

ELDORADO NATIONAL FOREST INTERPRETIVE ASSOCIATION
A California Public Benefit Corporation

BYLAWS
(2021 Revision)

ARTICLE I

Offices

The principal office of the corporation for the transaction of its business is located in El Dorado County, California.

ARTICLE II

Purpose

1) The business of the Eldorado National Forest Interpretive Association (hereafter the Association) shall be limited to those pursuits assisting or advancing historical, scientific, informational, educational or interpretive programs of the Eldorado National Forest.

ARTICLE III

Board of Directors

1) The Association shall have a Board of Directors (hereafter the Board), which shall decide all matters of policy and guide the operations of the Association. The Board shall be composed of five members. Candidates for the Board shall have been a member in good standing of the Association for at least one year prior to running. All Board members shall be elected by a majority of ballots cast by the general membership at an election to be held at the Fall General Membership Meeting. No more than three Board members shall be elected at one time. The normal term for Board members shall be two years. Three members of the Board will constitute a quorum, and three affirmative votes will be required to constitute an action by the Board. If a vacancy shall occur on the Board by resignation or for any reason other than the normal expiration of a Board member's term, the vacancy shall be filled for the remainder of that term by an appointment by the Board.

2) The Board shall elect a President, a Vice President, a Secretary and a Treasurer to the Board from its membership following the annual elections at the Fall General Membership Meeting. In the event that the President or the Vice President is unable to attend a meeting, the Secretary shall preside over the meeting.

3) Board members, elected officers, and/or committee chairs, may be removed from office for any of the following reasons:

- a) Use of office for financial gain.
- b) Misappropriation of funds.

- c) Any act or statement which publicly embarrasses or jeopardizes the Association, the Forest Service, or any employee thereof.
 - d) Two unexcused absences from scheduled meetings in a one-year period without prior notification to the Board.
- 4) If a Board member, elected officer or committee chair is going to request an extended absence that results in missing more than one consecutive Board meeting, he or she shall notify the Board prior to such leave and request of the Board that an interim Board member be appointed by a majority of the Board in such absence. The Board shall have the final authority to either fill the position with an interim Board member or leave the position vacant during the Board member's absence. An interim Board member shall assume the responsibilities of the absent Board member during said absence.
- 5) The Eldorado National Forest Supervisor shall appoint an employee of the National Forest to act as the Forest Service Liaison for the Association. The Forest Service Liaison shall attend Board meetings but may not vote.
- 6) A Business Manager may be selected by the Board to be responsible for conducting the business affairs of the Association. As part of the duties of the Business Manager, the manager shall, in conjunction with the Treasurer:
- a) Prepare a budget for approval by the Board when requested to do so by the Board.
 - b) Prepare detailed financial reports for the Board at the end of each fiscal quarter.
 - c) An accounting firm may be engaged and will work under the direction of the treasurer if the Business Manager position is vacant.
- 7) A Retail Manager/Coordinator may be selected by the Board to be responsible for the selection, acquisition and distribution of retail items to be sold at the Forest outlets. As part of the duties of the Retail Manager, the manager shall:
- a) Consult with the Forest Service Liaison/staff regarding types of products carried.
 - b) Keep a current listing of all products and prices and distribute copies to each outlet.
 - c) Maintain appropriate records.
 - d) Update Board at least twice a year.
 - e) Coordinate with the Carson Pass Manager regarding merchandise for Carson Pass.
- 8) A Manager for the Carson Pass Information Station may be selected by the Board to be responsible for coordinating and overseeing the operation of the Carson Pass Information Station. As part of the duties of the Carson Pass Manager, the manager shall:
- a) Work with Forest Service personnel regarding the operational needs and requirements for the Carson Pass Information Station.
 - b) Oversee the enlistment, training, and work of docents.

- c) Provide an annual report to the Board.
 - d) Coordinate with the Retail Manager/Coordinator and the Scheduling Manager.
- 9) A Scheduling Manager for the Carson Pass Information Station may be selected by the Board to be responsible for creating and maintaining schedules for the Carson Pass Information Station and the Silver Lake Cabin. As part of the duties of the Carson Pass Scheduling Manager, the manager shall:
- a) Arrange for substitutes as necessary.
 - b) Attend training sessions as necessary.
 - c) Coordinate with the Carson Pass Manager on Scheduling.
- 10) A Publicist may be selected by the Board to be responsible for creating, publishing and distributing a newsletter, promotional information, press releases, etc. As part of the duties of the Publicist, the publicist shall:
- a) Produce and distribute information and newsletters.
 - b) Perform other publicity duties as requested by the Board.
- 11) A Webmaster may be selected to manage and maintain the website.
- 12) A Membership manager may be selected. Duties will be:
- a) Monitor and correspond with membership.
 - b) Oversee membership renewals.
- 13) A Manager for the Highway 50 Corridor may be selected by the Board to be responsible for coordinating and overseeing the association's activities and operations along Highway 50.
- 14) The Board may vote to waive *non-voting* status for ex-officio members (contract workers) at the Board's discretion.

ARTICLE IV

Membership

- 1) General membership is open to any person interested in furthering the purposes of the Association. The following classes of membership will be offered:
- a) Individual
 - b) Family (spouse/partner and children living at the same address).
 - c) Single Lifetime Membership (awarded for a one-time donation of \$500 or more). Family Lifetime Membership awarded for a one-time donation of \$750.
 - d) Honorary Lifetime (awarded by the Board for exceptional service to the Association).

- e) Complimentary (awarded by the Board for a one-year period).
- 2) Individual, Lifetime, and Honorary Lifetime memberships shall have one vote. Family memberships shall have two votes. Complimentary memberships do not include voting rights.
- 3) At general membership meetings the Chairperson or Board shall determine a quorum has been met based on the membership present. Forest Service employees may become members of the Association but shall not be members of the Board or employees of the Association. The Board shall establish annual membership dues and review them annually. Any change in dues shall be subject to approval by a majority vote of the members attending a regularly scheduled and properly noticed meeting of the Board. Membership may be revoked for any of the following reasons:
 - a) Use of membership for financial gain.
 - b) Misappropriation of funds.
 - c) Any act or statement which publicly embarrasses or jeopardizes the Association, the Forest Service or any employee thereof.
 - d) Failure to pay dues.

ARTICLE V

Finances & Budgeting

- 1) The Forest Service shall be authorized to audit the records, review internal controls and evaluate the benefits accruing to the Forest Service from its cooperation with the Association. All funds shall be deposited in accounts approved by the Board and in the name of the Association. All disbursements of Association funds shall be authorized by the Board. Funds shall not be disbursed except those:
 - a) Authorized in an approved budget, and/or
 - b) Authorized by specific action of the Board, and/or
 - c) In payment of valid obligations of the Association, such as operating expenses and purchases for resale.
- 2) Any single item expenditure of three thousand dollars (\$3,000) or more shall be approved by a majority vote of the Board at any regularly scheduled meeting. For a time-sensitive issue, an interim board meeting can be conducted via live electronic means. The results of the vote will be recorded in the minutes of the next board meeting. Checks prepared for expenditures of three thousand dollars (\$3,000) or more must be approved by the Treasurer. Funds shall not be allocated or disbursed for any purpose that would jeopardize the non-profit status of the Association.

ARTICLE VI

General Membership Meetings

- 1) A meeting of the General Membership shall be scheduled at least once each year or as authorized by the Board.
- 2) The Fall General Membership Meeting shall be the annual meeting during which the annual budget shall be reviewed and elections to the Board will be held. Voting for election to the Board will be held via an “on-line” secret ballot. The voting shall be open for one week, ending one day prior to the meeting. The results of the vote will be announced at the General Membership Meeting and posted on the web site. Information on how to vote, voting procedures, and the candidates, shall be posted on the ENFIA web site and e-mailed to all members two weeks prior to the election.
- 3) Each Ranger District shall be notified of and encouraged to send a representative to general membership meetings.
- 4) Meetings may be held via online conference techniques when appropriate. Attendance at such meetings shall be by video or by audio only and shall be considered the same as attendance at an in-person meeting. Board decisions at such meetings shall be considered the same as at any other Board Meeting. Such meetings shall be fully noticed to the ENFIA Membership with attendance instructions.
- 5) Membership will be notified of the time and place of meetings by e-mail. Notice of meetings shall also be posted on the ENFIA website.

Board Meetings

- 1) The Board meetings will take place on the third Wednesday of each month; or on a day, time, and place agreed to by a majority vote of the Board.
- 2) The meetings may take place on line using a video conference format.
- 3) The Board may elect to have an in person meeting at a place determined by the board for a future meeting. Notification of the time and place will be made public on the website, www.enfia.org.
- 4) Members are welcomed and encouraged to attend board meetings.
- 5) Notification of the meetings will be posted on the organization’s website, www.enfia.org, two weeks in advance of the meeting. Information as to how to attend the meeting will be posted on the website at this time for members and general public.
- 6) Notice of meetings not herein dispensed with shall specify the place, day, and hour of the meeting. The purpose of any board meeting need not be specified in the notice.

ARTICLE VII

Rules of Order

- 1) Roberts’ Rules of Order shall govern the conduct of all meetings of the Board and of the General Membership.

ARTICLE VIII

Bylaw Amendments

1) Bylaws shall be adopted, amended or repealed by the Board and ratified by a majority vote of the members attending a regularly scheduled and properly noticed Board Meeting. Notice of the scheduled membership ratification of the Bylaw changes shall be included in the meeting's published agenda, and a copy of the Bylaws, noting the changes, shall be made available to the membership.

ARTICLE IX

These Bylaws have been revised and adopted by the Board at their meeting on October 20, 2021, and presented to the general membership for ratification at the General Membership Meeting held on November 13, 2021. These Bylaws were membership ratified at the meeting.