

BY-LAWS OF
YOUNG MEN'S INSTITUTE EDUCATIONAL
FOUNDATION

Article I

NAME

This Corporation shall be known as the YOUNG MEN'S INSTITUTE
EDUCATIONAL FOUNDATION, a Non-Profit corporation.

Article II

OBJECTIVES

The objectives of the Corporation shall be:

- (A) To receive property and funds and to expend them for charitable, scientific, educational and literary purposes, and in the manner outlined in the Articles of Incorporation.
- (B) To assist in the education of the children of deceased members-in-good-standing of the Young Men's Institute.

Article III

Membership

(A) All members in good standing of the Young Men's Institute shall be members of the Young Men's Institute Educational Foundation.

Article IV

Board of Directors

Section 1. The governing body of the Corporation shall be the Board of Directors which shall have the general control over all Officers and Committees, and all affairs of the Corporation. Its decisions can only be overruled by a vote of two-thirds of the members present at a meeting called for that purpose, at which meeting there shall be present at least fifty (50) Members.

Section 2. The Board of Directors shall consist of the incumbent Grand President, Grand First Vice President and Grand Secretary, respectively, of the Young Men's Institute, and twelve members to be elected at the annual meeting of the Corporation, making a total Board membership of fifteen. The elected Directors shall serve for a period of Three Years. The Terms of Office for the twelve elected Directors shall be staggered so that four new Directors shall be elected each year. In the event an elected Director is appointed or elected as Grand President, Grand First Vice President or Grand Secretary,

he must relinquish his position as a Director on this Board. Vacancies on the Board between annual meetings shall be filled by the Board of Directors.

In order to provide for a true representation of the members, nominations for the elected Directors shall be made in the following manner.

1. Current Directors wishing to continue serving on the Board of Directors of the YMI Educational Foundation or any other YMI Brothers wishing to be nominated to the Board: must file a Letter of Intent to the Secretary of the Educational Foundation before JUNE 1st of that election year. Those individuals having submitted their letters will then be nominated and seconded from the floor of the Corporation's annual meeting.

2. Any other YMI Member in attendance at the annual meeting, seeking a nomination to the Board, must present a petition signed by 25 YMI Members prior to the nominations.

Section 3. The annual meeting of the Board of Directors and the Corporation shall be held during the annual Session of the Grand Council of the Young Men's Institute. The Members of the Corporation shall meet for the purpose of receiving reports of the Corporation's activities and financial condition; vote to fill vacancies of the Board of Directors and such other business as may come before it. The Board of Directors of this Corporation shall hold such other meetings from time to time as it may deem necessary and at such places as the President of the Board of Directors may select.

Article V

OFFICERS AND THEIR DUTIES

Section 1. The Officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, a Legal Advisor, and such other Officers as may be needed for the transaction of its business and shall be elected by the Board of Directors in July following the Grand Council Session.

Section 2. The President shall preside over all meetings, select all Committees, and shall be the Chairman of the Executive Committee, and shall have such further duties as ordinarily pertain to the Office of President.

Section 3. The Vice President shall take over the duties of the President in his absence.

Section 4. The Secretary shall record all proceedings at the annual and other meetings of the Corporation, and shall handle all correspondence and be custodian of the records of the Corporation.

Section 5. The Treasurer shall collect and receive all funds, keep the books and accounts of the Corporation, have custody of the funds, render periodic reports of the financial condition, attend to the payment of all bills and obligations, and have such other duties as ordinarily pertain to this office.

Section 6. The fiscal year of this Corporation shall commence on April 1st and end on March 31st of the succeeding year.

Article VI

Committees

The Standing Committees shall be composed of not less than three (3) or more than five (5) members selected from the Directors of the Corporation. The Committees and the duties of the members thereof shall be as follows:

(A) Development/ Matching Funds Committee

This Committee shall be charged with the duty of seeing that adequate publicity is given to the aims and purposes of the Corporation, and shall adopt and put into effect such programs as shall be necessary to carry out the aims of the Corporation. It shall develop ways and means for enhancing the treasury of the Corporation by urging contributions to its fund. The programs of this Committee must be approved by the Executive Committee or by the Board of Directors.

(B) Investment Committee

This Committee shall have the duty of investing and supervising the funds of the Corporation. Recommendations of this Committee must be approved by the Executive Committee or by the Board of Directors.

(C) Distribution Committee

This Committee shall validate the persons or organizations that are to receive payments and the amount to be paid by the Corporation in furtherance of its activities. All distributions must be approved by a vote of the Executive Committee or the Board of Directors.

(D) Executive Committee


This Committee shall consist of the President, Vice-President, Secretary, Treasurer, and Legal Advisor, and to such Committee is delegated any of the powers and authority of said Board in the management of the business and affairs of the Corporation except the power to adopt, amend, or repeal the By-Laws.

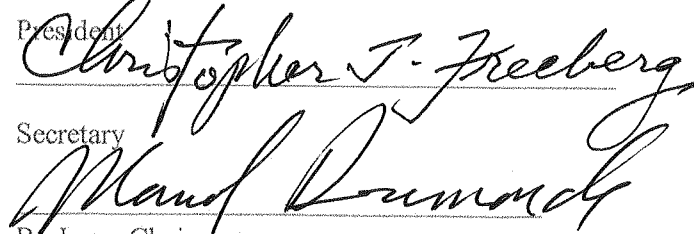
(E) Such other Committees will be appointed as deemed discretionary to carry out the functions of this Corporation.

Article VII
AMENDMENTS

These By-Laws may be amended by the Board of Directors at a meeting for which there has been notice of the proposed amendments. In addition they may be amended by a member submitting a proposed amendment in the form of a written resolution. Each resolution shall be presented to the Board of Directors with a letter of transmittal. At the next annual or earlier called meeting of the Board of Directors of the Corporation this resolution shall be presented to the Directors for action. Copies shall be mailed to each of the members of the Board of Directors before said meeting, and the adoption of the amendment must be an affirmative vote of at least two-thirds of the total authorized number of the Board of Directors.

ADOPTED: April 26, 2016



President


Secretary
By-Laws Chairman