

Section 4

Filling Vacancies

A. The Chairperson of the Board, ~~or designee~~ and/or any ~~Board member~~ Board Member or Executive Committee member may ~~recommend~~ nominate an individual to fill each vacancy. All nominations shall be referred to the Executive Committee for a regularly scheduled meeting, which shall make a recommendation to the Board on the nomination. Final approval of the Board is necessary for such appointments.

B. Except for a vacancy created by the removal of a Director by the members, vacancies on the Board may be filled by a majority of the Directors in good standing, then in office, ~~whether or not less than a quorum~~ at the time the vote is taken, or by a sole remaining such Director.

BC. The members may fill any vacancy or vacancies not filled by the Directors by calling a special meeting in accordance with the provisions listed above of these Bylaws. In the event of the need for an emergency appointment of additional Board members, the Chairperson may call a special meeting of the Executive Committee, either in person or telephonically, to process new Board member nominations.