

Bylaws of the Bearded Collie Foundation for Health (BeaCon for Health)

1. **Membership.** The board of directors will constitute the membership. Others are encouraged to volunteer for one of the committees under the leadership of a director.
2. **Autonomy.** The foundation will function independently of the AKC parent breed club for Bearded Collies, the Bearded Collie Club of America (BCCA), as well as any other national breed club. At some time after the date of incorporation, the board of directors may vote to collaborate with other Bearded Collie clubs on educational or research topics, or both.
3. **Board of Directors.** There will initially be 12 directors. The term and rotation of directors will be discussed at the first board meeting after incorporation. When decided, the details will be written as a policy statement.
 1. Certain positions will benefit from the person(s) filling such position to serve for more than one term (e.g., chairperson and data collectors).
 2. New directors will be sought by announcement of open positions. Those previously serving as directors may reapply.
4. **Ethics.** The board of directors will establish a policy enunciating the values with respect to expected levels of prudence and ethics.
5. **Meetings and Attendance.**
 1. The board of directors will hold regular meetings monthly by e-mail or fax, at a time to be agreed upon by the board of directors.
 2. In addition, an optional yearly meeting may be held concurrently with the yearly AKC national breed club (BCCA) specialty.
 3. It is expected that directors will attend 75% of the monthly meetings. If a director rarely attends (defined as missing 3 successive meetings or 3 meetings in a 12 month period), the remaining directors will replace that individual with a new director, to be indicated in the policy on terms of directors. Exception to missing a meeting (usually just 1) would be an immediate family health crisis or being out of the country without access to communications.
 4. **Quorum.** The quorum for decision making at "meetings" will be 70%.
6. **Officers.** Officers will include chairperson, vice chairperson, secretary, and treasurer. Others (e.g., liaison to regional, national, and international clubs, and data manager(s)) may be assigned by policy statement.
7. **Vacancies.** Any vacancy in a director's position may be filled by majority vote of the current board.

8. Committees. These will be addressed in board policies as necessary. Unless specified as ad hoc, all committees will be standing committees.
9. Staff. At startup of this organization, directors will serve as both directors and staff. In the future, if staff are deemed necessary by the board of directors, and if it is financially feasible, this will be addressed in board policies.
10. Limitation of Directors' Liability. A director of the corporation shall have no liability to the corporation for monetary damages for conduct as a director, except for acts or omissions that involve intentional misconduct by the director, or a knowing violation of law by the director, or for any transaction from which the director will personally receive in money, property, or services to which the director is not legally entitled.