

Section 4: Terms of Office

The membership shall elect a board of nine (9) directors. Directors shall be elected to fill vacant terms by a majority vote of the members present at each annual meeting. All terms of office shall begin immediately following the annual meeting and shall be for a period of three years for full terms, and for the duration of the unexpired term. ~~No director shall serve more than two (2) consecutive full terms.~~

Section 5: Vacancies

A vacancy occurring in an unexpired term shall be filled within a reasonable period of time by an affirmative vote of a majority of the remaining directors. Such replacements shall serve the remainder of the unexpired term.

Section 6: Resignations

To be effective, a director's resignation must be submitted in writing to the Board for its acceptance.

Section 7: Removal of a Director by the Board

A director may be removed by the Board for material cause, when the best interest of the Corporation would be served by such removal, or for failure to attend fifty (50) percent of Board meetings in any six (6) month period.

At least ten (10) days written notice, including the specific charges against the director, shall be given to each director in advance of such an action. Prior to or during the meeting at which the action is to be considered, the director shall be given an opportunity to respond to the charges lodged against her/him. This meeting shall be conducted in closed session, unless the accused director requests a public discussion. A two-thirds (2/3) vote of the full Board is required for such removal.

Section 8: Removal of a Director by the Membership

The membership of the Corporation may initiate the removal of, or remove a director(s) for material cause or when the best interests of the Corporation would be served.

A. Request for Removal by the Board

1. Members may initiate the removal of a director(s) by filing with each director a copy of a petition signed by twenty-five (25) percent of the membership. This petition shall name the director(s) whose removal is requested and that director's specific actions or abuse of powers prompting the request for removal. If more than one director is named, specifics must be provided for each.
2. The Board shall meet in closed session unless the charged director(s) request a public discussion within fifteen (15) days from receipt of the petition to act upon this request. A representative of the petitioning membership shall be present to answer any questions or expand on any charges contained in the petition, and the director(s) so charged shall be provided an opportunity to respond. A two-thirds (2/3) vote of the full Board shall be required for removal of a director.
3. Written notice of the Board's decision shall be provided to the membership within thirty (30) days following the decision.

B. Removal or Reinstatement by the Membership

1. If the membership is not satisfied that the Board's decision was fairly reached, a petition signed by twenty-five (25) percent of the membership shall be submitted to each