

Section 7. Special meetings. Special meetings of the Board of Directors for any purpose or purposes shall be called at any time by the Founder or the President. Notice of the time and place of special meetings shall be delivered personally to each Director, or sent to each Director by mail, or by other form of written communication, or communicated to each Director by telephone. The transactions of any meeting of the Board of Directors, however called and noticed and wherever held, shall be as valid as any meeting duly held after regular call and notice, if a quorum be present and if either before or after the meeting each of the Directors not present signs a written Waiver of Notice or Consent to holding such meeting or an Approval of the minutes thereof. All such Waivers, Consents or Approvals shall be filed with the foundation records or made a part of the minutes of the meeting,

Section 8. Adjournment. In the absence of a quorum at any meeting of the Board of Directors, the majority of the Directors present may adjourn the meeting until the time for the next scheduled meeting of the Board.

Section 9. Removal. A Director may be removed from office, for cause, by the Founder or a majority of the Board in her absence.

Section 10. Compensation. The Directors shall receive no compensation for their services as such.

ARTICLE III

OFFICERS

Section 1. Officers. The officers of this foundation shall be ~~the Founder,~~ a President, a Vice-President, a Secretary, a Treasurer, a Chaplain, and such other officers as may be deemed necessary by the Board. When the duties do not conflict, one person, other than the President, may hold more than one of these offices.

Section 2. Election of Officers. All officers of the Foundation other than the Founder shall be elected from the Board of Directors by the Board of Directors for a term of two years with the option of a second term if eligible. Officers shall normally be elected at the annual meeting by a majority of the Directors then serving in office.

Section 3. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, shall be filled by the Board of Directors.

Section 4. Founder. ~~The Founder shall provide general direction for the foundation.~~

Section 4. President. The President shall preside at all meetings of the ~~members~~ Officers and Directors, and shall have such powers and duties as may be prescribed from time to time by the Board of Directors.

Section 5. Vice-President. In the absence or disability of the President, the Vice-President may perform all the duties of the President and in so acting, shall have all the powers of the President. The Vice-President shall have such other powers and perform such other duties as may be prescribed from time to time by the Board of Directors.

Section 6. Secretary. The Secretary shall keep a full and complete record of the proceedings of the Board of Directors, shall keep the Seal of the foundation and affix the same to such papers and instruments that may be required in the regular course of business, shall make service of such notices as may be necessary or proper, shall supervise the keeping of the ~~books~~ records and documents of the foundation and shall discharge such other duties as pertain to the office or as prescribed by the Board of Directors.