



BCHNV BRISTLECONE CHAPTER

Minutes of General Membership Meeting

November 18, 2017

Board Members Present: Patti Kern (President), Elaine McPherson (Treasurer), Karen Harry (Secretary), Terry Jones (Immediate Past President), and James Sage (Director)

Board Members Absent: None

Members Present: John Allen, Sandy Allen, Cathy Bartusek, Trish Beckwith, Ann Bersi, Stephanie Brown, Barbara Callahan, Larry Dunn, Karen Donnahie, Phil Hatzenpillar, Mary Johnson, Patti Kern, Elaine McPherson, Darlene Middag, Bob Phillips, Bob Shelton, Linda and Bob Stavros, Keith Wheeler

Guests: David George; Derrell Obenhaus, Sheryl and Rich Schmalz

The meeting was called to order at 3:50 pm.

A motion to approve the minutes from October 25 Executive Board was made by Keith Wheeler and seconded by Karen Donnahie. The motion was approved unanimously.

Patti Kern provided an update on the search to fill vacancies on the Executive Board. Two calls for members to volunteer for these positions had been sent out, without any nominations being put forth from the membership. Therefore, at the Oct. 25 Executive Board meeting, the board members elected to nominate Larry Dunn for the position of Vice President, and John Allen, Don Davis, and Keith Wheeler for board member positions. John Allen has not yet been a member for a full year, which is a general requirement (Article IV, Section 5 of our bylaws) of serving on the Board. However, that same section of our bylaws also states that “in the absence of a willing member with at least one (1) year in good standing, the Executive Board may accept and consider nominations and the general membership may elect willing and otherwise qualified members in good standing with six (6) months or more with Backcountry Horsemen of America.” John meets the six month requirement. The membership unanimously voted to approve Larry Dunn as Vice-President, and Keith Wheeler, John Allen, and Don Davis as members of the Executive Board.

Treasurer Elaine McPherson reported that since May 1, our chapter has had \$2500 of income (donation from Friends of Nevada Wilderness for our assistance on the North Loop trail project), and expenses of \$719.90 (see Attachment 1). Our current balance is \$10,543.57.

Patti Kern discussed our efforts to develop reimbursement and conflict of interest policies. A “Resolution to Adopt Various Policy Statements Recommended by the Conflict-of-Interest and Member Reimbursement Committee” (see Attachment 2) was handed out and discussed. Keith Wheeler made a motion to approve this resolution, and this was seconded by Darlene Middag. The resolution was approved by a unanimous vote by all members present.

Patti Kern and Larry Dunn reported that we have purchased a Forest Service approved first aid kit. There was discussion of the need for someone to be assigned to oversee the kit’s contents and to make sure that items were replaced as needed (due to being used, or due to reaching expiration dates). Patti indicated that the Board of Directors will discuss this further at the next Executive Board meeting.

Elaine McPherson reported that she has purchased several patches with our logo. Two large ones have been purchased for use with our paniers during hauling projects; she also has 2” x 3” patches for sale for \$10, and 4” x 6” patches for \$20.

We have two upcoming events. The first is a potluck and ride on December 10th at Randy and Debra Lund’s place near the Henderson Saddle Association, and the second is a gravel haul project in Red Rock Canyon. Information on both can be found on our facebook page (<https://www.facebook.com/groups/bristleconechnv/>). In addition, a flier for the gravel haul is included here as Attachment 3. If you plan to participate in the gravel haul, please let Larry Dunn know at LFDunn@cox.net.

A reminder was discussed for everyone to send their volunteer hours to Elaine McPherson, so they can be included on our end of the year report.

The meeting was adjourned at 4:32 p.m. (The meeting was followed by a ground clinic demonstration and a potluck. Thanks to trainers Dave and Kathi Hill for the demonstration, and to Jeff and Stephanie Brown for hosting the potluck!)

ATTACHMENT 1

Back Country Horsemen Nevada- Bristlecone ChapterTreasurer's Report
Sept 1, 2017 - November 18, 2017

Balance on hand 5/1/17		\$8762.92
Income		
11/18/17	DEP: FONW N Loop donation	\$2500.00
Total Income		\$2500.00
Balance		<u>\$2500.00</u> \$11,262.92

Expenses		
11/03/17	CK 1153 Stitches by LouAnn (patches)	\$180.00
9/15/17	CK 1156 Patti Kern reimb. for InReach	281.45
9/15/17	CK 1157 Patti Kern reimb. For walkie talkies	257.90

(Not reflected in the above expense totals is the monthly Garmin InReach subscription for - \$12.65 because we're working with a credit balance for pre-payment. Balance of credit in InReach payment acct is (\$15.71) and another \$100 deposit will be made to the account balance in December.)

Total Expenses	\$719.35
Balance on hand 11/18/17	\$10,543.57

Signature Linda E. McPhersonDate 11/18/17

BACK COUNTRY HORSEMEN OF NEVADA - BRISTLECONE CHAPTER

**RESOLUTION
TO ADOPT VARIOUS POLICY STATEMENTS
RECOMMENDED BY
THE CONFLICT-OF-INTEREST & MEMBER REIMBURSEMENT COMMITTEE**

WHEREAS, the Membership of the **Back Country Horsemen of Nevada - Bristlecone Chapter** ("Membership") has determined that it is in the best interests of the Chapter to adopt certain policies to guide Chapter management and operations; particularly, policies pertaining or related to conflicts of interest and the reimbursement of Chapter members for certain expenses; and

WHEREAS, to that end, the Chapter, at its 12 September 2017 general meeting, directed then-acting president Patti Kern to appoint a committee to study this matter and to prepare recommendation to the Membership to be delivered at the general membership meeting scheduled for 18 November 2017 and said committee was formed, has met, and has developed several recommended policy statements for the consideration of the Membership; and

WHEREAS, the Membership has considered the draft policy statements and now desires to act upon the recommendations of the committee; now, therefore, be it

RESOLVED, that the Membership does hereby adopt the four (4) policy statements attached hereto, incorporated herein by reference, and titled as follows:

- CONFLICT OF INTEREST
- SERVICE PROJECTS; CONTRACTING FOR THIRD-PARTY SERVICES & RESOURCES
- MEMBER REIMBURSEMENT
- SECTION 501(c)(3) COMPLIANCE

which policies shall be effective immediately and hereinafter guide the Chapter, its officers and directors in dealing with the matters discussed in the policy statements; and, further

RESOLVED, that the Chapter secretary shall record a copy of these resolutions in the Chapter's corporate minute book and communicate these policies to the Membership by causing them to be posted on the Chapter's website, Facebook page, and by such other means as she may deem appropriate.

Adopted by the Membership on November 18, 2017

Karen H Harry
Karen Harry, Secretary

BACK COUNTRY HORSEMEN OF NEVADA - BRISTLECONE CHAPTER

CONFLICT OF INTEREST

Purpose: The Chapter is committed to conducting its affairs in a legal and ethical manner. It recognizes that it may, from time to time, need to manage transactions that pose a real, perceived, or potential conflict between the interests (usually financial) of the Chapter and those personal or business interests of a Member.

POLICY:

- a. Existence. The Chapter acknowledges that there may be real, perceived, or potential conflicts between the interests of its members and those of the Chapter. It shall be the responsibility of the Board to identify and administer any known conflict of interest and determine whether and to what extent the conflict shall preclude a specific transaction or class of transactions between the Chapter and a member.
- b. Disclosure. BCHNBC members shall disclose any potential material conflict of interest before advocating, in any Chapter matter, for a position that would be affected by said conflict(s). Each Chapter Officer and Director shall file annually with the Secretary a conflict of interest disclosure in form satisfactory to the Board.
- c. Recusal. In any matter in which the Board has determined that there is a conflict between the interests of the Chapter and a Member, that Member may participate in discussion of the matter, but if serving on the Board or on any committee considering the matter, the Member shall recuse him- or herself and abstain from voting on the matter.
- d. Transactions. Any financial transaction between the Chapter and any member or any business owned or controlled by a member which transaction has been determined by the Board to constitute a conflict of interest shall only be consummated with the Board's prior written approval and only at or below prevailing market rates as determined by the Board; provided, however, that in the Board's sole discretion, an exception may be made if alternative sources are not reasonably available.
- e. Administration; Guidance. In administering this policy, the Board shall give due consideration and weight to the then-current guidance of the U.S. Internal Revenue Service including its recommended policy regarding conflicts of interest in Section 501(c)(3) tax-exempt public charities.

[end]

BACK COUNTRY HORSEMEN OF NEVADA - BRISTLECONE CHAPTER

SERVICE PROJECTS; CONTRACTING FOR THIRD-PARTY SERVICES & RESOURCES

Purpose: Service projects are an essential part of the mission of Chapter. The purpose of this statement is to set forth the Chapter's policy on the matter of service projects and, particularly, on the purchase and/or rental by the Chapter from third parties of services, stock, and equipment, to complete service projects.

POLICY:

1. The Chapter, through its Board of Directors, shall from time to time undertake service projects on public land for the benefit of the public and consistent with Chapter Articles of Incorporation and Bylaws. Said projects shall be accomplished, to the greatest extent possible, on a volunteer basis employing, primarily, the resources of the Chapter and its Members.
2. The Chapter shall not solicit or undertake any service project or accept any grant or monetary compensation for a service project unless the Board of Directors first makes a determination that the Chapter can and will fulfill its undertaking in a timely manner by employing either:
 - a. the Chapter's and its Members' own resources; e.g., livestock (riding and pack), tack, equipment, materials, supplies, labor, and working capital ("Resources"); or
 - b. the contract services and/or Resources of a qualified third-party; or
 - c. a combination of the two foregoing means.
3. In the event that the Board determines that Chapter should contract for third-party services and/or Resources, said services and/or Resources may be obtained from any qualified source including Chapter Members and Affiliates; provided, however, that (a) all such transactions shall be in compliance with this and all other Chapter policies including but not limited to the Chapter's policy on conflicts of interest and (b) such contracts shall generally conform to the terms contained in the *pro forma* Terms Sheet attached to this policy, as it may be amended from time to time by the Board.
4. The Chapter shall not undertake service projects or other assignments on a commercial basis for financial gain, unless the monetary proceeds therefrom will be legitimately applied to the non-profit purposes of the Chapter as may be allowed by IRC Section 501(c)(3) and other relevant laws and unless such undertaking is specifically approved by a vote of the Members and only then on an *ad hoc* basis.
5. Nothing herein shall preclude the Chapter from working on a service project jointly with either another volunteer organization or a commercial third-party contractor working either on a "for compensation" or a *pro bono* basis.

ATTACHMENT – Pro Forma Terms Sheet

[end]

BACK COUNTRY HORSEMEN OF NEVADA - BRISTLECONE CHAPTER

MEMBER REIMBURSEMENT

Purpose: As a matter of equity, the Chapter Board of Directors may, under various circumstances and from time to time, conclude that it is appropriate to reimburse a Member for the Member's out-of-pocket costs and expenses incurred with the approval of the Board and on behalf of, and for the benefit of the Chapter. Reimbursement is to be distinguished from payments made to Members or others pursuant to a contract. This policy is intended to guide the Board in such reimbursement.

POLICY:

1. Determination of Reimbursable. It is the responsibility of the Board and, specifically, the President if authorized by the Board pursuant to this policy, to determine on a case-by-case basis under various circumstances, whether to reimburse Members for costs and expenses incurred on behalf of, and for the benefit of the Chapter. If it is determined that one Member is eligible for reimbursement of expenses in connection with a specific case, then all Members incurring such expenses shall be eligible for reimbursement. Whenever possible, a Member shall inquire about reimbursability in advance of actual expenditure and the President shall endeavor to advise the Member reimbursability in advance of expenditure. In considering reimbursement policy, the Board shall be guided by the fact that Chapter is a non-profit and essentially *volunteer* organization.
2. Reimbursable Expenses. The following types of costs and expenses shall be reimbursable.
 - a. Out-of-town travel authorized in advance by the President or the Board including but not limited to the costs of: transportation on public conveyances, lodging, and meals while traveling beyond one hundred (100) miles from Downtown Las Vegas [but limited to a maximum *per diem* amount determined and set annually by the Board unless otherwise approved in advance by the Board].
 - b. Use of a personal vehicle for local travel authorized in advance by the President or by the Board, but limited to the lesser of (i) actual out-of-pocket costs for fuel or (ii) a mileage allowance computed based on actual mileage and one or more mileage rates determined and set annually by the Board, based on whether or not the Member is hauling a trailer or not, plus (2) tolls and parking.
 - c. Services, tools and equipment purchased, leased, or rented on behalf of the Chapter with the prior authorization of the Board.
 - d. Materials and supplies purchased on behalf of the Chapter with the prior authorization of the Board. [This might, at the Board's discretion, include a *per diem* allowance for feed for livestock while used in Chapter-sponsored volunteer events or projects.]
 - e. Such other costs and expenses as the Board may from time to time approve on an exception basis.

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BACK COUNTRY HORSEMEN OF NEVADA - BRISTLECONE CHAPTER

3. Not Reimbursable Expenses. The following types of costs and expenses shall be not be reimbursable.
 - a. The value of a Member's labor, unless individual reimbursement is required to obtain Chapter reimbursement from a third-party grant and only then if third-party reimbursement is actually received by the Chapter.
 - b. The value of use of a Member's livestock or personal equipment, unless required to obtain Chapter reimbursement from a third-party grant and only then if actually reimbursed by said grant.
 - c. Local meals, lodging, and travel including personal vehicle use for driving to Chapter meetings or to Chapter-sponsored events or projects at locations within a One Hundred (100) mile radius of Downtown Las Vegas, unless authorized in advance by the Board.
4. Procedure. The Member shall timely submit to the President a signed request for reimbursement in a form specified by the Treasurer from time to time and supported by appropriate receipts. Reimbursements shall be made by Chapter bank check issued by the Treasurer; ordinarily within 10 business days of (a) receipt of request and such supporting documentation and (b) approval by the President (which may be in the form of his or her signature on the reimbursement check).

[end]

BACK COUNTRY HORSEMEN OF NEVADA - BRISTLECONE CHAPTER

SECTION 501(c)(3) COMPLIANCE

Purpose: The Chapter is a non-profit Nevada corporation recognized by the U.S. Internal Revenue Service as a tax-exempt public charity. To protect this status, the Chapter needs to comply with IRC Section 501(c)(3) and all related laws.

POLICY: The Chapter values its non-profit, tax-exempt status as an Internal Revenue Code Section 501(c)(3) public charity and shall always act in accordance with all relevant federal and state laws and regulations in order to protect that status.

[end]

ATTACHMENT 3



PINE CREEK SERVICE PROJECT (GRAVEL HAUL)

Saturday, 2 December in support of



DATE: SATURDAY, 2 DECEMBER 2017

TIME: 9:00 AM

SCHEDULED DURATION: 4 HOURS

MEETING PLACE: Red Rock Canyon
Scenic Loop Exit Parking Lot on
State Route 159.

OUR JOB: We'll be leading pack stock loaded with gravel from a pile located on the Red Rock Scenic Loop road just below (southeast of) the Pine Creek Trailhead to the old Wilson homestead location on Pine Creek Trail — about 0.8 miles each way. We'll be using our saddle horses and pack stock plus mules and gravel bags provided by Cowboy Trail Rides.

REGISTER: Email Larry Dunn at
LFDunn@cox.net

WE NEED TO KNOW WHO'S COMING!

PLEASE REGISTER!

WHAT IS SNCC?

www.southernnevadaclimberscoalition.org

WHAT'S THEIR EVENT ABOUT?

www.southernnevadaclimberscoalition.org/events/

