

such removal is to be voted upon and shall be entitled to appear before and be heard at such meeting.

13. **COMPENSATION AND EXPENSES.** Members shall not receive any stated salary for their services as such, but by resolution of the Board of Directors a fixed reasonable sum or expenses of attendance, if any, or both, may be allowed for attendance at each regular or special meeting. The Board of Directors shall have power in its discretion to contract for and to pay to members rendering unusual or special services to the Society special compensation appropriate to the value of such services.

ARTICLE III

BOARD OF DIRECTORS

1. **ELECTION.** The business and property of the Society shall be managed and controlled by a Board of Directors who shall be elected annually by the members to hold office until the next annual meeting of the members or until the election and qualification of their respective successors, except as hereinafter otherwise provided for filling vacancies. The Board of Directors shall be chosen by ballot at such meeting by a majority of the votes of the members, voting either in person or by proxy.

2. **NUMBER.** The officers of the Society shall be the president, , secretary, and treasurer, and such other officers with such powers and duties not inconsistent with these Bylaws as may be appointed and determined by the Board of Directors. Any two offices, except those of president and vice president may be held by the same person. Nonvoting board members shall be elected by the Board of Directors as deemed necessary and shall act in the capacity as advisors to the Board for a time period so deemed necessary by the Board. The removal of a non voting Board member shall be at the discretion of the Board.

3. **ELECTION AND TERM.** The President, Secretary and Treasurer shall be elected annually at the annual meeting by majority vote of all the members.