



**BYLAWS OF THE  
FRIENDS OF BLACK ROCK/HIGH ROCK, INC.  
2007**

of any issue or candidate for public office.

This section shall not preclude individual members of the Friends from engaging in such activities as private citizens, or as members of other organizations, not representing Friends.

**3. Objectives:**

(1) To conserve and promote the non-destructive use of the natural, historic and cultural resources of the Black Rock Desert and High Rock Canyon.

(2) To assist the BLM in promoting the welfare of the Black Rock Desert and High Rock Canyon through volunteer projects, education of members and the public and providing advocacy for the region as needed.

(3) To bring together all of the User Groups of the Black Rock Desert and High Rock Canyon to work together in partnership for the benefit of the region.

**ARTICLE III**

**MEMBERSHIP**

**1. General Membership**

Membership in Friends shall be open to anyone with an interest in the Black Rock Desert /High Rock Canyon area, and who subscribes to the purposes of Friends.

Membership is automatically extended to minor children of members whose dues are current. Such children are entitled to all privileges of Friends except voting and holding office. On reaching the age of 18 they must establish membership in their own name and pay dues if they wish to continue.

Members pay dues in amounts established by the Board of Directors (Board).

Members may be expelled or suspended for due cause by a majority vote of the Board.

**2. Honorary Membership**

The Board may award deserving individuals honorary non-dues paying membership in recognition of outstanding service. This membership will include all benefits and privileges associated with a paid membership. Honorary memberships are awarded for one year but the term may be extended by the Board.



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Board Members shall serve staggered terms of one (1), two (2), or three (3) years beginning at the close of the General Meeting at which they are elected.

**4. Removal From Office**

The Board, by majority vote of all Board Members, may suspend or expel a Board Member for due cause.

Any Board Member who fails to attend two (2) consecutive Board Meetings without just cause may be removed from the Board by a majority vote of the Board.

**5. Vacancies:**

If a vacancy shall occur by resignation or for reason other than the normal expiration of an elective term of office, the vacancy for the remainder of the unexpired term shall be filled by appointment of the President with the approval of the Board.

**ARTICLE V**

**OFFICERS**

**1. Officers:**

The officers of Friends shall be a President, Vice-President, Treasurer, Secretary and any such other officers that the Board deems necessary.

**2. Election of Officers:**

Board Members, following the General Meeting and confirmation of Board Membership shall elect/appoint officers for the ensuing year.

**3. President:**

The President shall be the principal executive officer of Friends and shall, subject to the direction of the Board, supervise and control all of the business and affairs of Friends.

The President shall preside at all meetings of the general membership and of the Board.

**4. Vice President:**

The Vice President, shall in the absence of the President or in the event of the President's inability or refusal to act, shall perform the duties of the President and,

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when so acting, shall have all the powers of and be subject to all the restrictions of the President.

The Vice President shall perform such other duties as from time to time may be assigned to him/her by the President or by the Board.

**5. Treasurer:**

The Treasurer is appointed from general membership and may or may not be a Board Member.

The Treasurer shall, subject to the direction and control of the Board, have general charge of the financial affairs of the Friends and shall keep full and accurate books of account in accordance with standard business practices.

The Treasurer shall render a report of the financial affairs at each Board and General Meeting; oversee the preparation of the annual budget; and carry out such other duties as the Board may determine. The Treasurer shall maintain custody of all funds, securities and valuable documents of Friends, except as the Board may otherwise provide.

**6. Secretary:**

The Secretary is appointed from the general membership and may or may not be a Board Member

The Secretary shall have such powers and duties normally incident to the office including provision of notices of General Membership and Board meetings; keeping records of all the meetings; and such other duties as the Board may determine.

In the absence of the Secretary from any meeting, a temporary secretary designated by the person presiding over the meeting, shall perform the duties of the Secretary

**ARTICLE VI COMMITTEES**

The Board of Directors may create such committees and appoint committee chairs as deemed necessary to further the purpose, policies, and objectives of Friends.

**ARTICLE VII MEETINGS**

**1. General Membership Meetings**

Friends shall hold an annual General Meeting in the spring (April, May, or June), the

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exact date and place to be determined by the Board. Notice of the time and place of such meeting and the agenda thereof shall be given by mail to all members at their last known address at least thirty (30) days prior to the meeting and by posting on the Friends website.

The agenda at the annual Meeting shall include: officer's reports; a review of the previous year's annual report; a discussion of projects for the upcoming year; announcement of election results; amendments to the bylaws; and to consider and act upon such other business as may properly come before the meeting or any adjournment thereof.

Other General Meetings may be called by a majority vote of the Board with a 30-day written notice to the membership.

A quorum at General Meetings shall consist of members present.

**2. Board of Directors:**

The Board shall meet at least quarterly. Board Meetings will be open to all Friends members and their guests.

A majority of Board members or proxy representatives shall constitute a quorum.

**3. Special Meetings:**

Special Meetings of the Board may be called by the President or upon the written request of three Board Members. At least one (1) week notice of any Special Meeting shall be given to all Board Members.

**4. Rules:**

All meetings and activities shall be conducted in accord with "Robert's Rules of Order Newly Revised" in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order Friends may adopt.

**5. Board Member Proxy:**

Any Board Member may elect to have another Friends Board or General Member represent him/her as a proxy at a particular Board Meeting by notifying the meeting chair prior to the meeting. This proxy will have all rights, privileges and duties as the represented Board Member for the duration of the meeting and will be counted in satisfying of quorum requirements.

**ARTICLE VIII**

**FISCAL POLICY**

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**1. Expenditures:**

All expenditures shall be in accord with an annual budget approved by the Board or specifically authorized in advance by the Board.

**2. Disbursements:**

The President, Vice-President or any member designated by the Board shall countersign all checks issued by the Treasurer. No reimbursement for any expenditure will be made to a member of Friends without an official receipt.

**3. Deposits:**

The Treasurer shall ensure that all Friends funds are deposited in a banking institution approved by the Board and in the name of Friends.

**4. Petty Cash:**

The Treasurer shall manage a petty cash fund consistent with accepted standard business practice.

**6. Fiscal Year:**

For the purposes of bookkeeping, the fiscal year for Friends shall coincide with the calendar year.

**7. Audit:**

An audit committee shall examine the Treasurer's accounts every other year.

**ARTICLE IX                      AMENDMENT OF BYLAWS**

**1. Approval:**

These bylaws may be amended by a majority vote of the general membership. Proposed amendments and ballots shall be included in the mailing of the notice of the General Meeting and to be considered valid, Friends must receive ballots on or before the opening of the General Meeting. Non-substantive changes to the bylaws shall not require an amendment but only the vote of a simple majority of the Board.

**ARTICLE X                      STANDING RULES**

Members shall not make public statements or release for publication information representing Friends, which is inconsistent with Friends policies and/or positions as a



