in connection with any corporate action may be taken orally during any such telephonic meeting. The result of any vote thus taken shall have like effect and validity as if reached by the voting Directors at a meeting at which the directors were present in person.

6.6 *Quorum.* Except as otherwise provided, twenty-five percent (25), four (4) of the number of Directors fixed by the bylaws shall constitute a quorum for the transaction of business at any meeting of the Board. When a quorum is once present to organize a meeting of the Board of Directors, it is not broken by the subsequent withdrawal from the meeting of any Director. If less than a quorum of the Board of Directors is present at any meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice. (Amended 9-13-02).

6.7 *Corporate Action.* Except as otherwise required by Section 6.8 of these bylaws, by the articles of incorporation, or by law, the act of a majority of the Directors present at any meeting at which a quorum is present shall be the act of the Board of Directors ten serving on the Board.

6.8 *Actions Requiring Super Majority Vote.* Notwithstanding other provisions of these bylaws, the Board of Directors may take any action set forth below only upon the affirmative vote, or approval and consent, of one-half (1/2) or fifty percent (50%) of all the Directors then serving on the Board: (Amended 09-13-02)

1. Amendment of the articles of incorporation
2. Amendment of these bylaws

6.9 *Actions by Unanimous Written Consent.* In lieu of a meeting, Directors may take action by means of written consent executed by all Directors entitled to vote on such action.

6.10 *Minutes.* The Secretary shall cause minutes of all meetings of the Board of Directors to be prepared. Such minutes shall be distributed to the Directors for approval at the next meeting of the Board of Directors. The Secretary or his or her designee shall forward copies of approved minutes to any Director who shall request the same.

6.11 *Proxy.* In the event a member is unable to attend a meeting, she/he may grant a written proxy to another member of the LEO Board or another ~~commissioner~~ appointed official from the same county. The proxy may only be for one meeting and for the specific purpose(s) on the meeting agenda. (Amended 09-13-02)

6.12 *Alternate Meeting Participation.* Meetings of the Board of Directors, whether regular or special, may be held by electronic means. Any vote in connection with any corporate action may be taken orally or manually during any such electronic meeting. The result of any vote thus taken shall have like effect and validity as if reached by the voting Directors at a meeting at which the Directors were present in person. (Amended 09-13-02)

ARTICLE VII

Officers

7.1 *Designated Officers.* The officers of the corporation shall be a Chairman, first Vice-chairman, Second Vice-Chairman (as shall be determined by the Board of Directors), a Secretary, a Treasurer, and such other officers as may be appointed in accordance with the provisions of this article. All officers shall be representatives of different member counties and the three designated cities. The Board of Directors may elect or appoint such other officers, as it shall deem desirable.