



## EXHIBIT B

### Basic Roles & Responsibilities of Board Officers

**Section 1: Officers** - Officers of the corporation shall include a Board Chairperson, a Vice Chairperson, a Secretary and a Treasurer. All such officers must be duly elected from among voting members of the Board of Directors. No individual shall concurrently hold more than one office.

**Section 2: Election and Term of Office** - Election of officers shall occur each year during the Annual Meeting following recommendations by a Nominating Committee appointed by the Board Chair. Each officer shall be elected by members-in-good-standing present and serve for a period of one year and may be reelected without total term limit. All vacancies in these offices shall be appointed by the Board Chair, or when absent the Board of Directors, for the remainder of that year.

**Section 3: Resignation, Termination, and Absences:** Resignation from the board must be in writing and received by the secretary. A board member shall be terminated from the board due to excess absences, more than 50% unexcused absences from the board meetings in a year. A board member may be removed for other reasons by a three-fourths vote of the remaining directors.

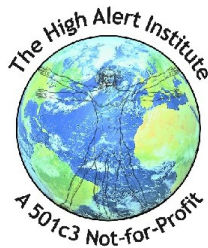
**Duties of Board Chair** - The Chair shall preside at all meetings of the Board of Directors, appoint committee members, exercise general oversight of corporate business and perform such other duties as may from time to time be assigned by the Board of Directors. The Chair, or a designee, may serve as an ex-officio member of those standing and special committees established by the Board.

**Duties of Vice Chair** - Upon disability or absence of the Chair, the Vice Chair shall perform the duties of the Board Chair and such other duties as may be assigned by the Board of Directors. The Vice Chair organizes the corporation's Annual Meeting and may serve as an ex-officio member of all committees.

**Duties of the Secretary** - The Secretary shall record the minutes of all meetings of the Board of Directors, maintain records of committee meetings, oversee the maintenance of membership lists, provide for the safe keeping of all official contracts and records of the organization and publish notices of scheduled meetings as required in these Bylaws.

**Duties of the Treasurer** - The Treasurer shall be responsible for the prompt deposit all receipts, an accurate accounting of income and expenditures, and shall present a written financial report to the Board of Directors at quarterly meetings. The Treasurer shall maintain the financial records of the corporation using acceptable accounting practices and shall perform those other duties inherent to the office of Treasurer.

**Honorary Titles** - The Board of Directors may from time to time award certain friends of the corporation with honorary titles as it may deem prudent to advance the mission and goals of the



organization. Such honorary titles shall not carry any obligations, powers or duties within this corporation.