

Exhibit A

If the office of any Director becomes vacant for any reason including a seat or seats not filled during an election, the first runner-up in the last election will be offered one of the Director's seat or seats, if that candidate is still qualified to hold a seat on the Board. The Election Chairperson will notify the candidate within 2 business days. If the first runner-up accepts, the new Director will be seated at the next scheduled meeting.

If the first runner-up declines the position or more than one seat becomes vacant, then

The Election chair will ask for volunteers to fill the vacancy or vacancies. Within 30 calendar days of their knowledge of the vacancy or vacancies the Board will select, by simple majority vote, an individual or individuals as necessary from the list of volunteers.

If the vacancy or vacancies cannot be filled by a Board selection, the Election Chair will conduct an election for the vacancy(s) within 90 days of the Board's failure to select a Director(s). The newly elected Director or Directors will be seated at a special meeting held within 3 business days of the election results being determined. If the above process does not result in the filling of the Director vacancy or vacancies the Board will again have the opportunity to fill the position or positions, from any volunteer(s), by a simple majority vote within 5 days of the election results. Should the Board fail to fill the vacancy or vacancies the process in this paragraph will repeat and continue until the vacancy or vacancies no longer exist.