

ARTICLE VII

Officers

Section 1.

OFFICERS. Officers of the Association shall be the President, President Elect, Secretary, Treasurer and the Immediate Past President. All officers shall be elected for one-year terms as outlined in Article V Section 1 (h).

Section 2.

VACANCIES. The Board shall fill any vacancy among the officers by a vote of the majority of those present at a regular meeting of the Board in accordance with Article V Section 1 (h). The officers so elected shall hold office until the expiration of the term they are filling. Term limits as outlines in Article V Section 1 (h) do not include any periods in which an officer or Member at Large is filling an un-expired term.

Section 3.

POWERS AND DUTIES OF THE PRESIDENT. The President shall preside at all meetings of the Association. The President shall be an ex-officio member of all standing committees. The President shall countersign all certificates of membership; see that the By-Laws are enforced; appoint the Chairperson of all committees, except the Executive Committee of which the President is the Chairperson, and members of all committees; and shall also, with the Treasurer, sign all contractual obligations of the Association which may be approved by the Board. On any vote of the Board that results in a tie the President shall cast a vote to break the tie.

Section 4.

POWERS AND DUTIES OF THE PRESIDENT ELECT. In case the absence of the President or his/her inability from any cause to act, the President Elect shall perform the duties of this office until the office shall have been permanently filled in accordance with these By-Laws. In the event that neither the President

nor the President Elect shall be able to act, the Board shall have the power to appoint one of its members to act as President pretemporal.

Section 5.

POWERS AND DUTIES OF THE TREASURER. The Treasurer shall oversee receipts, deposits and disbursements of all monies of the Association and tender an account thereof at each meeting of the Board. The Executive Director in the name of the Association in a bank or trust company to be selected by the Board shall deposit all monies. All withdrawals of the Association's funds in excess of \$5,000.00 shall be by check signed by two Members of the Board of Governors of the Association, one of which shall be the Treasurer, except that in his/her absence the President or President Elect may be substituted for the Treasurer. Withdrawals in amounts less than \$5,000.00 shall require the sole signature of the Treasurer, President, President Elect or a delegated Member of the Board. The Treasurer shall reconcile all bank accounts of the Association and oversee the recording of financial information by the Executive Director and prepare financial reports as required by the Board of Governors. The Treasurer shall also perform such other duties as may be assigned by the President of the Board including membership on the Finance Committee which will support the Treasurer in the preparation of proposed budgets, distribution of fund balances between cash and investment accounts, and all other investment decisions.

Section 6.

POWERS AND DUTIES OF THE SECRETARY. The Secretary shall record the minutes of all meetings of the Board and the Association, give notice of all meetings of the Association, issue certificates of membership, be custodian of the seal of the Association, and perform such other duties as may be assigned by the President or the Board.

Section 7.

REMOVAL OF OFFICERS AND BOARD MEMBERS. Any officer or Board member elected may be removed by a vote of 2/3rds of the entire Board whenever, in its judgment, the best interests of the Association will be served thereby.