

BYLAWS

DOUGLAS COUNTY SHERIFF'S **MOUNTED POSSE, INC.**

Article I **General**

1. The name of this organization shall be the Douglas County Sheriff's Mounted Posse, Inc., herein referred to as DCSMP.

2. The location of the DCSMP shall be in Douglas County, Nevada. The official mailing address shall be Post Office Box 1894, Minden, Nevada 89423. The DCSMP secretary shall keep the corporate records at the Douglas County Sheriff's Office located at 1625 8th Street, Minden, Nevada 89423.

3. The goals and objectives of this Corporation are to provide mounted and ground-support assistance to the Sheriff upon request; to promote charitable and public service activities within the community; and to promote health and safety among equine enthusiasts (riders and non-riders).

4. A Policies and Procedures Manual (herein referred to as the Manual) compliments the Bylaws of the DCSMP and provides details of the procedures by which the DCSMP's goals and objectives will be accomplished. The Manual and By-Laws will be reviewed and updated every December by the 2nd Vice-President. All changes will be presented to the Board for vote, then approved by the general membership and supported by the Sheriff or his designee in accordance with Article X of these Bylaws.

5. The Sheriff or his designee is in overall tactical control of the DCSMP. The liaison position must be filled by an employee of the Douglas County Sheriff's Department.

6. No member or officer of the Board of Directors shall use the DCSMP as a means of obtaining private profit or to further individual purposes or for individual gain nor shall they receive compensation or salary from the Posse.

Article II **Meetings**

1. One regular monthly meeting of the general membership will take place on the second Wednesday of every month. Additional meetings may be called as necessary.

2. A special meeting may be called by any member of the Board of Directors. The call for any special meeting must be made with reasonable advance notice of not less than five (5) calendar days and must state the reason(s) for the meeting. Notice may be given by phone tree, email, fax or other electronic or written means. Notwithstanding the foregoing methods of notification, notice must be given on the DCSMP email bulletin board.

3. A regular monthly meeting agenda will be provided to the membership via phone tree, email, fax, or other electronic or written means at least five (5) days prior to the regular monthly meeting.

4. The rules contained in the Robert's Rules of Order, newly revised, shall govern DCSMP meetings when not inconsistent with these Bylaws and any special rules of order DCSMP may adopt. However, a motion may be carried to suspend the rules for a specific item. Member-at-Large #2 (Sergeant at Arms) shall be responsible for enforcing proper order.

Article III Quorum and Voting

1. Each voting member shall have one vote in the general operations of the DCSMP.

2. Thirty-three percent (33%) of eligible voting members shall constitute a quorum.

3. Provided a quorum is present, a simple majority of voting members present and proxies shall carry motions unless otherwise specified in the Bylaws.

4. A voting member may provide a proxy to the Board of Directors or another voting member. The proxy shall consist of the assignor's name and signature, to whom he/she assigns the proxy, the date of the meeting for which the proxy is valid, the name(s) of the person(s) or the issue(s) the assignee is voting for, or to vote as assignee wishes. An email proxy with the typed name of the assignor shall be deemed valid for purposes of a signature. A voting member may carry a maximum of two (2) proxies. The secretary will take possession of the written proxies to be included in the meeting records.

Article IV Board of Directors

1. The property and business of the DCSMP shall be managed by the Board of Directors. The Board of Directors shall consist of the immediate past President, the President, the two Vice Presidents, two Members-at-large, the Secretary and the Treasurer. All members will have equal voting privileges except the President who will vote only in the case of a tie. A majority of the Board of Directors shall constitute a

quorum for the purpose of conducting business. The past President shall have the title of Chairman of the Board. The President shall preside over all meetings.

2. The Board of Directors may establish, modify and terminate committees, and the membership thereof, as it deems necessary to conduct the business of the DCSMP. Details of standing committees will be discussed in the Manual.

3. Regular meetings of the Board of Directors will be called at the discretion of the President. An emergency meeting may be called in which the Board of Directors may take actions normally taken by the general membership, as well as matters of personnel, litigation, or other substantive emergency requirements. The need for emergency action will be fully documented in the meeting minutes and approved by the Board members. All Board of Directors meetings shall be open to the general membership except for matters of personnel or litigation. Advance notice may be given by phone tree, email, fax, or other electronic or written means.

4. The Board of Directors shall seek recommendations for appointments to the Staff positions and Unit Leaders by secret ballot or other means from the voting membership; however, the Board of Directors shall make all appointments to Staff positions and Unit Leaders, and are not bound by membership balloting or recommendations. Details of Staff positions and Unit Leaders will be discussed in the Manual.

5. The Board of Directors will conduct periodic performance reviews of their fellow Directors. The Board will accept comments from the general membership prior to the review. A summary of the findings will be reported to the general membership for their comments. Timing and criteria for the performance reviews is detailed in the Manual.

Article V

Election of Board of Directors

1. The President, 1st Vice President, 2nd Vice President, Secretary, Treasurer, and two Members-at-Large will be elected from the general membership of the DCSMP for a term of one year. Terms will begin on January 1, except as otherwise provided in the Bylaws. Officers shall serve until their successors assume the position January 1 of the following year.

2. Nominations will be taken from the general membership during the October general membership meeting. Nominees must state their qualifications, interest, and general plans for the position at the meeting or via email no later than the November meeting prior to the vote being taken.

3. Elections will take place during the November general membership meeting, after which the incoming and outgoing Boards will meet to review the Bylaws, Manual and operating procedures. This meeting will take place prior to the December general membership meeting.

4. All candidates for the Board of Directors or any other elected position shall be elected by the voting members by secret ballot. A quorum must be present, not including proxies. A candidate for office must be elected by 51% of the ballots cast by voting members and eligible proxies. In the event of multiple candidates running for the same office, if no candidate obtains 51% of the votes cast, a run-off election shall be held not later than the next monthly meeting between the two candidates who received the highest number of eligible votes and proxies cast.

Article VI Duties of Officers

The following offices are the elected positions within the structure of the DCSMP. The Board of Directors consists of these elected officials. Desirable skills for the positions listed below could include but not be limited to communication, organization, delegation, and accountability.

President

The President is in operational control of the Posse and will coordinate with the Sheriff. The President shall exercise general authority over the affairs of the Posse. He/she shall call and preside over all meetings, except as otherwise provided in the Bylaws. He/she shall use his or her best efforts to coordinate the activities of the Posse and to promote its goals and objectives.

1st Vice President

1st Vice President is responsible for general horsemanship training and clinics and all arrangements for facilities necessary to conduct such trainings and clinics. He/she is responsible for communications and arrangements with the Douglas County Fairgrounds for Posse functions. He/she is a member of the Budget Committee. He/she assists with additional functions as deemed necessary by the President and/or Board of Directors. The 1st Vice President is second in command.

2nd Vice President

2nd Vice President is responsible for the accounting of activity hours and current address roster of all DCSMP members. The roster information will be received from the Membership Committee Chairman. He/she is responsible for updating the Policies and Procedures Manual, as necessary. He/she is a member of the Budget Committee. He/she assists with additional functions as deemed necessary by the President and/or Board of Directors. The 2nd Vice President is third in command.

Treasurer

The Treasurer is responsible for maintaining the DCSMP financial accounts. He/she is a member of the Budget Committee and advises the Board of Directors and Budget Committee on the status of DCSMP funds. He/she provides a monthly accounting of the DCSMP checking account to the President at least five days prior to

each monthly meeting. He/she maintains backup records of the financial accounts and assures a copy is kept with the DCSMP corporate records at the Sheriff's office. The Treasurer will also have the responsibility of maintaining the Posse's spectator liability policy and coordinate with the DCSO for the Workers' Compensation Insurance. He/she assists with additional functions as deemed necessary by the President and/or Board of Directors.

Secretary

The Secretary is responsible for taking and transcribing the minutes of the regular monthly meetings, Board of Directors meetings, and any special meetings that may arise. All monthly meeting minutes will be provided to the Posse email bulletin board for review prior to the next monthly meeting. He/she will maintain backup records of the minutes and assures a copy is kept with the DCSMP corporate records at the Sheriff's office. He/she collects proxies to be kept with meeting records. The secretary will be responsible for preparation and distribution of the agendas for all Board and general membership meetings. He/she assists with additional functions as deemed necessary by the President and/or Board of Directors.

Member-at-Large #1

The Member-at-Large #1 will oversee functions and directions of various DCSMP units. He/she assists with additional functions as deemed necessary by the President and/or Board of Directors.

Member at Large #2

The Member-at-Large #2 will serve as Sergeant at Arms at monthly meetings and assists with additional functions as deemed necessary by the President and/or Board of Directors.

Past President

The past President shall serve in an advisory capacity and shall have full Board voting privileges. He/she assists with functions as deemed necessary by the President and/or Board of Directors.

While each Board member has specific tasks, the Board of Directors as a whole fill a leadership position for the overall functioning of the Posse.

Article VII Removal or Replacement of Officers

Any five voting members may petition the Board of Directors in writing to remove a member of the Board of Directors from office. The periodic reviews per Article IV, Section 5 will be considered by the Board and shared with the general membership.

A ten (10) day notice of the petition will be given by phone tree, email, fax, or other electronic or written means prior to a meeting of the general membership. A quorum and vote of eligible voting members and proxies as governed by Article III of the Bylaws will be required to remove the Officer from his/her position. If the petition is approved, the Board of Directors shall elect a replacement to fill the unexpired term. In the event of a vacancy of office within the Board of Directors, the Board of Directors shall appoint a voting member for the unexpired term.

Article VIII Membership Program

1. Members must reside in Douglas County, Nevada, or in the surrounding communities. Exceptions require a majority vote of the Board of Directors.

2. All members are considered to be volunteer members of the Douglas County Sheriff's Office.

3. All applicants must voluntarily submit to a criminal background inquiry to determine the existence of any outstanding warrants or criminal background. The Sheriff or his designee will make this inquiry. Should a criminal history or warrants be found, the applicant's membership into the DCSMP will be at the discretion of the Sheriff.

4. Any member or applicant who is charged, arrested or convicted of a serious crime, or whose personal conduct reflects adversely upon the character or reputation of the DCSMP may be removed as a member by a majority vote of the Board of Directors or at the discretion of the Sheriff.

5. Members shall actively support the goals and objectives of the DCSMP.

6. Levels of membership as shown below are described in the Manual:

Probationary
Voting Member
Honorary Member
Inactive

See details in the Manual for meeting attendance requirements.

7. Qualified Rider and Specialized Unit requirements are also found in the Manual.

8. Any member who leaves the DCSMP for any reason must return all DCSMP equipment in his/her possession to the Quartermaster. The member must remove all logos that refer to the Posse from his/her vehicles and trailers.

Article IX Budget and Expenditures

1. The Board of Directors, after receiving available information from the Treasurer and Vice Presidents shall approve the proposed annual budget no later than the end of the prior fiscal year.

2. Providing a quorum is present, the final budget must be approved by a two-thirds vote of the voting membership present and proxies at the first meeting of the new fiscal year. The President shall notify the membership of subsequent variations from the approved budget. If a two-thirds vote is not achieved, the President may continue operating the DCSMP at a rate of expenditure not to exceed the prior year's expenses per quarter and category, until such time as the current year's budget is passed.

3. The approved budget is only an estimate for future expenditures. Individual expenses will be proposed to the Board of Directors or the general membership for approval prior to allocation of funds.

4. The Board of Directors may approve expenditures up to \$500 which have not been previously authorized by the general membership.

5. Additional requests for expenditures of Posse funds will be made available to the general membership via the email bulletin board at least five days prior to a general membership meeting. This request will include the need, the relevance to Posse objectives, model (if applicable), specifications, and projected cost. The item will be added to the agenda of the next general meeting for discussion and possible approval by vote per Article III of the Bylaws.

6. Should the need for an emergency expenditure of funds arise which exceeds the \$500 limit described in Section #4 above, a meeting of the Board of Directors per Article IV Section 3 will be called to discuss and possibly approve the expenditure by a majority vote of the Board. The reason for the emergency will be well documented and provided to the general membership.

7. The Treasurer shall pay all bills authorized by the general membership or the Board of Directors. Any bill in any amount which the Treasurer deems inconsistent with Posse purposes or has not been previously authorized as stated above, shall be brought to the Board for its approval.

Article X Amendments

Providing a quorum is present, Amendments of these Bylaws shall require the approval of voting members present and proxies representing at least fifty-one percent (51%) of the voting power of the Corporation.

**CERTIFICATE OF SECRETARY
OF
DOUGLAS COUNTY SHERIFF'S
MOUNTED POSSE, INC.**

I, _____, hereby certify:

1. That I am the duly elected Secretary of the Douglas County Sheriff's Mounted Posse, Inc.

2. That the foregoing Bylaws, comprising _____ pages, excluding this page, are the Bylaws of Douglas County Sheriff's Mounted Posse, Inc., as duly adopted by the Board of Directors on the ____ day of _____, 2011.

IN WITNESS WHEREOF, I have subscribed my name this ____ day of _____, 2011.

Secretary

I, Ronald Pierini, Sheriff of Douglas County, Nevada, do hereby accept and endorse the Bylaws of the Douglas County Sheriff's Mounted Posse, Inc., as amended herein.

Sheriff Ronald Pierini

Date