

# FRIENDS OF PISGAH

## BYLAWS

### NAME OF THE ORGANIZATION:

The name of this 501c3 nonprofit entity shall be Friends of Pisgah, Inc.

### PURPOSE:

Friends of Pisgah, Inc. are volunteers who are dedicated to provide assistance to the State of New Hampshire on matters of planning and usage of Pisgah State Park so that these lands are preserved in a natural condition and conserved in accordance with an approved management plan.

The Friends of Pisgah, Inc., is a 501c3 nonprofit trails and trail infrastructure development and maintenance organization, originally organized to assist the state of New Hampshire's Division of Parks and Recreation in the planning, operation, and management of a 13,300 acre tract of state properties in Cheshire county, located in the towns of Chesterfield, Hinsdale and Winchester and currently known as Pisgah State Park.

Friends of Pisgah shall also be charged with the stewardship of an adjacent parcel of forested land owned by the organization, known as the Dort Property, a small outlying property in Hinsdale.

Membership in Friends of Pisgah, Inc. will be open to all citizens. From the membership, an executive council will be selected which will be responsible to the membership and to the State of New Hampshire. The council will include persons representing conservation-related and low-impact recreational interests and follow by-laws approved by the membership.

The goals of the Friends of Pisgah, Inc. are the formation and perpetuation of an organization to include members dedicated to the conservation of the natural ecology of these lands for public outdoor recreation purposes and enjoyment. Friends of Pisgah, Inc. will be a focal point for citizen participation and will, when necessary, provide a consensus of opinion to the State so that the lands are operated and maintained in accordance with state law.

Friends of Pisgah, Inc. will make a concerted effort to enlist public support in terms of voluntary assistance, membership solicitation, and expenditure of funds to implement the objectives of the organization.

The on-going objectives of Friends of Pisgah, Inc. are to:

- 1) maintain a viable public and nonprofit organization that operates in a fiscally prudent manner,
- 2) manage its considerable endowment in a fiscally responsible manner,
- 3) provide when necessary a consensus of opinion to state officials on the operation and maintenance of these properties,
- 4) increase low-impact recreational opportunities within the state property and the Dort property,
- 5) identify and obtain state approval for specific projects and tasks to be completed by volunteers within the park, and identify and carry out specific projects as approved by the board on the Dort property.

The Friends of Pisgah, Inc. shall be dedicated to the responsible and low-impact use of the parkland and shall confine most of its activities of developing and maintaining trails for use and to improving access roads and parking lots so that the recreating public may readily access the trails and water bodies within the park.

The Friends of Pisgah, Inc. shall also develop and maintain trails and trail infrastructure within the Dort property and work to ensure that that property is also accessible to all members of the organization and their families and to the recreating public. Trails shall be built and maintained to the best standards as published by the State of New Hampshire.

It shall also be the goal of the Friends of Pisgah to operate with the safety of the recreating public in mind. Therefore, the organization shall always maintain any trail or trail infrastructure built by the organization in a manner that assures the safety of the recreating public. Should trail or trail infrastructure become damaged due to storm or malfunction, the organization shall inform park management at the earliest opportunity and assist in the closure of the trail or structure, post signage as such if requested, and help remedy the problem in as timely a fashion as is possible.

#### EXECUTIVE COUNCIL:

The Executive Council shall be the policy making body of Friends of Pisgah, Inc. It will consist of not less than four (4) officers and not less than nine (9) council members. A president, vice president, treasurer, and secretary will be nominated annually and elected by general membership. Council members shall be nominated and elected, as well.

Additional officers/council members may be appointed. Officers may be re-elected to consecutive terms. If an officer or council member resigns during an unexpired term, the term

will be filled as soon as possible by majority vote of the Executive Council and confirmed at the next annual meeting.

#### NO BENEFITS TO MEMBERS, DIRECTORS, OR OFFICERS

No part of the net earnings of the nonprofit corporation shall inure to the benefit of or be distributed to its members, directors, officers or others, or to other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered make payments and distributions in furtherance of the purpose spelled out above. Upon dissolution of the corporation, the corporation shall pay or make provision for the payment of all liabilities of the corporation, dispose of the assets of the corporation to a successor organization or organization having like purpose and which is an exempt organization pursuant to Section 501©3 of the IRS code. The organization to receive such property and interest shall be determined by the Executive Council.

#### OFFICERS' DUTIES:

The president shall have the power to call and conduct meetings and to appoint committees as needed to carry out the goals of the organization. The president shall also serve as spokesperson for the organization, but only to reflect the policy legislated by the Executive Council.

The vice president shall assist the president and shall conduct meetings in the absence of the president.

The treasurer shall keep an accurate record of the funds in the treasury of the organization and present a financial report at each Executive Council meeting. All bill payments shall be initiated by the treasurer or one other authorized officer of the organization.

The secretary shall be responsible for maintaining minutes of all Executive Council meetings and of the Annual Meeting. The secretary shall also correspond with the membership and public, as necessary.

The drafting and filing of the Friends of Pisgah annual report with the New Hampshire Attorney General's office shall carried out by the treasurer.

#### MEETINGS:

The Annual meeting of the membership will be held during the month of November. Notice of the meeting, the agenda and proposed slate of officers will be sent to all members at least 30 days before the meeting. Nominations from membership may be made at that time by contacting the Secretary by November 1.

The current president shall open the meeting and request the proposed slate of officers from the current Secretary. The Secretary will then present a slate of nominations for the offices of

President, Vice-President, Treasurer and Secretary, all of whom will serve a one year term. Council members shall serve a three year term. The membership present shall be polled to select these officers and councilors. The newly elected President will then preside over the remainder of the meeting.

Meetings of the Executive Council will be held the first Tuesday of every month and will be open to the general membership. A simple majority of all current council members shall constitute a quorum to transact business. The assembled quorum, if those assembled agree and deem it necessary, shall defer any particular matter that would require an immediate vote, so that the entire board of directors may vote via electronic mail within seven days of the close of the meeting.

#### COMMITTEES:

The president shall appoint such committees as is deemed necessary to properly conduct the business affairs of Friends of Pisgah, Inc., subject to confirmation of the Executive Council. It shall be the function of the committees to study and make recommendations to the Executive Council and carry out those approved. No committee, standing or special, shall have the power to commit Friends of Pisgah, Inc. on any matter or policy or to incur any debt without approval of the Executive Council.

#### PROTECTIONS:

The Friends of Pisgah, Inc., in order to carry out its work, shall maintain insurance to protect its officers and council members in the event of suit brought against members or the organization as a whole. The Friends of Pisgah shall also carry liability insurance on trail infrastructure built by the association to guard against actions brought by the general public or by the State of New Hampshire.

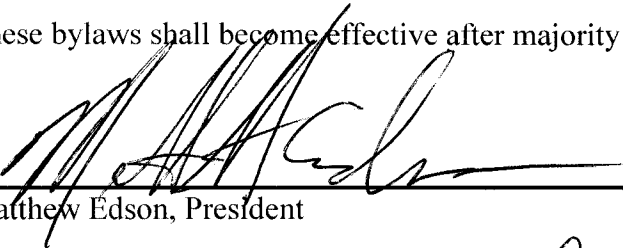
#### FISCAL YEAR:

The fiscal year of Friends of Pisgah, Inc. shall begin on January 1 and end on December 31.

#### AMENDMENTS:

These bylaws may be amended by majority vote of the members present at the annual meeting or by a special meeting called by the Executive Council for that purpose, so long as the proposed amendments, alterations or repeals shall be plainly stated in the call for the meeting. Written amendments, alterations or repeals shall be sent to all members of Friends of Pisgah, Inc. at least thirty (30) days before the meeting date.

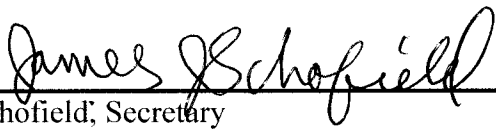
These bylaws shall become effective after majority approval by the membership.

  
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Matthew Edson, President

10/2/18  
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Date

  
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James Schofield, Secretary

10/2/18  
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Date