

Board Terms Two-tiered System (Anonymous, 2023)

Election and Term of Office of Directors. Directors shall be elected to terms of office of three (3) years. Elections shall be held at the annual meeting of the Board held in 2023 and every three years thereafter. If the election of Directors does not take place at such annual meeting, it may take place at any special meeting of the Board held for that purpose. Each Director, including a Director elected to fill a vacancy, or elected at a special meeting, shall hold office until a successor has been elected and qualified. Directors' terms of office shall commence upon the conclusion of the meeting at which elected and terminate at the conclusion of the annual meeting three (3) years hence. Election of Directors shall be by recorded vote or ballot, if so demanded by any Director at any election before the voting begins; otherwise, the election may be by recorded vote or voice vote. Directors shall be elected by the vote of a majority of the number of Directors then in office.

Designated Directors. [Name of Family Member A] and [Name of Family member B] (each a "Designated Director") shall at all times be a Director of the corporation until their death or resignation. So long as any Designated Director is in office, this Section 4 may not be amended or removed without the express written consent of all Designated Directors then in office. Notwithstanding the foregoing, the office of a Designated Director may be declared vacant by the Board of Directors if they have been declared of unsound mind by a final order of a court of competent jurisdiction, or convicted of a felony, or been found by a final order or judgment of any court to have breached a duty under Article 3 (commencing with Section 5230) of the California Nonprofit Corporation Law. Sections 3 and 6 of this Article V shall not apply to any Designated Director.

Officers are still affirmed by vote annually, per bylaws.