

Article IV - BOARD OF DIRECTORS

Section 1: Board of Directors

The property and affairs of WOYHA shall be managed by a Board of Directors composed of not more than 21 elected directors. The Board may appoint up to three additional directors for a term of one year to serve special functions within the Association.

Section 2: Election of Directors

- A. Directors shall be elected at the Annual Meeting to a term of three years. A Director may succeed himself/herself for an indefinite number of terms.
- B. When a position is vacant due to resignation or expulsion of a Director, the Board of Directors shall appoint a member to serve the remainder of the three year term.
- C. The number of Board positions open for election at any Annual Meeting may not be less than one third of the total number of elected Directors. The number of nominees must exceed the number of positions open by at least fifty percent.

Section 3: Terms of Office

Directors elected at the Annual Meeting serve for three years, with their term expiring following the Annual Meeting of the third year. Directors appointed by the Board to perform special functions serve only until the next Annual Meeting.

Section 4: Duties of the Board of Directors

The duties of the Board of Directors shall include:

- A. To elect the officers of the Association from within the Board of Directors;
- B. To fill any vacancies which may occur in the Executive Committee or in the Board of Directors;
- C. To manage the business, property and affairs of the Association;
- D. To formulate the policies and determine the overall conduct and