act in an advisory and/or directive capacity to the board.

### **SECTION 2. MEETINGS AND ACTION OF COMMITTEES**

Revised August 15, 2023

Meetings and action of committees shall be governed by, noticed, held, and taken in accordance with the provisions of these bylaws concerning meetings of the board of directors. The board of directors may adopt rules and regulations pertaining to the conduct of meetings of committees to the extent that such rules and regulations are not inconsistent with the provisions of these bylaws.

## **ARTICLE 6 EXECUTION OF INSTRUMENTS, DEPOSITS, AND FUNDS**

### **SECTION 1. EXECUTION OF INSTRUMENTS**

The board of directors, except as otherwise provided in these bylaws, may by resolution authorize any officer or agent of the BCHC Education Fund, Inc. to enter into any contract or execute and deliver any instrument in the name of and on behalf of the BCHC Education Fund, Inc., and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the BCHC Education Fund, Inc. by any contract or engagement or to pledge its credit or to render it liable monetarily for purpose or in any amount.

### **SECTION 2. CHECKS AND NOTES**

Except as otherwise specifically determined by resolution of the board of directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the BCHC Education Fund, Inc. shall be signed by the Treasurer.

### **SECTION 3. DEPOSITS**

All funds of the BCHC Education Fund, Inc. shall be deposited from time to time to the credit of the BCHC Education Fund, Inc. in such banks, trust companies, or other depositories as the board of directors may select. It is the policy of the board of directors to keep the majority of its assets invested in interest bearing or growth accounts, in effect to live off the interest from these accounts. All initial investments and subsequent investments will not be executed until a board meeting is conducted and a majority vote is acquired. It is the duty of the Treasurer of the BCHC Education Fund, Inc. to propose these instruments and for the board to approve their acquisition.

### **SECTION 4. GIFTS OR DONATIONS**

The BCHC Education Fund, Inc. Board of Directors may accept on behalf of the BCHC Education Fund, Inc. any contribution, gift, bequest, or devise for the purposes of this corporation.

Businesses or individuals may donate to the BCHC Education Fund as a charitable donation in cash, services or goods. Should a donation be goods or services, the business or individual donor is responsible for assigning the value of these donated goods/services.

A unit receiving a donation will forward the funds to the Education Fund Treasurer for deposit in that unit's 501(c)(3) account as restricted or unrestricted funds, as dictated by the donor. If the donation is goods, the unit should take in and secure the donation, ensuring reporting of the value of the goods. If the donation is services, the unit will report the donor-assigned value to the BCHC Treasurer.

The unit obtaining the donation will notify the BCHC Education Fund Treasurer who will, in turn, supply a charitable donation receipt to the business or individual donor. Only the BCHC Education Fund Treasurer is authorized to issue receipts on behalf of BCHC. The BCHC Education Fund, Inc. is assigned a Tax ID Number by the Attorney General of California.

### **SECTION 5. GRANTS**

Revised August 15, 2023

The purpose of the BCHC Education Fund, Inc. is to receive and grant charitable monies to be used in educating BCHC membership and the general public about Leave No Trace principles as they apply to stock use in the backcountry. In addition, the charitable funds may be used to support any BCHC Education Fund program. (See BCHC Policy Manual, Grant Program, #0220-3 for grant application procedures and forms.)

## **ARTICLE 7 CORPORATE RECORDS, REPORTS, AND SEAL**

### **SECTION 1. MAINTENANCE OF CORPORATE RECORDS**

The BCHC Education Fund, Inc. shall keep at its physical office in the state of California:

- (a) Minutes of all meetings of BCHC Education Fund Directors and committees of the board indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof
- (b) Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains, and losses
- (c) A copy of the BCHC Education Fund, Inc.'s Articles of Incorporation and bylaws as amended to date

### **SECTION 2. CORPORATE SEAL**

The board of directors may adopt, use, and at will alter, a corporate seal. Such seal shall be kept at the physical office of the BCHC Education Fund, Inc. Failure to affix the seal to corporate instruments, however, shall not affect the validity of any such instrument. At this time, the BCHC Education Fund, Inc. does not have a corporate seal.

### **SECTION 3. DIRECTORS' INSPECTION RIGHTS**

Every BCHC Education Fund, Inc. director shall have the absolute right at any reasonable time to inspect and copy all books, records and documents of every kind and to inspect the physical properties of the BCHC Education Fund, Inc.

### **SECTION 4. RIGHT TO COPY AND MAKE EXTRACTS**

Any inspection under the provisions of this article may be made in person or by agent or attorney and the right to inspection includes the right to copy and make extracts

### **SECTION 5. PERIODIC REPORT**

The BCHC Education Fund, Inc. Directors shall cause any annual or periodic report required under law to be prepared and delivered to an office of this state within the time limits set by law.

## **ARTICLE 8 IRS 501(c)(3) TAX EXEMPT PROVISIONS**

### **SECTION 1. FISCAL YEAR OF THE CORPORATION**

The fiscal year of the BCHC Education Fund, Inc. shall begin on the first day of January and end on the last day of December each year.

## **ARTICLE 9 AMENDMENT OF BYLAWS**



## **SECTION 1. AMENDMENT OF BYLAWS**

Subject to any provisions of law applicable to the amendment of bylaws of nonprofit corporations, these bylaws, or any part of them, may be altered, amended, or repealed and new bylaws adopted by approval of the board of directors.

## **ARTICLE 10 AMENDMENT OF ARTICLES**

### **SECTION 1. AMENDMENT OF ARTICLES**

Any amendment of the Articles of Incorporation may be adopted by approval of the BCHC Education Fund, Inc. Board of Directors.

### **SECTION 2. CERTAIN AMENDMENTS**

Notwithstanding the above sections of this article, the BCHC Education Fund, Inc. shall not amend its Articles of Incorporation to alter any statement which appears in the original Articles of Incorporation of the names and addresses of the first directors of this corporation, nor the name and address of its initial agent, except to correct an error in such statement or to delete such statement after the BCHC Education Fund, Inc. has filed a "Statement by a Domestic Non-Profit Corporation" pursuant to Section 6210 of the California Nonprofit Corporation Law.

## **ARTICLE 11 PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS**

### **SECTION 1. PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS**

No member, director, officer, employee, or other person connected with the BCHC Education Fund, Inc., or any private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the BCHC Education Fund, Inc., provided, however, that this provision shall not prevent payment to any such person of reasonable compensation for services performed for the BCHC Education Fund, Inc. in effecting any of its purposes, provided that such compensation is otherwise permitted by these bylaws and is fixed by resolution of the board of directors; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the corporate assets on dissolution of the BCHC Education Fund, Inc. All members, if any, of the BCHC Education Fund, Inc. shall be deemed to have expressly consented and agreed that on such dissolution or winding up of the affairs of the BCHC Education Fund, Inc., whether voluntarily or involuntarily, the assets of the BCHC Education Fund, Inc., after all debts have been satisfied, shall be distributed as required by the Articles of Incorporation of the BCHC Education Fund, Inc. and not otherwise.

**WRITTEN CONSENT OF DIRECTORS ADOPTING BYLAWS**

We, the undersigned are all of the persons named as the initial directors in the Articles of Incorporation of BCHC Education Fund, Inc., a California nonprofit corporation, and pursuant to the authority granted to the directors by these bylaws to take action by unanimous written consent without a meeting, consent to, and hereby do, adopt the foregoing bylaws as the bylaws of the BCHC Education Fund, Inc.

Deleted number of pages in the bylaws

Dated: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_, Director

\_\_\_\_\_  
\_\_\_\_\_, Director

\_\_\_\_\_  
\_\_\_\_\_, Director

\_\_\_\_\_  
\_\_\_\_\_, Director

\_\_\_\_\_  
\_\_\_\_\_, Director

**CERTIFICATE**

Amendments to these bylaws need only be signed by the BCHC President and the Secretary.

Statement taken directly from California Nonprofit law

This is to certify that the foregoing is a true and correct copy of the bylaws of the corporation named in the title thereto and that, such bylaws were duly adopted by the board of directors of said corporation on the date set forth below.

Dated: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_, President

\_\_\_\_\_  
\_\_\_\_\_, Secretary