

***The SAAGNY Foundation By Laws  
Amended June 2022 - 4 -***

action by the Trustees shall be by a majority vote of the eligible voters present. Each Trustee is an eligible voter and shall have one vote.

***8. COMPENSATION***

Trustees shall not receive any stated compensation for their services as Trustees, but the Trustees may, by resolution, authorize reimbursement of expenses incurred in the performance of their duties. Such authorization may prescribe procedure for approval and payment of such expenses by designated officers of the Foundation.

***9. RESIGNATION AND REMOVAL***

Any Trustee may resign at any time by giving written notice to the Chair or Secretary of the Board. Such resignation shall take effect at a time stated therein or, if no such time is specified, at the time of acceptance determined by the Chair or the Secretary. Any Trustee may be removed upon the approval by a majority vote of Trustees.

***10. VACANCIES***

Any vacancy that may occur in the Trustees shall be filled by appointment by the Chair of The SAAGNY Foundation's Board of Trustees for the unexpired term, subject to the approval of the Board of Trustees. If the vacancy is that of the SAAGNY President's appointment, the SAAGNY President shall appoint someone new (approval of the Board of Trustees is not required for the SAAGNY President's appointment.)

***11. TRUSTEES ACTION BY MAIL OR TELEPHONE***

In place of meeting in person, the Trustees may transact their business by teleconference, mail, email, fax or by other electronic means, provided that a quorum participates.

**ARTICLE V - OFFICERS**

***1. ELECTIVE OFFICERS***

The officers of the Board of Trustees shall be a Chair, Vice-Chair for Fund Raising, Vice-Chair for Programs and Events, Treasurer and Secretary.

These officers shall be elected for a one-year term by the Trustees at the