

Approved Board of Directors – 5/7/11

RE: Bylaws Article VI, Section 4

**PROCEDURE FOR FILLING VACANT BOARD OF DIRECTOR SEAT**

When a Board of Director seat is vacated due to the director being elected to an Officer position, the Board has the authority to fill this vacancy for the unexpired term of the director position. (See Article VI, Section 4) The vacancy will be filled by presenting the fifth-highest vote getters in the past two elections as the candidates to fill the open director position. In the event that one of the fifth-highest vote getters in the past two elections is not interested in serving on the Board, you may pick the sixth-highest vote getter in the last election. At one of the Boards regular meetings or by email ballot, the candidates CV and the current background check result are presented to the Board. The Board vote is conducted by closed ballot with a majority vote required.