

Snee Farm Community Foundation

Procedure for Filling a Vacancy on The Board of Directors Effective May 3, 2005

Amended Declaration And Restrictions (ADAR):

Pages 8-9, Article V. Board of Directors, 2. Vacancies: A vacancy occurring on the Board shall be filled at the next Annual Meeting. One elected to fill a vacancy on the Board will serve for the remainder of the term of the class in which the vacancy occurred. A vacancy of more than six (6) months shall be filled temporarily by a majority vote of the Board, it being understood that the vacancy shall be permanently filled at the next Annual Meeting. A vacancy of less than six (6) months can be left unfilled.

In accordance with the above, following is the process that will be followed.

A vacancy occurs when the departing Member notifies the President, in writing, of their intent to vacate and the date effective has passed. In accordance with the above Article of the ADAR, the Board shall then proceed as follows to fill the required category of vacancy: (Note: The Board is not required to fill any vacancy on any particular schedule – See Note in C. below).

- A. The President will officially announce any vacancy at the next regular monthly Board Meeting and invite all interested Foundation members to apply; also, notice will be posted on all Community entrance signboards and the Website.
- B. All applicants shall complete the approved application form available from the Administrative Assistant, or the Website. The completed application form must be returned to the Administrative Assistant prior to the next regular monthly Board Meeting. Applicants will be invited to attend the Meeting and introduce themselves to the Board.
- C. At this next regular monthly Board Meeting, by majority approval of the Board, the President shall announce that the application period is closed. (Note: For any reason, with majority approval of the Board, the deadline for applications may be extended until the following regular monthly Board meeting, at which point the process begins anew (A. above).
- D. On a schedule agreed to by majority approval of the Board, the Administrative Assistant will certify that each applicant is in good standing with the SFCF and prepare a ballot listing all applicants.
- E. At a time, place, and manner agreed to by majority vote of the Board, voting will take place by secret ballot.
- F. Counting of ballots will be by the Administrative Assistant, with the President, and at least one other Board Member in observance. A majority vote (5) is required for election.
- G. The President shall promptly notify the winning candidate by phone; those not elected shall be sent a letter of appreciation.
- H. At the Board's discretion, by majority approval, a vacancy occurring in the "less than (6) month" period can be filled according to the above process.
- I. This procedure to remain in effect unless modified by majority vote of the Board.