

## Bearded Collie Club of America Charitable Trust Minutes

July 9, 2011

The Trustees met at 9:30 AM on Saturday, July 9, 2011, at the Hyatt Regency at DFW airport. Present were Chair Glenn Alexander, Vice Chair Linda Taylor, Treasurer Don Means, and Secretary Carol Freeman.

The first order of business was amendment of the Operating Procedures to clarify and update them. Those present reviewed the document and proposed amendments. Carol Serrine was then invited to attend the meeting by conference call. The amendments were read and discussed. Linda Taylor moved that the amendments be approved. The motion was seconded, and the amendments were approved unanimously.

The next order of business was to elect a Trustee to fill the vacancy left by the resignation of Rosemary Schroeder. Michele Ritter was nominated by Linda Taylor. The nomination was seconded by Don Means. The vote was unanimous. Michele was called, and invited to join the meeting by conference call, which she did.

Carol Freeman read the amendments to Michele Ritter. After discussion, and additional amendments, a final version of the amended Operating Procedures was approved. Linda Taylor moved their approval, Don Means seconded. All voted in favor. The amended Procedures will be circulated by email and then posted to the Trust website. (See detail of amendments on page 2 of these minutes.)

The Trustees then discussed adding language to donation forms allowing the donor to remain anonymous. Also discussed were "mini grants" of \$1,000, to be given while the Trust builds its accounts and donor base. We reviewed the financial status of the Trust. Donations are steady, but remain at the level of a few thousand dollars a year.

We reviewed a legal opinion that donations to any group other than a 501(c)3 should be documented to demonstrate that the funds were used for a charitable purpose. We reviewed and approved forms for all grant recipients to report their use of funds donated from the Trust.

We discussed a Facebook page, and a more interesting website. Carol Serrine brought several ideas to create more interest and donations. We discussed changing the name of the Trust to remove the words "Club of America," since the Trust is a legal entity separate from the BCCA. We discussed mailing the brochure created last year to members of the Bearded Collie Club of America, and to members of regional and affiliate clubs. We discussed meeting at the National Specialty in Maine, and agreed that those Trustees planning to attend should schedule a meeting.

The meeting was adjourned at approximately 2 PM CDT.

Respectfully submitted,  
Carol Freeman  
Trust Secretary

Amendments to Operating Procedures  
July 9, 2011

Article IV, Trustees:

Remove: All Trustees must be members in good standing of the Bearded Collie Club of America and not under disciplinary procedures with the American Kennel club.

Replace with: All Trustees must be members in good standing of the Bearded Collie Club of America, or one of its regional or affiliate clubs.

Rationale: Broadens the "base" of potential Trustees. The language about discipline was redundant.

Remove: Beginning in 2011, Trustees shall be elected in alternating two year periods for four (4) year terms by the Trustees at the annual meeting by a majority vote of the Trustees constituting a quorum. Nominations from the Trustees must be submitted to the Secretary no later than 30 days prior to the annual meeting at which the election is to be held. Trustees are eligible for up to three (3) consecutive terms. The number of trustees may be increased only to maintain the "Class A Trustee" majority but may never exceed fifteen (15) Trustees.

Replace with: Beginning in 2011, classes of Trustees will longer exist. All members in good standing of the Bearded Collie Club of America or one of its regional or affiliate clubs will be eligible to serve as Trustees. Members in good standing who would like to serve as Trustees are encouraged to contact a current Trustee to be nominated. Nominations from

the current Trustees must be submitted to the Secretary prior to September 1. Trustees shall be elected in alternating two year periods for four (4) year terms by the Trustees at the annual meeting by a majority vote of the Trustees constituting a quorum. Trustees are eligible for up to three (3) consecutive terms. The number of Trustees may be varied but may never exceed fifteen (15) Trustees.

Rationale: The language about the BCCA Board member Trustees has caused confusion. The new language is clearer, and encourages members in good standing of the BCCA or its regional and affiliate clubs to express interest in serving.

#### Article VI. Officers

Remove last sentence of Section 2: All officers must be members in good standing of the Bearded Collie Club of America and not under disciplinary procedure with the American Kennel Club.

Rationale: This is redundant, since officers must be Trustees, and only members in good standing of the BCCA, its regional or affiliate clubs, may be Trustees. (No one under AKC discipline may be a member in good standing of any AKC club.)

Section 4. Remove last sentence: The Chairman shall act as Trust liaison to the BCCA Board and each year shall provide a written report of Trust activities to the BCCA Board at their annual meeting.

Replace with: The Chairman shall act as Trust liaison to the BCCA Board.

Rationale: The activities of the Trust will be reported on the Trust website and in mailings, e mails, and Facebook postings to donors, Beardie owners, and friends of the Trust. The Trust is a separate legal entity from the Bearded Collie Club of America, responsible to its donors, friends, and grant recipients.

Section 7, Secretary. Renumber 6. Renumber next sections of Article VI accordingly.

Rationale: typographical error.

Section 8 Treasurer. Renumber as 7.

Remove: The Treasurer shall chair the Finance Committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to the Trust, the BCCA Board, and the public.

Replace with: The Treasurer shall chair the Finance Committee, assist in the preparation of the budget, and help develop fundraising plans.

Rationale: The first sentence requires the Treasurer to report to the Trustees. Those reports will be available on request. We have been advised not to post information with our tax ID numbers on the website.

#### Article VII Committees

##### Section 2 Finance Committee

Remove the last sentence: The financial records of the Trust are public information and shall be made available to the Trustees, the BCCA Board, and the public.

Rationale: The treasurer's reports to the Trustees will be available on request.