

MEMBERS

4.1 Classes of Members. The membership shall consist of three classes of members, as follows: (a) board members; (b) ex-officio board members; (c) general members.

a. **Board Members.** Except for founding board members, ***board members shall be those persons elected from the General Membership and serving on the Board of Directors pursuant to the provisions set forth herein.*** If the Board of Directors votes to set up a dues structure, their membership dues must be kept current.

6.1 Annual Meetings. The Annual Meeting of the Membership shall be held in first Wednesday in February of each year at a specific time and place to be determined by the Board. ***The purpose of the Annual Meeting shall be to elect the Board of Directors of the corporation, fill all vacancies on the Board and transact such other business as may properly come before it.*** The Secretary shall prepare a complete list of members entitled to vote for the use of the corporation at the Annual Meeting.

BOARD

5.3 Number of Directors and Term of Office. The corporation shall be governed by a Board of Directors of ***not less than five (5), or more than fifteen (15) persons.*** The Board except for the first Board meeting elects the Executive Officers. Directors are active members of the corporation.

The term of office for each director shall be three (3) years, except that the term of office for the members of the first Board as chosen by the incorporators of the corporation shall be staggered so that no more than one-third (1/3) of such Director shall ***be elected for a one (1) year term, one-third (1/3) for a two (2) year term, and the remaining Directors for a three (3) year term.*** Thereafter, annually, Directors shall be elected at each Annual Meeting of the corporation to serve for a full three (3) year term upon expiration of their term as above provided. ***Nominations to the Board shall be made by a nominations committee appointed by the Board and shall be set forth in the Notice of the Annual Meeting.*** Each Director shall hold office for the term for which he or she is elected and until his or her successor shall have been elected and qualified. ***Directors in office may be re-elected for a maximum of two consecutive terms, excluding the initial terms of the first Board of Directors.***

OFFICERS

8.2 Election and Term of Office. The Board shall elect the officers at the February meeting. If the election of officers shall not be held at such meeting, ***such election shall be held as soon thereafter as convenient***. The ***term of office for each officer shall begin in March and be two years*** or until such time as their successors are chosen and qualified.