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# AMERICAN BOARD OF CHIROPRACTIC ORTHOPEDISTS, INC. (ABCO)

## —BYLAWS—

### ARTICLE I NAME AND PRINCIPAL OFFICE

#### **Section A. Name/Nonprofit Incorporation**

The name of the corporation shall be the American Board of Chiropractic Orthopedists, hereinafter referred to as ABCO or the corporation. The ABCO shall be incorporated as a nonprofit, tax-exempt corporation organized under the laws of the State of North Carolina for the purposes set forth herein, and in the Articles of Incorporation. The corporation shall have no members.

#### **Section B. Principal Office; Other Offices**

The principal office of the ABCO shall be in the State of North Carolina, unless otherwise designated by the corporation's governing body, known as the Board of Directors or the Board. The ABCO may have such other offices at such suitable places, as may be designated by the Board of Directors.

#### **Section C. Registered Office; Agent**

The ABCO shall have and continuously maintain a registered office in the State of North Carolina, which may be the ABCO's principal office. The ABCO shall appoint, and continuously maintain in service, a registered agent in the State of North Carolina, who shall be an individual resident in the State of North Carolina, or a corporation, whether for profit or nonprofit, and having an office identical with the registered office.

### ARTICLE II PURPOSES AND LIMITATIONS

#### **Section A. Mission Statement**

The ABCO advances the quality of clinical competency for doctors of chiropractic specializing in orthopedics through certification and recertification of doctors of chiropractic who demonstrate excellence in chiropractic orthopedic practice.

#### **Section B. General Purposes**

The ABCO has been founded as a nonprofit, tax-exempt, voluntary professional certification board and credentialing program dedicated to professional, educational, and scientific purposes, within the meaning of Section 501(c)(6) of the U.S. Internal Revenue Code and regulations, the North Carolina Nonprofit Corporation Act, and any applicable successor laws. The purposes and mission of the ABCO, subject to the limitations set forth in these Bylaws and in the Articles of Incorporation, are the establishment, maintenance, evaluation, and administration of professional credentialing programs in the field of chiropractic orthopedics.

#### **Section C. Specific Purposes**

Consistent with the ABCO Articles of Incorporation and these Bylaws, the ABCO shall promote the advancement of chiropractic orthopedic medicine by identifying to professionals and the public those

chiropractors who have voluntarily sought and obtained certification in chiropractic orthopedics. In furtherance of such purposes, the ABCO shall be operated:

1. To establish and maintain credentialing, certification, and recertification for chiropractic practitioners who excel in chiropractic orthopedic practice.
2. To identify, develop, foster, and maintain professional credentialing and ethical standards and principles.
3. To promote the improvement of scientific professional practice standards and the advancement of professional knowledge and competency, by self-assessment, examination, and recertification, and to facilitate the continuing education of chiropractic practitioners.
4. To identify individuals certified by the ABCO to the public, other professionals, professional organizations, government agencies and representatives, and other appropriate individuals and bodies, including, but not limited to, the development and publication of a registry of certificants.
5. To seek and foster cooperation and contacts with other health specialty organizations, and to collaborate on matters of common interest, including the advancement of high standards and methods in the art and science of chiropractic orthopedics.
6. To collaborate with universities and other educational institutions to encourage and promote the development of graduate chiropractic orthopedic programs.
7. To provide a guiding influence in academic and professional research in the field of chiropractic orthopedics.

#### **Section D. Limitations**

The purposes and limitations of the ABCO shall be restricted as follows:

1. No part of the net earnings of the ABCO shall inure to the benefit of, or be distributed to, the Board of Directors or Officers, or other private persons, except that the ABCO shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of, and consistent with, the purposes set forth in these Bylaws and applicable ABCO policies.
2. The ABCO shall not engage in any activities relating to election campaigns for candidates seeking political office, nor shall any Officer, Director, agent, representative, or employee engage in such activities on behalf of the ABCO.

The Board of Directors shall have the authority, responsibility, and accountability to develop, establish, approve, and enforce policies and procedures necessary to implement the goals and requirements of this Article.

### **ARTICLE III BOARD OF DIRECTORS**

#### **Section A. Duties and Functions of the Board**

1. General Authority. The ABCO shall be governed by the Board of Directors. It is the duty of the Board to carry out the purposes and objectives of the corporation. The Board shall manage, control, and supervise the business, activities, property, and other affairs of the ABCO. The Board shall: uphold and execute the purposes of the corporation; appoint and remunerate agents and employees; disburse funds of the

corporation; purchase, lease, sell, transfer, and otherwise convey property; and, establish and adopt such policies, rules, and regulations for the conduct of its business or any other lawful activities deemed necessary to further the purposes of ABCO, in accordance with the Articles of Incorporation and these Bylaws, in their present or amended form, and with any applicable law.

2. Specific Authority. The Board of Directors shall have the authority and control over all matters related to credentialing, examination, certification, recertification and other authorized, lawful activities, including, but not limited to: policies and procedures; eligibility requirements, alternative eligibility criteria, and application processing; standards for certification and recertification; examination content, development and administration; examination cut scores and passing point determinations; ethics, grievance, appeals, and disciplinary processes; Board of Directors meeting rules, including agenda, frequency, and related procedures; publications concerning certification and recertification; fees for application, certification, recertification, and all other services provided as a part of certification and recertification activities; funding, spending and budget authority; contract and grant arrangements for certification and recertification activities; and, staffing and management of resources to conduct programs and activities.
3. Certification Functions. The Board of Directors shall develop, review, evaluate, administer, implement, and approve all policies and procedures related to all ABCO certification, recertification and credentialing programs. The Board of Directors shall develop and implement all other appropriate policies and procedures in order to carry out ABCO corporate goals and purposes, as set forth in these Bylaws and in the Articles of Incorporation.

#### **Section B. Conduct/Limitations of the Board**

The Board of Directors shall be granted the authority to establish policies and procedures specifying Board limitations and conduct, including, but not limited to, the following:

1. Compensation for Services. Board Directors, including Officers, shall not receive any compensation, or other tangible or financial benefit for service on the Board of Directors. However, the Board of Directors may authorize payment by the ABCO of actual, reasonable expenses incurred by Directors regarding attendance at Board meetings and other approved activities.
2. Compensation from ABCO Activities. Board Directors, including Officers, shall not receive any compensation, or other tangible or financial benefit from any element or activity of, or related to, the ABCO, except as reimbursement for actual, reasonable expenses directly associated with such ABCO element or activity, when authorized by the Board of Directors.
3. Corporation and Director Independence/Loyalty. Board Directors, including Officers, shall act in an independent manner consistent with their obligations to the ABCO and applicable law, regardless of any other affiliations, membership, or positions.

#### **Section C. Composition of the Board**

The Board of Directors shall be composed of not less than five (5), and no more than nine (9), at-large, voting Directors. The voting membership of the Board shall include at least: four (4) Directors certified as Diplomates of the American Board of Chiropractic Orthopedists (DABCO), and in good standing with ABCO; and, one (1) Director representing the public (Public Director), who shall not be employed in, or derive significant income from, the field of chiropractic, and who shall be appointed by the remaining Directors of the Board.

#### **Section D. Qualifications of Directors**

All voting Directors of the Board shall maintain Diplomate status and shall be in good standing with the ABCO, with the exception of the Public Director. Any member of the public shall be eligible for appointment as the

Public Director of the Board who: has not been certified by the ABCO; is not currently, or has not been previously, licensed as a Doctor of Chiropractic (DC); and, is in good standing in his or her own professional community.

**Section E. Ex-Officio Members of the Board**

The Board of Directors may appoint other *ex-officio*, non-voting members of the Board, as deemed necessary, on an annual basis. Such appointments may include representatives from the following professional fields and organizations: Counsel on Chiropractic Orthopedics (CCO), American College of Chiropractic Orthopedists (ACCO), Association of Chiropractic Colleges (ACC), educational institutions, and individuals with specific expertise.

**Section F. Terms of Office**

All voting Directors, except Officers, shall be elected to serve a term of three (3) years. During the first three (3) years of the Board's operation under these Bylaws, the terms of the Directors shall be staggered to ensure that approximately one-third (1/3) of the positions expire each year. Unless otherwise and specifically authorized by these Bylaws, no Director shall be eligible to serve more than two (2) consecutive terms, or six (6) years, whichever is greater.

**Section G. Nomination of Directors**

Recommendations of qualified candidates to be nominated for election to the Board of Directors, consistent with the terms of this Article, shall be submitted to the Chair of the Nominating Committee prior to December 1 of each year. The Nominating Committee will select and declare a slate of qualified and appropriate Board of Directors candidates on or before January 1.

**Section H. Election of Directors**

All voting Board Directors shall be elected by a majority vote of the voting active certificants in good standing, except that the Public Director shall be elected by a majority vote of the Board of Directors. Directors shall be elected by mail ballot, or by any other method designated by the Board, consistent with rules or procedures established by the Board of Directors. Balloting must be completed before April 1.

**Section I. Resignation/Vacancy**

Any Director may resign at any time by providing written notice to the President or Secretary. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance as determined by the President or Board of Directors. Vacancies, as they occur on the Board by resignation, death, incapacity, or the like, shall be filled by appointment by the Board for the remainder of the term.

**Section J. Removal of Directors**

Any Director may be removed, for cause, by a two-thirds (2/3) affirmative vote of the Board at any regular or special meeting of the Board of Directors at which a quorum of the Board is present, and under rules or procedures approved by the Board.

## **ARTICLE IV MEETINGS OF THE BOARD OF DIRECTORS**

### **Section A. Annual Meeting/Regular Meetings**

The Annual Meeting of the Board shall be at a time and place designated by a majority of the Board for the transaction of business that comes before the Board. There shall be at least one (1) other regular meeting of the Board each year at a place designated by the Board for the transaction of business. Agendas of all items to be discussed at regular Board meetings shall be distributed at least fourteen (14) days prior to the meeting.

### **Section B. Special Meetings**

Special meetings may be called by a majority of the Board, or by the President, upon the filing of a written special meeting notice with the Secretary stating the object, location, date, and hour of such meeting. Notice of each special meeting will be delivered to each Board Director at least ten (10) days prior to the date of the meeting. The Board is authorized to conduct any lawful business at special meetings, as provided in these Bylaws.

### **Section C. Telephone Conference Meetings**

The President may authorize a Board meeting via telephone conference, or similar form of telecommunications, when deemed necessary, provided that ten (10) days notice of such telephone conference is given to each Board member. Should an item of business require immediate attention and action by the Board, a telephone conference may be called without previous notice, so long as all of the Board members have been contacted and advised of such telephone meeting and the item(s) to be reviewed or acted upon. All Board members participating in a telephone conference meeting must be able to hear, and communicate effectively to, each other. A two-thirds (2/3) roll call vote of the entire Board will be necessary to carry a resolution and to authorize Board action at a telephone conference meeting.

### **Section D. Notice and Waiver**

The President shall give notice of all regular meetings of the Board to all Directors no less than sixty (60) days prior to the meeting. Any notice may be waived before or after the date and time stated in the notice. Except as provided herein, the waiver must be in writing, signed by the person entitled to the notice, and delivered to the corporation for inclusion in the minutes, or for filing with the corporate records. A Director's attendance at, or participation in, a meeting shall constitute waiver of any required notice to him or her unless the Director shall, at the beginning of the meeting, object to the holding of the meeting or transaction of business at the meeting, and does not thereafter vote for, or assent to, any action taken at the meeting.

### **Section E. Meeting Quorum**

A majority of the voting membership of the Board of Directors shall constitute a quorum for any meeting of the Board. Such majority shall be capable of transacting such business as may be provided in these Bylaws or under applicable law. Except as otherwise provided in these Bylaws or by applicable law, the act of a majority of the Board present at a meeting at which a quorum is present shall be the act of the Board of Directors.

### **Section F. Action without Meeting**

Should a matter requiring a vote of the Board arise between Board meetings, a ballot by mail or fax, authorized by the President, may be taken. A two-thirds (2/3) affirmative vote of the entire voting membership of the Board shall be necessary to carry any motion, and all members of the Board must consent, in writing, to the adoption of a resolution authorizing the action. The signed consents, or signed copies, shall be placed in the minutes book of the Board of Directors.

**Section G. Proxies**

Voting by proxies shall not be permitted.

**Section H. Actions of the Board**

Every decision of the Board shall be by a majority vote, unless otherwise required by law, the policies of the Board, or these Bylaws. Each Director shall be entitled to one (1) vote on any matter coming before the Board.

**ARTICLE V  
OFFICERS**

**Section A. Titles of Officers**

The Officers of ABCO shall consist of the President, Vice-President, Secretary, and Treasurer.

**Section B. Qualifications and Authority of Officers**

Officers of the ABCO shall be elected from among all Directors of the Board, whose terms will be active in the period for which Officers are being elected, except that the Public Director may not serve as an Officer. All Officers must maintain Diplomate status and must be in good standing with the ABCO. The Officers shall be bound by, and be responsible and accountable to, the ABCO Board of Directors for satisfying resolutions and directives of the Board, and shall have the authority and accountability conferred and granted by these Bylaws and by the Board. No individual shall hold more than one elective Officer position at any one time.

**Section C. Election of Officers**

The Board of Directors shall annually elect from among their number the ABCO Officers. Such elections shall take place at a special meeting of the incoming Board of Directors, on or about April 1. The Officers elected at the special meeting shall take office immediately following the meeting at which they are elected.

**Section D. Terms of Office**

The Officers shall serve a term of one (1) year. Upon the expiration of the President's term of office, the Vice-President shall assume the office of President for a term of one (1) year.

**Section E. Duties of the Officers**

1. President. The President shall be, and shall have the authority, powers, and responsibilities commonly incident to, and vested in, the corporate offices of Chief Executive Officer and Chair of the Board of Directors, consistent with these Bylaws, including, but not limited to: the role of presiding officer at all meetings of the ABCO and the Board of Directors; the direction of other Officers; the responsibility to satisfy the directives of the Board; the designation and appointment of ABCO representatives, subject to Board approval; and, the administration of the affairs of the corporation according to the Articles of Incorporation, these Bylaws, and the policies adopted by the Board of Directors. With the exception of the Executive Committee, the President shall be an *ex-officio* member of all committees of the ABCO.
2. Vice-President. The Vice-President shall serve as Parliamentarian at all Board meetings, and shall perform such other duties as the Board of Directors or the President may, from time to time, designate. In the absence or disability of the President, the Vice-President shall serve as acting President, shall have all

authority conferred upon the office of President, and shall perform all duties for which the President is responsible for the unexpired portion of the term, or until the President can resume duties.

3. Secretary. The Secretary shall have and perform all duties commonly incident to, and vested in, the offices of secretary and treasurer of a corporation, as well as all duties delegated and designated by the Board of Directors or the President, including, but not limited to: supervision of maintenance of all corporate documents, including accounting for the accuracy of minutes of all meetings of the corporation.
4. Treasurer. The Treasurer shall be the Chief Financial Officer of the corporation. The Treasurer shall have and perform all duties commonly incident to, and vested in, the office of treasurer of a corporation, as well as all duties delegated and designated by the Board of Directors or the President, including, but not limited to: the administration of the fiscal and financial policies of the corporation; and, accounting for the accuracy of the books of the corporation.

#### **Section F. Officer Resignation/Vacancies**

Any officer may resign at any time by providing written notice to the President or Secretary. The resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance as determined by the President or Board of Directors. In the event that the office of President becomes vacant, the Vice-President shall assume the office of President for the remainder of the term of office. In the event that any other Officer position becomes vacant, the President shall appoint interim officers to fill such vacant offices until a new Officer is elected by the Board to serve the unexpired portion of the term at the next scheduled Board meeting.

#### **Section G. Removal of Officers**

Any Officer may be removed from office by the Board of Directors whenever, in its judgment, the best interests of the ABCO will be served thereby. An Officer of the ABCO may be removed by a two-thirds (2/3) affirmative vote of the Board at any regular or special meeting of the Board of Directors at which a quorum is present, and under rules or procedures approved by the Board.

### **ARTICLE VI COMMITTEES**

#### **Section A. Executive Committee**

1. Establishment. The Executive Committee may be created and established upon resolution of the Board of Directors.
2. Composition. The Executive Committee shall be composed of the President, Vice-President, Secretary, Treasurer, and one (1) at-large Committee member, who shall be a Director elected by the Board of Directors to serve a one (1) year appointment. All Executive Committee members shall be voting members of the Committee.
3. General Authority, Duties, and Limitations. The Executive Committee may act for the Board of Directors between meetings of the Board, or as otherwise authorized by the Board. The Executive Committee shall not, however, have the power to: approve a dissolution or merger; sell corporate assets; remove a Director or Officer; fill vacancies in the Board of Directors or in any committee; fix compensation for any individuals for serving on the Board of Directors or any committee; amend, repeal, or adopt Bylaws; or, amend or repeal any resolution of the Board which, by its terms, is not so amendable or repealable. All proceedings and actions of the Executive Committee shall be recorded and reported to the Board of Directors at the next meeting of the Board.

4. Meetings of the Executive Committee. The Executive Committee shall meet at least two (2) times each calendar year, or at the direction of the President. Any member of the Executive Committee may request that an Executive Committee meeting be convened to conduct specific business. Such requests shall be communicated to the President, who may call a meeting if appropriate and necessary. Notice of Executive Committee meetings shall be given to all Committee members at least five (5) days prior to such meeting, unless the President determines that a shorter notice period is appropriate under the circumstances. Executive Committee meetings shall be conducted in person or via telephone conference at a date and time determined by the President, so long as all participants can communicate and effectively participate. Minutes shall be kept of all Executive Committee meetings, and such minutes shall be promptly circulated to the Board of Directors and maintained with the corporate minutes of the Board.
5. Actions by the Executive Committee. Unless contrary to applicable law or these Bylaws, the actions of the Executive Committee shall constitute the actions of the Board of Directors between meetings of the Board, unless subsequently rescinded or withdrawn by the Board of Directors.

#### **Section B. Nominating Committee**

1. Composition. The Nominating Committee shall be composed of a Chair and at least three (3) voting members appointed by the President, none of whom shall be current Directors or Officers. All Nominating Committee members must maintain certification status and must be in good standing with the ABCO.
2. Appointment. The President shall appoint the members of the Nominating Committee, consistent with rules or procedures established by the Board, during the Annual Meeting to serve for the following fiscal year. Nominating Committee appointments shall be subject to Board approval.
3. Terms of Office. Nominating Committee members shall serve for a term of one (1) year.
4. General Authority and Duties. The Nominating Committee shall oversee and supervise the nominating process for Directors of the Board, and shall establish appropriate procedures and rules for the selection and presentation of qualified candidates to active certificants for election. Among other duties, the Nominating Committee shall: solicit potential nominees; review and study the credentials of candidates; and, develop a slate of qualified candidates in excess of the number of positions and offices available.

#### **Section C. Additional Committees**

The Board of Directors may authorize and supervise additional committees, from time to time, to perform such functions as may be determined by the Board of Directors. The President shall annually appoint, with the approval of the Board, the Chair of all standing or special committees, and sub-committees or divisions, as may be required by these Bylaws, or as may be deemed necessary.

### **ARTICLE VII EXECUTIVE DIRECTOR**

#### **Section A. Appointment**

The Board of Directors may appoint an Executive Director of ABCO, who shall act as the Chief Operating Officer and Chief Staff Officer of the ABCO. The Executive Director shall report to the Board of Directors, and shall be responsible for the supervision, control, and management of ABCO in its administrative, business, financial, and other operational affairs.



**Section B. Authority and Duties**

The Executive Director shall have the authority and duty to implement all policies of the corporation, and the responsibility to report to the Board of Directors concerning these affairs. Among other authority, the Executive Director shall have the authority to: hire and dismiss employees and other personnel of the corporation, including consultants, contractors, counsel, and the like; and, legally bind the corporation and sign on its behalf contracts, checks, drafts, notes, mortgages, leases, and other legal documents, without limitation by reason of specification. The Executive Director shall perform such other duties as may be elsewhere specified in these Bylaws, or as may from time to time be designated by the Board of Directors.

**ARTICLE VIII  
GOVERNANCE**

**Section A. Autonomy**

The Board of Directors shall in all respects be autonomous with respect to: ABCO certification and recertification criteria and activities; finances; policies; administration; the conduct of meetings; election and appointment of Officers and representatives; and, all other lawful activities.

**Section B. Authorization To Act**

Except as provided in the Articles of Incorporation, these Bylaws, or applicable law, no Director, Officer, employee, agent, or representative of the corporation may act on behalf of the ABCO, or hold himself or herself out to the public as authorized to act on behalf of the ABCO, without the prior, express, written approval of the Board of Directors.

**Section C. Fiscal Year**

The fiscal year of the corporation shall begin on April 1 and terminate on March 31. The Board of Directors is authorized to fix and change the fiscal year from time to time as it deems appropriate.

**Section D. Parliamentary Procedures**

The rules contained in the most recently revised edition of *Roberts Rules of Order* shall be the parliamentary authority for the conduct of all meetings of the Board, except as otherwise provided in these Bylaws.

**ARTICLE IX  
AMENDMENTS**

These Bylaws may be adopted, amended, or repealed at any meeting of the Board of Directors by a two-thirds (2/3) affirmative vote of all Directors then holding office, provided that proper written notice of proposed Bylaw change(s) is given to each Director at least thirty (30) days prior to the meeting. Proper written notice under this Article shall be a copy of the text of the proposed amendment, including any relevant explanatory materials, whether transmitted by mail, facsimile transmission, or other appropriate means. Notice by mail shall be deemed sufficient if sent to the last Post Office address furnished to the Secretary.

## **ARTICLE X INDEMNIFICATION**

### **Section A. Indemnification**

In the event that any person who is or was a Director, Officer, employee, trustee, authorized representative, or agent of the ABCO (representative), acting in good faith and in a manner he or she reasonably believed to be in the best interests of the ABCO, has been made a party, or is threatened to be made a party, to any threatened, pending or completed action or proceeding by reason of being a representative, whether civil, criminal, administrative, or investigative (other than an action or proceeding by or in the right of the corporation), such representative may be indemnified against reasonable expenses and liabilities, including attorney fees, actually and reasonably incurred, judgments, fines, and amounts paid in settlement in connection with such action or proceeding. Where the representative was successful in defending the action, indemnification is mandatory.

### **Section B. Determination of Proper Indemnification**

Unless ordered by a court, discretionary indemnification of any representative shall be approved and granted only when consistent with the requirements of applicable law, and upon a determination that indemnification of the representative is proper in the circumstances because the representative has met the applicable standard of conduct required by law and these Bylaws.

### **Section C. Indemnification Not Exclusive of Other Rights/Court Determinations**

1. Extent of Indemnification. The indemnification provided under this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under the Articles of Incorporation, these Bylaws, any agreement, vote of disinterested Directors, or otherwise, both as to actions in his or her official capacity and as to actions in another capacity while holding office, and any such indemnification shall continue as to a person who has ceased to be a Director, Officer, employee, trustee, agent, or other authorized representative (representative), and shall inure to the benefit of the heirs, executors, and administrators of such representative.
2. Effect of Court Determinations. Indemnification made pursuant to this Article shall not be made in any case where the act, or failure to act, giving rise to the claim for indemnification is determined by a court to have constituted willful misconduct or recklessness.

### **Section D. Liability Insurance**

To the extent permitted by applicable law, the ABCO may purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee, trustee, agent, or other authorized representative of the ABCO, or is or was serving at the request of the ABCO as a director, officer, employee, trustee, agent or other representative of another corporation, domestic or foreign, nonprofit or for profit, partnership, joint venture, trust, or other enterprise.

## **ARTICLE XI DISSOLUTION**

Upon the dissolution of the ABCO, in accordance with applicable North Carolina state or other laws, and after paying or making provisions for the payment of all liabilities, the Board of Directors shall dispose of all assets of the ABCO in a manner consistent with any relevant legal requirements concerning the ABCO's tax-exempt and nonprofit status, and exclusively to one or more nonprofit organizations having similar aims, purposes, or objectives as the ABCO, and which may be selected as an appropriate recipient(s) of certain assets, so long as

such organization(s) shall then qualify as an organization or organizations exempt from federal income taxation under Section 501(c) of the U.S. Internal Revenue Code, or other controlling law.

**ARTICLE XII**  
**ADOPTION OF BYLAWS**

The ABCO was organized under the laws of the State of North Carolina in 2001. These Bylaws hereby nullify and replace the ABCO Constitution and Bylaws last amended April 27, 2001. These Bylaws were adopted by the ABCO Board of Directors, and became effective as of April 27, 2001.