

REMOVAL OF A BOARD MEMBER

Any member of the Board may be removed by the Board at any time for just cause and through the use of a fair process. Reasons for removal shall include, but shall not be limited to: failure of any Board member to attend four (4) consecutive regular meetings without good and valid reason, indication of a lack of interest in the activities of the Corporation, any act of an individual Trustee that results in a charge of a felony, or any act of a Trustee that has the direct effect of bringing disrepute upon the Board or the institution. A Trustee recommended for removal shall be afforded the opportunity to appear before the Board and respond to the reasons propounded for removal. A majority vote of the membership of the Board shall be required for removal of a Trustee.

The vacancy created by the removal of a trustee under the foregoing provisions may be filled by a vote taken at the time of the meeting at which the removal of the trustee was accomplished, or at such later meeting, regular or special, as the trustees may decide.