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F. Assistant Secretary. The Council may appoint an assistant secretary, shall, in the absence or disability of the Secretary, perform the duties of the Secretary, except voting.

Section 3: Election of Officers.

- A. Election of Officers shall occur at the first regular meeting following the seating of the newly elected Representatives. The voting shall be by open, written ballot. A majority vote of Representatives voting shall be necessary for election.
- B. If there are more than two candidates for an office and none receives a majority vote on the first ballot, a run-off election shall be held immediately between the two candidates receiving the highest number of votes.
- C. At any meeting when the President is absent, the presiding officer for that meeting shall be the Vice-President and in the absence of both the President and Vice- President, the presiding officer for that meeting shall be the Secretary, then the Treasurer, and then the Sergeant at Arms.
- D. In the event of a vacancy in the office of both President and Vice- President a replacement President shall be elected by a majority of the Stakeholders voting. In the event of a vacancy, in the office of Vice-President, Secretary, or Treasurer or, a replacement officer for each vacant office shall be elected by a majority of the Council Representatives voting. The replacement shall serve for the remainder of the term of the office being filled. The election of replacement officer(s) shall be conducted as provided in Sections 3A and 3B above at the next meeting of the Council following the permanent vacancy.

Section 4: Executive Committee. The Executive Committee shall consist of the officers of the Council. Two Representatives at large shall be appointed as standby alternates one and two (on a rotating basis as much as possible) by the President (or presiding officer in the absence of the President) for each meeting of the Executive Committee and be eligible to vote in the order designated in absence of one or more officers of the Council. The Executive Committee shall

Deleted: The President shall create a schedule of Representative assignments at the beginning of each year and update the assignments from time to time as necessary, including the designation by the President (or presiding officer in the absence of the President) of at large Representatives for any special meeting.

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have the authority to set the agenda and scheduling for each Council meeting. The Executive Committee may also discuss and make recommendations to the Council akin to any other committee. Meetings of the Executive Committee may be called by the President, or presiding officer in the absence of the President or any two officers. A quorum for the Executive Committee shall be a majority of the elected officers (excluding any office that is then permanently vacant) and two at large Representatives.

Section 5: Removal. Officers serve at the pleasure of the Council. An officer shall be replaced or may removed as follows:

- A. Automatic Removal. An officer who fails to attend three (3) consecutive Council or Executive Committee meetings or both (without being excused by the President) or fails to attend six (6) such meetings in the course of one calendar year (without being excused by the President) shall be automatically removed as an officer.
- B. Removal By Vote of Council. Any officer may be removed with or without cause by majority vote of the council members present at a duly notice meeting. Cause for removal shall include, but not be limited to, a failure to perform the duties of the office as set forth in these bylaws or to comply with or carry out the decisions of the Council.
- C. Removal of a Representative as an officer does not a remove the Representative as a Council Member.

ARTICLE VI
MEETINGS OF THE COUNCIL

Section 1: Meetings. All Council meetings shall be open to the public and the press.

- A. The Council shall meet at regular intervals, no less than once per calendar quarter, and set the dates, times, and location of such regular meetings, except that the location shall be in Encino.
- B. In the event that any matter requires urgent action before the next regularly scheduled meeting the Executive Committee, the President (or presiding officer in the absence of the President) or a majority of the Council Representatives may call a special meeting.