## **ARTICLE IV**

## **AUTHORITY AND DUTIES OF OFFICERS**

Section 4.01. Officers. The officers of the Corporation shall be President, President-Elect, Past President, Secretary, and Treasurer. Officers must be members in good standing at all times during their tenure, and already be a director.

Section 4.02. Appointment of Officers. The officers of the Corporation shall be elected annually by the Board of Directors at the first regular meeting of the Board after the Annual Meeting. In the case of a vacancy as soon thereafter as practicable.

Terms of Office. Terms of office for the President, President-Elect and Past President shall be one year. The President-Elect assumes the office of President after one year of service in the position of President-Elect. The President assumes the office of Past President after one year of service as President. If serving in any of these offices, limitations on successive terms as a member of the Board of Directors do not apply (Section 3.02). There will be no restrictions on the number of terms that the Secretary and Treasurer can serve. Terms of office for the Secretary and Treasurer shall be one year each. If serving in these two offices, limitations on successive terms as a member of the Board of Directors will apply.

Section 4.03. Resignation. Resignations of any officer are effective upon receipt by the Secretary of the Board of a written notification.

Section 4.04. Removal. An officer may be removed by the Board of Directors at a meeting, or by action in writing pursuant to Section 3.08, whenever in the Board's judgment the best interests of the Corporation will be served thereby.

Section 4.05. President. The President is the principal executive officer of the Corporation and, subject to the control of the directors, shall in general supervise and control all of the business and affairs of the Corporation. The president shall, when present, preside at all meetings of the Board of Directors, Executive Committee, and at the annual meeting as chairperson. The president may sign contracts, or other instruments which the Directors have authorized to be executed, except in cases where the execution thereof is delegated to some other officer or agent of the Corporation by the Directors, these bylaws, or law. The President shall perform such other duties as may be prescribed by the Directors from time to time. The president shall have authority to bind the corporation for transactions up to \$1000 without prior approval of the Board of Directors.

The President shall provide to the Board in a timely manner the status of the Corporation, obtain documentation as required by the Board including financial expenditures, performance data, and accomplishments, arrange for written accountability of expenditures of corporate funds as necessary. The President shall be the Registered Agent of the Corporation unless another officer is so designated in writing by a vote of the board, and notwithstanding Section 4.02, the office of President will serve at the will of the Board, be a voting member of the Board of Directors and

Executive Committee, and will be an ex officio and non-voting member of all committees not appointed to. The President is assumed to be in the line of succession to become the Past President of the Corporation at the time the President's term ends.

Section 4.06. President-Elect. In the absence of the President or in event of his or her death, inability or refusal to act, the President-Elect shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The President-Elect shall perform such other duties as from time to time may be assigned by the President or the directors. The President-Elect shall be a member of the executive committee. The President Elect is assumed to be in the line of succession to become President of the Corporation at the time the serving President's term ends.

Section 4.07. Past President. In the absence of the President and President-Elect, the Past President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Duties of this office include liaison between the Board and Past Presidents. The Past President shall also perform such other duties as from time to time may be assigned by the President or the Directors. The Past President shall be a member of the executive committee. The Past President is assumed to be the final office in the line of succession of President-Elect, President and Past President.

Section 4.08. Secretary. The Secretary shall be responsible to keep the minutes of all meetings of the Board of Directors. The Secretary shall work closely with any paid executive staff of the Corporation to ascertain that appropriate procedures are being followed in the affairs of the Corporation.

The Secretary shall be responsible for insuring the production and preservation of the records, correspondence, and administration of the corporation and will be a member of the Executive Committee, ensure that the Board of Directors is notified of all meetings in accordance with these Bylaws and that a Recording Secretary is present at the meetings. He or she shall send a copy of the Minutes to all Board members and perform other duties delegated to the Secretary by the Board of Directors or the President.

Section 4.09. Treasurer. The Treasurer shall have charge and custody, subject to the control of the Directors, of all the funds of the corporation and be a member of the Executive Committee, ensure that an up-to-date fiscal report is given at each regular Board meeting in a format approved by the Directors, ensure that reports (such as the 990 Form) are filed in a timely manner, and perform any other duties delegated to the Treasurer by the Board of Directors or the President.

The Treasurer shall work closely with any paid executive staff of the Corporation to ascertain that appropriate procedures are being followed in the financial affairs of the Corporation.

Section 4.10. Paid Staff. The Board of Directors may hire such paid staff as they deem proper and necessary for the operations of the Corporation. The powers and duties of the paid staff shall be as assigned or as delegated to be assigned by the Board.

Section 4.11. Executive Director. The Board may at its discretion hire an executive director. The duties of the Executive Director shall be determined and approved by the Board prior to hiring an executive director.