**2.4. Term**

1. The term of each Board member is three years.
2. At the end of the Evergreen Conference for a calendar year, the term of outgoing Board members will end and the term of incoming Board members will begin. If no Evergreen Conference is held during a calendar year, terms will begin and end at midnight EDT on April 30.
3. Approximately one-third of the Board positions shall be open for election each year. To implement this, each Board seat shall be designated a member of a cohort labeled "A", "B", or "C". Appendix A lists the current members.
4. Each year, the Board shall promulgate procedures for nominating and electing new Board members. Nominations may be made by any individual who has contributed to Evergreen or who is employed by an institution that runs Evergreen.
5. Each year, the Board shall undertake the electronic collection and counting of votes for the Board election using a documented voting platform that is widely accessible to the Evergreen community.
6. **A special election will be held if a member leaves the Board with more than six months remaining in their term, to complete the duration of the original term. The special election will be conducted in accord with Sections 2.4.4 and 2.4.5.**

**2.5. Officers**

1. The Board shall nominate and elect the following officers whose duties shall include, but may not be limited to the following:
   1. Chairperson: The Chairperson shall convene and preside at all membership meetings. However, the Chairperson may appoint another board member to preside at meetings in the following order: (1) the Vice Chairperson; (2) the Secretary.
   2. Vice Chairperson: The Vice Chairperson shall, in the event of the absence or inability of the Chairperson to exercise his/her office, become acting Chairperson of the Board with all the rights, privileges and powers as if he/she was the duly elected Chairperson. The Vice Chairperson shall also serve as the chairperson on committees on special subjects as designated by the Board or Chairperson.
   3. Secretary: The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all Board meetings, sending out Board meeting announcements, distributing copies of minutes and the agenda to each Board member, posting meeting minutes on the Project’s website, and assuring that the Board’s records are properly maintained.
2. One Board member shall be the official representative to the Fiscal Sponsor.
3. Additional duties may be assigned to officers or other board members as determined by the Chairperson. Other officers may be elected as the board deems necessary.
4. **Board members must serve at least one year before being eligible to be nominated for officer positions or fiscal sponsor representative. First-year Board members may be nominated when there are not sufficient senior Board members to fill all the needed positions or if senior Board members are unwilling to serve in an officer or fiscal representative position. First-year Board members may serve as committee chairs.**
5. Board officers may be removed from office by an affirmative majority vote of the Board at any time it is deemed to be in the best interest of the Board. An officer may also resign from his/her elected office. Resignation from the office must be in writing and received by the Secretary or President of the Board. Resignation is effective upon receipt unless a different date is specified in the notice of resignation.
6. In the case of absence or the inability of any officer to act, the board may from time to time delegate the powers or duties of such officer to any other officer, or any other person whom it may select, for such period of time as the Board deems necessary.
7. In the event an officer resigns or is otherwise removed from his/her office on the board, the vacancy shall be filled by a majority vote of the Board. Neither resignation nor removal from office will affect the member’s status as a member of the Board.

**2.6. Meetings and Notices**

1. Regular meetings of the Board shall be held at least once