

**BYLAWS OF
FLORENCE RYAN EDUCATION FUND
OF THE LEAGUE OF WOMEN VOTERS OF ASHEVILLE-BUNCOMBE
COUNTY OF NORTH CAROLINA, INC.
501 (c)(3) Organization**

Revised July 9, 2025

ARTICLE I

NAME

The name of the corporation shall be the Florence Ryan Education Fund of the League of Women Voters of Asheville-Buncombe County, North Carolina, Inc. ("FREF")

ARTICLE II

PURPOSE

The purpose of FREF is to promote citizen knowledge of an involvement in representative government by educating the public in matters pertaining to government, human resource, natural resources, international affairs, social policy, voter registration, election laws, voting regulations, the election process in general, citizen rights, urban policy, transportation and any other pertinent subjects.

ARTICLE III

MEMBERSHIP

Section 1. Membership

The membership of FREF shall be composed of the members of the League of Women Voters of Asheville-Buncombe County, Inc., who have paid their dues in accordance with the bylaws of that organization.

BOARD OF DIRECTORS

Section 1. Enumeration and Election

Those serving as directors of FREF shall be the duly elected Officers (President, Vice President, Secretary, and Treasurer) of the League of Women Voters of Asheville-Buncombe County. The Board of Directors may provide for additional Directors from time to time as it may deem necessary to carry out the affairs of FREF.

Revised July 9, 2025

Section 2. Power and Duties

The Board of Directors shall conduct the affairs of FREF between meetings of the general membership of the League of Women Voters of Asheville-Buncombe County. The Board of Directors shall have full power over the property and business of FREF with full power to manage and conduct the same. The Board shall plan and direct the work of FREF. The Board shall create and designate such special committees as may be necessary.

Section 3. Meetings

The business requirements of FREF will be conducted at the same meetings of the Board of Directors of the League of Women Voters of Asheville-Buncombe County but only the Officers will vote on motions. There shall be at least one (1) regular meeting of the Board of Directors. Additional meetings may be called by the President or upon written request of five (5) members of the Board of Directors. Members of the Board of Directors shall be notified of the time and place of special meetings by email sent at least six (6) day prior to such meetings.

Section 4. Quorum

A majority of the Board of Directors shall constitute a quorum.

ARTICLE V

MEETINGS

Section 1. Annual Meeting

An annual meeting of the general membership shall be held on the same date as the annual meeting of the League of Women Voters of Asheville-Buncombe County in June of each year. At this annual meeting, the members shall hear: a financial report, a proposed activities report and transact such other business as may properly come before it.

Section 2. Notice

Members shall be notified at least two (2) weeks prior to the date of the meeting.

Section 3. Quorum

Ten percent (10%) of the members shall constitute a quorum at all meeting of FREF's general membership.

ARTICLE VI

PARLIAMENTARY AUTHORITY

- Section 1. The rules contained in Robert's Rules of Order Newly Revised shall govern FREF in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE VII

FINANCIAL ADMINISTRATION

- Section 1. Fiscal Year

The fiscal year of FREF shall be the same fiscal year as the League of Women Voters Asheville-Buncombe County, which is to commence on the first day of July each year.

- Section 2. Budget

The Board of Directors shall adopt a budget at the beginning of each fiscal year.

- Section 3. Budget Committee

The budget shall be prepared by the same committee that prepares the budget for the League of Women Voters of Asheville-Buncombe County and sent to members at least 15 days before the annual meeting.

- Section 4. Liquidation or Dissolution

In the event of the liquidation or dissolution of FREF, whether voluntary or involuntary, no member, officer, or director shall be entitled to any distribution or division of its remaining property or its proceeds and the balance of all money and other property received by the corporation from any sources, after the payment of all debts and obligations of the corporation, shall be used or distributed to such non-profit charitable, scientific, literary, or education organization as are described in Section 501 (c) (3) of the Internal Revenue Code, and as shall be best able to effectuate the purpose of FREF herein above described.

ARTICLE VIII

POWERS

- Section 1. No powers enumerated herein shall exceed the powers permitted non-profit corporations under Chapter 55A of the North Carolina Statutes as

the same now exists or as they may be hereafter amended; and exercise of any one or more of such powers must be in furtherance of the exemption purpose for which this corporation has been organized as described in Section 501 (c) (3) of the Internal Revenue Code or any amendments thereto.

ARTICLE IX

AMENDMENTS TO BYLAWS

- Section 1. These bylaws may be amended at any regular Board meeting, provided that the notice of the intention to amend, together with the substance of such amendment must be given each Board member at least fifteen (15) days prior to the date of such regular meeting of the Board of Directors.
- Section 2. The bylaws may be amended at any special Board meeting, provided that notice of the intention to amend the bylaws and the substance of such amendment must be given at the time and in the same manner of giving notice of such special meeting. Such notice may be waived by a unanimous vote of all the members of the Board of Directors.

The foregoing were adopted as the Bylaws of the Florence Ryan Education Fund of the League of Women Voters of Asheville-Buncombe County, Inc., a corporation not for profit under the laws of the State of North Carolina, on the 9th day of July 2025.