ARTICLE I – NAME
The name of the organization is League of Women Voters of the Canton Area Education Fund, hereinafter referred to as the “Fund.”

ARTICLE II – OFFICE
The office of the Fund shall be located in the City of Canton, County of Stark. The Fund may have such other offices as the Board of Trustees may determine from time to time.

ARTICLE III – MEMBERS
The trustees of the Fund shall be its members.

ARTICLE IV – FISCAL YEAR
The fiscal year of the Fund shall end on the 30th day of June in each year, or on such other date as may be fixed from time to time by the Trustees.

ARTICLE V – BOARD OF TRUSTEES
A. The Fund shall be managed by a Board of Trustees, subject to the terms and conditions of these bylaws.

B. The Board of Trustees shall consist of at least five (5) but not more than eleven (11) members. A simple majority of Trustees shall be members of the League of Women Voters of the Canton Area, hereinafter referred to as “LWVCA.”

Thereafter, successors shall be elected by Trustees for two (2) year terms at the annual meeting of the Fund.

C. Vacancies. Upon the death, resignation, removal, or inability to serve of any Trustee herein named or subsequently elected, a successor Trustee shall be elected promptly by the remaining Trustees to serve until the next election for Trustees.

D. Compensation. The Trustees shall not be entitled to any compensation for services rendered.

E. Annual Meetings.
An annual meeting of the Board of Trustees shall be held at Canton, Ohio, or such other place as the Trustees may designate, either prior to or after the annual meeting of the LWVCA. At such annual meeting, any affairs of the Fund may be acted upon and no notice is necessary.

F. Special Meetings.
Special meeting of the Board of Trustees may be held upon five (5) days written call by any two (2) Trustees, at a time and place fixed by the Trustees making the call. The notice of the call shall contain a brief statement of the business to be transacted at such meeting, and no other business may be transacted; provided, however, that notice of the nature of the business to be transacted and of the time and place of the meeting may be waived by written consent of all Trustees, and shall be deemed waived if all Trustees are present.

G. Quorum.
A majority of the Board of Trustees, which must include at least three (3) members of the LWVCA, shall constitute a quorum for the transaction of business.

H. Voting.
Each trustee shall have one (1) vote, and the vote of the majority of the Trustees present at a meeting of the Board of Trustees duly called and at which a quorum is present shall be necessary for the exercise of the powers of the Board of Trustees hereunder.

I. Voting Without a Meeting.
The Chairman of the Board of Trustees or any two (2) Trustees may submit any question in writing to each member of the Board of Trustees. Each Trustee shall then vote “yes” or “no” on the said question, and shall submit a signed copy of the vote to the Chairman. An affirmative or negative answer by a majority of all the Trustees shall constitute effective action in the premises by the Board of Trustees, to the same effect as if such action had been taken at a meeting of the Board of Trustees duly called and at which a quorum were present.

J. Disposition of Assets.
Notwithstanding the provisions of Article V, Sections F, G, H, and I, no assets shall be disposed of except at a regular meeting of the Board of Trustees of the Fund, unless such
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action has been authorized previously at an annual meeting, and no action shall be taken without the approval of two-thirds (2/3) of the Trustees.

K. Removal.
The following shall be grounds for removal of a Trustee:
(1) active participation by a trustee in a political campaign on behalf of any candidate; or
(2) unexcused absence at three (3) consecutive meetings of the Board of Trustees of the Fund. Removal must be by vote of a majority of the other Trustees, with written notice to the Trustee to be removed.

L. Annual and Interim Reports.
The Trustees shall submit an annual report of the finances and activities of the Fund to the Board of Directors of the LWVCA thirty (30) days before the annual meeting and shall furnish said Board of Directors with such other reports as it may direct.

ARTICLE VI – POWERS OF THE TRUSTEES
A. The Trustees of the Fund shall acquire and distribute funds in compliance with the Articles of Incorporation.
(1) Consideration shall be given to projects proposed by the LWVCA.
(2) Appropriate notice shall be given to the LWVCA before the expenditure of project funds.

ARTICLE VII – OFFICERS
A. The officers of the Fund shall be the Chairman, the Secretary, and the Treasurer. The officers of the Fund shall be (1) three (3) of the elected officers of the League of Women Voters of the Canton Area and (2) no less than two (2) and not more than eleven (11) other elected members, two (2) of which must come from the membership of the LWVCA.

B. The officers of the Fund shall be elected by the Trustees at the annual meeting. The officers shall serve for a two (2) year term, except for the initial organization of the Board when (1) officer will be elected for one (1) year only, or until their successors are duly elected and qualified.

C. Any member of the Board of Trustees of the Fund may serve as Chairman except the President and Treasurer of the LWVCA.

D. Subject to the limitation the Board may from time to time prescribe, the officers shall have such powers and duties as generally pertain to their respective office, as well as such powers and duties as may from time to time be conferred by the Board. In the absence of the Chairman due to death, disability, or other cause, any other officer of the Board except the presiding LWVCA President and Treasurer of the Board of Trustees shall be authorized to exercise the authority of the Chairman.

E. Any vacancy created by removal, resignation, death, or disability of an officer shall be filled by the vote of the Trustees.

ARTICLE VIII – COMMITTEES
A. The Chairman shall appoint, subject to the approval of the Trustees, any committee deemed necessary to conduct the business of the Fund. Each committee shall have and exercise the authority granted to it by the Trustees in the management of the Fund, but the designation of the committees and the delegation thereto of the authority shall not operate to relieve the Trustees, or any individual Trustee, of any responsibility imposed on any such Trustee by law. Each committee shall be subject to the control and direction of the Trustees. Every committee shall include at least one (1) Trustee of the Fund.

B. Executive Committee.
The Executive Committee shall consist of the officers of the Fund. The Chairman of the Fund shall be Chairman of the Executive Committee. The Executive Committee shall report to the Trustees of the Fund at each regular meeting on action taken in the interval between meetings, for ratification by the Trustees.

C. Nominating Committee.
The Nominating Committee shall be the Nominating committee for LWVCA. The nominating committee shall consist of five (5) members, two (2) of whom shall be members
of the Board of Directors. The chair and two (2) members, who shall not be members of the Board, shall be elected at the annual meeting for a two (2) year term. The committee shall present to the membership a slate of officers, directors, and members of the succeeding Nominating Committee at least thirty (30) days prior to the annual meeting. Except as provided in Article V, Section B, the committee shall also nominate persons to fill any vacancies which occur on the Board or among the officers, subject to the approval of the Trustees.

ARTICLE IX – PARLIAMENTARY AUTHORITY

The rules contained in the most recent Robert’s Rules of Order shall govern the conduct of the organization in all cases to which they are applicable and not inconsistent with these bylaws.

ARTICLE X – AMENDMENT OF THE BYLAWS

A. These bylaws may be amended or new bylaws may be adopted at the annual meeting by the affirmation vote of a majority of the Trustees.

B. No significant change shall be made in the bylaws or the purpose of the Fund without advance consultation with the Board of the LWVCA.