

# Standard Form for District Bylaws

As amended April 2011



## Bylaws of the \_\_\_\_\_ District of Kiwanis International

### ARTICLE I. NAME AND TERRITORIAL LIMITS

**Section 1.** The name of this organization shall be the \_\_\_\_\_  
District of Kiwanis International.

**Section 2.** The territorial limits of this district shall be confined to [list here]: \_\_\_\_\_

Neither the district name nor territorial limits shall be changed unless permission shall first have been obtained from the International Board of Trustees.

### ARTICLE II. OBJECTS

**Section 1.** The objects of this district shall be:

- a. To seek within the district and through the clubs of the district the attainment of the Objects of Kiwanis International as set forth in the International Bylaws.
- b. To increase the fellowship and cooperative effort of the clubs within the district.
- c. To cooperate with Kiwanis International in building new clubs and membership in existing clubs, educating club members, and strengthening club services within the district.
- d. To promote participation of clubs in the general objectives, programs, and policies of the district and Kiwanis International.

### ARTICLE III. DIVISIONS AND REGIONS

**Section 1.** The territory of this district shall be divided into [indicate number] \_\_\_\_\_ divisions and \_\_\_\_\_ regions.

**Section 2.** The territorial limits of these divisions and regions shall be as attached. [Attach listing].

**Alternate:** [  Check if preferred ]

**Section 2.** The territorial limits of these divisions and regions shall be such as delineated from time to time by the District Board of Trustees.

### ARTICLE IV. MEMBERSHIP

**Section 1.** Every chartered Kiwanis club in this district shall be a member of this district.

**Section 2.** Any member club more than sixty (60) days in arrears for any indebtedness to Kiwanis International or to this district shall not be considered "in good standing."

**Section 3.** Any member club that fails for two (2) successive years to have at least one (1) delegate present at the annual district convention and, within thirty (30) days after a request by the District Board of Trustees to furnish a satisfactory excuse for such failure, shall not be considered "in good standing."

**Section 4.** To retain the privileges of district membership, a club must be "in good standing," as defined from time to time by the Kiwanis International Board of Trustees.

## ARTICLE V. OFFICERS

### Section 1. District Officers.

a. The officers of the district shall be the Governor, Governor-elect, Immediate Past Governor, Secretary, Treasurer, and a Lieutenant Governor for each division and/or a Trustee for each region of the district.\* The district may designate an existing office or an additional office of Vice-Governor whose occupant shall be the sole candidate for Governor-elect (hereinafter referred to as "Vice-Governor"). (Rev. 2010)

*Note: The office of Vice-Governor shall only be permitted if that person shall be the sole candidate for Governor-elect.*

*\*Note: After their election and before their assumption of office, all officers shall be known and designated by the titles of the offices to which they have respectively been elected followed by the term "designate."*

- b. No offices other than those of Secretary and Treasurer may be combined in one person.
- c. If in any year the Immediate Past Governor ceases to be an active or senior member in a club of the district, the active or senior member who served as Governor most recently prior to the Immediate Past Governor shall automatically become the Immediate Past Governor.

**Section 2.** Officer terms shall be as follows or until said officer's successor shall be duly elected and qualified. The terms of all district officers shall begin on October 1. (Rev. 2010)

- a. Each Lieutenant Governor shall serve for a term of [choose one: **one (1) year; or two (2) years**]. (Rev. 2008)
- b. Each Trustee shall serve for a term of [choose one: **one (1) year; or two (2) years; or three (3) years**]. (Rev. 2009)
- c. All other officers shall serve a term of one (1) year. (Rev. 2010)

**Alternate:** [\_\_\_\_ Check if preferred]

*If the district wants to allow each division to determine whether the term of its Lt. Governor will be one year or two years, Section 2a shall read as follows instead:*

a. Each Lieutenant Governor may serve for a term of either one (1) or two (2) years as determined by each individual division at its election conference. (Rev. 2008)

**Option:** [\_\_\_\_ Check if desired]

No person shall serve more than [insert number] \_\_\_\_\_ consecutive years as a trustee. (Rev. 2009)

**Section 3.** Each district officer shall be an active or senior member in good standing in a club of the district. Each Lieutenant Governor shall be from a club in the division from which elected and each Trustee shall be a member from a club in the region from which elected. The Governor, Governor-elect, and Vice-Governor (if any) shall have and maintain a clear criminal history background check conducted and verified by Kiwanis International. (Rev. 2010)

**Section 4.** Each district officer has the duty and responsibility to:

- a. Promote the Objects and objectives of Kiwanis International; and
- b. Promote the interests of the clubs within the district.

**Section 5.** The Governor has the further duties and responsibilities:

- a. Be the chief executive officer of the district.
- b. Under the direction and supervision of the International Board of Trustees, further the Objects of Kiwanis International and promote the interests of the clubs within the district.
- c. Preside at all conventions and meetings of the District Board of Trustees.
- d. Attend all Conventions, Conferences, and Council Meetings of Kiwanis International.
- e. Be an ex-officio member of all standing and special committees.
- f. Perform such duties and responsibilities as are currently prescribed or as may be amended in the future in the Bylaws, the Kiwanis International Board Policies and Procedures, or the district bylaws.

**Section 6.** The Governor-elect has the further duties and responsibilities:

- a. Attend the training conferences for governors-elect.
- b. Be responsible for the training of district officers-designate.
- c. Be responsible for the training of club officers and members at the district convention.
- d. Perform such duties and responsibilities as are currently prescribed or as may be amended in the future in the International Bylaws, the Kiwanis International Board Policies and Procedures, or the district bylaws.
- e. Carry out such other duties and responsibilities as are from time to time assigned by the District Board of Trustees.

**Section 7.** The Vice-Governor (if any) has the further duties and responsibilities: *(Rev. 2010)*

- a. Give priority to such training, orientation, and other activities that focus on education, leadership, and growth and prepare him/her to later hold the offices of Governor-elect and Governor.
- b. Perform such duties and responsibilities as are currently prescribed or as may be amended in the future in the International Bylaws, the Kiwanis International Board Policies and Procedures, or the district bylaws.
- c. Perform such other duties and responsibilities as usually pertain to such office or as may be assigned by the District Board of Trustees.

**Section 8.** The Immediate Past Governor shall perform such duties and responsibilities as usually pertain to such office or as may be assigned by the District Board of Trustees.

**Section 9.** The District Secretary has the further duties and responsibilities:

- a. Keep all records of the district.
- b. Assist the Governor and the District Board of Trustees in conducting the business of the district.
- c. Be the executive in charge of the District Office and its departments and, subject to the direction and

control of the District Board of Trustees, select and supervise the staff and employees.

- d. Submit to the proper officers, committees, or persons, all communications received from Kiwanis International, and cooperate with the Governor in forwarding all reports required by Kiwanis International.
- e. Attend and keep the minutes of the meetings of the District Board of Trustees and the district conventions.
- f. Attend all Conventions of Kiwanis International, and if invited, attend meetings of the International Council.
- g. Keep the financial accounts and records and be responsible for proper internal control procedures, including the receipt, deposit, and disbursement, of district and sponsored organization funds in the manner authorized and prescribed by the District Board of Trustees.

h. At all times, make available for inspection by the Governor, the District Board of Trustees, or any authorized auditors, the financial accounts, records, and books of the district and its sponsored organizations.

i. Make a report to the district at its annual convention and such other reports as directed by the Governor or the District Board of Trustees.

j. Perform such other duties and responsibilities as usually pertain to such office or as may be assigned by the Governor or the District Board of Trustees.

k. Give bond for the faithful discharge of the duties of such office, in such amount and with such sureties as are required by the District Board of Trustees.

**Section 10.** The District Treasurer has the further duties and responsibilities:

- a. Be a member of the Finance Committee.
- b. Regularly review and advise the District Board of Trustees on the financial condition of the district and its sponsored organizations.
- c. Make a report at the annual convention.

d. Perform such other duties and responsibilities as usually pertain to such office or as may be assigned by the Governor or District Board of Trustees.

e. Give bond for the faithful discharge of the duties of such office, in such amount and with such sureties as are required by the District Board of Trustees.

**Section 11.** The Trustees have the further duties and responsibilities: (Rev. 2009)

- a. Assist the Governor in the work of the district.
- b. Represent the Governor and, under the direction of the Governor, liaison with their respective regions.
- c. Perform such other duties and responsibilities as usually pertain to such office or as may be assigned by the Governor or District Board of Trustees.

**Section 12.** The Lieutenant Governors have the further duties and responsibilities:

- a. Assist the Governor in the work of the district.
- b. Represent the Governor and, under the direction of the Governor, supervise the district executive work in their respective divisions.
- c. Perform such other duties and responsibilities as usually pertain to such office or as may be assigned by the Governor or District Board of Trustees.

**ARTICLE VI. BOARD OF TRUSTEES**

**Section 1.** The District Board of Trustees shall consist of the Governor, Governor-elect, Vice-Governor (if any), Immediate Past Governor, Secretary, Treasurer, and Lieutenant Governors of each division and/or Trustees of each region.\* (Rev. 2010)

**Alternate:** [\_\_\_\_ Check if preferred]

**Section 1.** The District Board of Trustees shall consist of the Governor, Governor-elect, Vice-Governor (if any), Immediate Past Governor, Secretary, Treasurer, and Trustees for each region.\* (Rev. 2009)

**Option:** [\_\_\_\_ Check if desired]

The District Secretary shall be a member of the District Board of Trustees, but shall be without vote.

**Option:** [\_\_\_\_ Check if desired]

The offices of Secretary and Treasurer are combined. Except where otherwise noted throughout these bylaws, "Secretary-Treasurer" is substituted for "Secretary" and/or "Treasurer."

*\*Note--If desired, the district bylaws may provide for not more than two (2) additional Past Governors to be members of said Board.*

**Section 2.** The management and control of the affairs of the district not otherwise provided for in these bylaws shall be vested in the District Board of Trustees, subject to the supervision and control of the International Board of Trustees.

**Section 3.** The District Board of Trustees shall hold at least two (2) meetings during each year, one prior to October 31 at such time and place as designated by the Governor, and another in connection with the district convention at such time and place as shall be determined by the Board. If the first meeting is held prior to October 1, any action taken shall become effective on October 1.

**Section 4.** A special meeting of the District Board of Trustees may be called by the Governor or two-thirds (2/3) of the members of the entire Board.

**Section 5.** The Board of Trustees may meet and conduct business by any method that allows all participants to simultaneously communicate with one another. Participation by such methods constitutes attendance. Normal board meeting rules and processes apply unless otherwise determined by the Board. Any voice votes not clearly reflecting the necessary number for a motion to pass must be taken individually; however, only adoption or failure must be included in the minutes. If written votes are desired, they may be made by e-mail, fax, or postal mail within a designated period of time following the meeting, as determined by the board. (Added April 2011)

**Section 6.** The District Secretary shall notify each member of the District Board of Trustees and the Executive Director of Kiwanis International, in writing, of the time, place, and date of any meeting at least three (3) weeks in advance of the date of such meeting.

**Section 7.** In the absence of the Governor (or Acting Governor) from a meeting, the District Board of Trustees shall designate one of its members to act as chairman.

**Section 8.** One-half (1/2) of the total members of the District Board of Trustees shall constitute a quorum, and a majority vote of those present shall decide any question, with the exception of those questions for which a greater proportion is specifically required in these bylaws.

**Section 9.** Within thirty (30) days after any special or regular meeting of the District Board of Trustees, the District Secretary shall make a written report, as approved by the Governor, providing a synopsis of the actions taken and transmit the report to the Executive Director of Kiwanis International. A copy of the report shall either be sent to the secretary of each chartered club within the district or be published in the next district bulletin.

## **ARTICLE VII. COMMITTEES**

**Section 1.** The titles, structure, and duties of district standing committees shall be those defined by the International Board of Trustees and set forth in appropriate documents of Kiwanis International.

**Section 2.** Each standing committee shall at all times cooperate with the appropriate Committee of Kiwanis International and promote programs suggested by the Committee among the clubs of the district.

**Section 3.** Subject to the approval of the District Board of Trustees, special committees may be appointed by the Governor and shall perform such duties as may be defined in their creation.

**Section 4:** District committees may meet and conduct business in the same manner as the district Board of Trustees. *(Added April 2011)*

**Section 5.** All committee members shall be subject to removal by the Governor.

## **ARTICLE VIII. CONVENTIONS**

**Section 1.** The annual convention of the district shall be held at such place and date, between March 15 and September 15, as shall be mutually agreed upon by the District Board of Trustees and the International Board of Trustees, except that no district convention shall be held within the period of thirty (30) days prior to, during, or thirty (30) days following the Convention of Kiwanis International. In determining the location of an annual convention, the District Board of Trustees may be guided and advised by the majority vote of the qualified delegates present and voting at an annual convention.

**Section 2.** An invitation from any chartered club for holding an annual convention in its city shall be delivered in writing to the District Secretary.

**Section 3.** Special conventions of the district shall be called by the Governor upon the request of a majority of the chartered clubs in good standing, or upon the request of three-fourths (3/4) of the members of the District Board of Trustees.

**Section 4.** The District Secretary shall mail to each chartered club and to the Executive Director of Kiwanis International an official call to the annual convention at least sixty (60) days prior to the date of the convention, and an official call for any special convention at least thirty (30) days prior to the date of such convention. The District Board of Trustees shall have full supervision and management of all conventions.

**Section 5.** For each convention, the Governor shall appoint a Committee on Credentials and a Committee on Elections, each to consist of at least three (3) members. All members of the Committee on Elections shall be delegates or delegates-at-large.

**Section 6.** At any convention, each chartered club in good standing in the district shall be entitled to seat up to three (3) delegates. Two (2) of the delegates should be the club president and president-designate. To assure proper representation, each chartered club may choose up to three (3) alternate delegates.

**Section 7.** Official delegates of a newly organized Kiwanis club shall be granted full privileges at district conventions after the charter has been approved by the Board of Trustees of Kiwanis International, even if it has not been formally presented to such club. (6/89)

**Section 8.** The delegates and their alternates shall be active or senior members in good standing of the chartered clubs they represent, and shall be elected by such clubs not less than thirty (30) days prior to the date of the annual convention or less than fifteen (15) days prior to the date of any special convention. Their election shall be evidenced by a certificate to the District Secretary duly authenticated by the president and secretary of the club. Should any chartered club fail to so certify the election of its delegates and alternates, then the Committee on Credentials shall have the right to determine the seating of the delegates or alternates for such chartered club.

**Section 9.** All officers and Past Governors of the district who are active or senior members of a Kiwanis club of the district shall be delegates-at-large to all district conventions.

**Section 10.** Each accredited delegate and delegate-at-large present shall be entitled to vote on each question submitted to any convention. There shall be no voting by proxy or absentee ballot. To be accredited, a delegate or delegate-at-large must be certified according to the provision of these bylaws and must have paid a convention registration fee, if such is required.

**Section 11.** The District Board of Trustees may establish uniform convention registration fees to be paid by all persons attending any convention of the district. The proceeds derived from such registration fee shall be expended solely upon approval of the Board.

**Section 12.** The convention may propose, discuss, and adopt resolutions, and recommend matters or concerns to Kiwanis International. The convention shall also consider and act upon matters submitted to it by Kiwanis International.

**Section 13.** In the absence of the Governor (or Acting Governor) from any convention of the district, the District Board of Trustees shall designate the Governor-elect, Immediate Past Governor, or a Trustee or Lieutenant Governor to act as chairman. (Rev. 2009)

**Section 14.** A quorum at any convention of the district shall comprise the official delegates present, and representing not less than one-third (1/3) of the total number of clubs within the district.

**Section 15.** Within thirty (30) days after any convention, the District Secretary shall make a written report, as approved by the Governor, providing a synopsis of the actions taken and shall transmit the report to the Executive Director of Kiwanis International. A copy of the report shall either be sent to the secretary of each chartered club within the district or be published in the next district bulletin.

**Section 16.** In the event that in any year the District Board of Trustees shall determine by resolution that there exists a condition of emergency in the district that compels cancellation of the annual district convention, the Board shall then establish procedures to transact any and all business that would normally be transacted by and at such convention. The preference will be to

call a council meeting to be held during the period provided for district conventions. Such council shall be comprised of the Board and other persons having the status of delegates-at-large to all district conventions.

## ARTICLE IX. CONVENTION PROCEDURE

**Section 1.** The official program of a convention as approved by the District Board of Trustees shall be the order of the day for all sessions. Changes in the program may be made from time to time by a majority vote of the delegates and delegates-at-large present and voting.

### Section 2. Resolutions

**a.** Proposed resolutions may be submitted by majority vote of a club's board of directors to the District Secretary not less than **[indicate number]** \_\_\_\_\_ days\* prior to the date of the district convention. Proposed resolutions may also be submitted by the District Board of Trustees or originated by the Committee on Resolutions.

*\*Note--Insert not less than thirty (30) and not more than sixty (60) days.*

**b.** All proposed resolutions shall be referred to the Committee on Resolutions for its consideration and recommendation to the convention. No resolutions other than those so submitted to or originated by the Committee on Resolutions shall be considered unless consideration thereof shall be recommended by two-thirds (2/3) vote of the District Board of Trustees. Debate on such resolutions shall not be in order until they have been reported out by the Committee on Resolutions or the Board.

**Section 3.** Reports of committees, communications to the international convention, resolutions, amendments, and all motions may be debated during the House of Delegates, except those "undebatable" under *Robert's Rules of Order Newly Revised*, or unless the convention, by a two-thirds (2/3) vote, dispenses with debate. No Kiwanian shall speak longer than five (5) minutes at one time, except as provided in the order of the day or by a majority vote. The members of the Committee on Resolutions shall have the privilege of the floor during the time that the resolutions are being considered by the delegate body, but no member of the Resolutions Committee shall have the right to vote on the resolutions, unless said member is an accredited delegate. (4/99)

## ARTICLE X. NOMINATION AND ELECTION OF OFFICERS

### Section 1. Officers Other than Lieutenant Governors and Trustees

a. The election of officers,\* except the Lieutenant Governors and Trustees, shall be held at the annual convention. (Rev. 2009)

*\*Note--The International Bylaws provide that the District Secretary and/or District Treasurer may be appointed.*

**Alternate: [Check below if preferred]**

- The District Secretary is appointed.  
 The District Treasurer is appointed.

b. If the District Secretary and/or Treasurer is not elected by the house of delegates at the annual convention, the Secretary and/or Treasurer who is to assume office on October 1 shall be appointed by the Governor- designate, with the approval of the District Board of Trustees-designate.

c. The official program of the annual convention shall indicate the time and place of the election of officers.

d. The nominating and election procedure for officers to be elected at the annual convention shall be as follows:

(1) The Governor-elect shall be the sole candidate for the office of Governor and **[choose one, if appropriate\*]: \_\_\_the Vice-Governor or (other district officer)\_\_\_\_\_]** shall be the sole candidate for the office of Governor-elect. (Rev. 2010)

*\*Note: It is an option, not a requirement, for a district to designate the Vice-Governor, if it has one, or another district officer as the sole candidate for Governor-elect. (Rev. 2010)*

(2) All candidates for the offices of Governor, Governor-elect, and Vice-Governor (if any) [and Secretary and/or Treasurer, if elected] must submit written notice of candidacy to the District Secretary no later than the beginning of the first business session of the annual convention. At that session, the Secretary shall make a report of the candidates giving such notice. All candidates

for the office of Governor-elect shall submit a signed agreement to Kiwanis International to fulfill their duties. Each candidate for the office of governor, governor-elect, and vice-governor (if any) also shall have a clear criminal history background check conducted and verified by Kiwanis International. (Rev. 2010)

(3) A majority of all valid votes cast for each position shall be necessary for the election of the Governor, Governor-elect, and Vice-Governor (if any) [and Secretary and/or Treasurer, if elected]. In the event that any ballot cast for Governor, Governor-elect, and Vice-Governor (if any) [or Secretary or Treasurer, if elected] does not show a majority for any nominee for the foregoing offices, the Governor shall designate a time and a place for further balloting for such office. Prior to the second ballot, the nominee having the lowest vote on the first ballot shall be dropped; and on each succeeding ballot, the same procedure shall be followed until a nominee shall have received a majority of all valid voted cast. (Rev. 2010)

*\*Note--If the district elects to have a nominating conference, request suggested procedures from Kiwanis International to amend these bylaws to include a nominating conference.*

e. The voting shall be by ballot only where there are two (2) or more candidates for the same office. Only accredited delegates or delegates-at-large shall be allowed to vote. There shall be no voting by proxy or absentee ballot.

f. Nothing in this Article shall be construed as limiting the right to make further nominations from the floor of the convention.

g. Cumulative voting shall not be permitted.

### Section 2. Committee on Elections

a. Before the election, the District Secretary shall make available to the Committee on Elections a list of the delegates and delegates-at-large as shown by the report of the Committee on Credentials.

b. The Committee of Elections shall have general charge of the election and of distributing and counting the ballots.

c. The Committee on Elections shall report promptly to the convention the results of the balloting and the report shall be signed by a majority of the committee.

**Section 3.** Election of Lieutenant Governor and Lieutenant Governor-elect.

**Option:** [ Check if preferred]

*If the district allows each division to determine its own length of term for Lt. Governor and Lt. Governor-elect, Section 3a shall begin with the following text:*

Each division shall determine, by a process it commits to writing, whether the term for the Lt. Governor and Lt. Governor-elect shall be one year or two years. (Rev. 2008)

a. The Lieutenant Governor of each division shall hold, not later than the second week in April, a division conference for the purpose of electing a Lieutenant Governor and a Lieutenant Governor-elect. The time and place of this conference shall be designated by the Lieutenant Governor. Written notice shall be sent, not later than 10 days prior to the conference, to the president of each club in the division, and to all Past Governors, current and Past Trustees, and Past Lieutenant Governors who are active or senior members of a club in the division. (Rev. 2009)

b. The personnel of the division conference shall be the president and immediate past president of each club in the division or their duly elected alternates, the Lieutenant Governor of the division, and all Past Governors, current and Past Trustees, and Past Lieutenant Governors who are still active or senior members of a club in the division. (Rev. 2009)

c. The representatives present, representing not less than two-thirds (2/3) of the clubs of the division, shall constitute a quorum at the division conference, and each club shall have one (1) vote for each representative present. The Lieutenant Governor, Past Governors, current and Past Trustees, and Past Lieutenant Governors in attendance at the conference shall have the privilege of the floor without the right to vote, except in the event of a tie vote, in which case the Lieutenant Governor shall be entitled to vote. (Rev. 2009)

d. The Immediate Past Lieutenant Governor shall be chairman of the c division onference or, if absent, the immediate predecessor, and so on. In

the absence of a Past Lieutenant Governor, the conference shall elect one of its members as chairman. The conference shall elect one of its members as secretary, and such tellers as may be necessary.

e. Upon completion of organization as above outlined, the division conference shall proceed to elect a Lieutenant Governor and a Lieutenant Governor-elect. The Lieutenant Governor-elect shall be the sole candidate for the office of Lieutenant Governor. However, nothing shall preclude additional nominations from the floor. A majority of all valid votes cast for each office shall be necessary for elections. In the event that no candidate receives a majority of valid votes cast, a new election shall take place immediately, and the person receiving the fewest number of votes shall be eliminated. This procedure shall be followed until one person receives a majority vote. No person shall be submitted to the conference as a candidate for Lieutenant Governor or Lieutenant Governor-elect without the consent of said person first being obtained. Each candidate for Lieutenant Governor shall give assurances of a willingness and ability to carry out the duties and responsibilities of the office of Lieutenant Governor, to attend the leadership education conferences and to officially visit the clubs of the division.

f. A Lieutenant Governor-elect is not a district officer.

g. The division conference shall be guided by the principles, traditions, and precedents of Kiwanis International in its election of officers, and particularly consider the ability, the service, and experience in Kiwanis of a proposed candidate.

h. The Lieutenant Governor shall certify the results of the election to the District Secretary and Kiwanis International immediately following the division conference.

**Section 4.** Election of Trustees. (Rev. 2009)

*Note: If your district does not use the office of Trustee, you may omit this Section.*

a. The Trustee of each region shall hold, not earlier than the first week of the administrative year and not later than May 15 preceding the expiration of the Trustee's term, a regional conference for the purpose of electing a new Trustee for the region. The time and place of this conference shall be

designated by the Trustee. Written notice shall be sent by the Trustee not later than [**choose one: \_\_30 days; or \_\_60 days**] prior to the conference, to the president of each club in the division, and to all current and Past Lieutenant Governors, Past Trustees, and Past Governors who are active or senior members of a club in the region.

**b.** The personnel of the regional conference shall be the president and immediate past president of each club in the region or their duly elected alternates, the Trustee of the region, the Lieutenant Governor of each division in the region, and all Past Governors, Past Trustees, and Past Lieutenant Governors who are still active or senior members of a club in the region.

**c.** The representatives present, representing not less than [**choose one: \_\_a majority; or \_\_one-third (1/3)**] of the clubs of the region, shall constitute a quorum at the regional conference, and each club shall have one (1) vote for each representative present. The Trustee, current and Past Lieutenant Governors, Past Trustees, and Past Governors in attendance at the conference shall have the privilege of the floor without the right to vote, except in the event of a tie vote, in which case the Trustee shall be entitled to vote.

**d.** The current Trustee shall be chairman of the regional conference, unless he/she is a candidate for election. In the absence of the current Trustee, the most recent Past Trustee present and willing shall serve as chairman, or in the absence of a Past Trustee, the conference shall elect a current or Past Lieutenant Governor of a division in the region to act as chairman. The conference shall elect one of its members as secretary, and such tellers as may be necessary.

**e.** Upon completion of organization as above outlined, the regional conference shall proceed to elect a new Trustee. Nothing shall preclude nomination of candidates from the floor. A majority of all valid votes cast shall be necessary for elections. In the event that no candidate receives a majority of valid votes cast, a new election shall take place immediately, and the person receiving the fewest number of votes shall be eliminated. This procedure shall be followed until one person receives a majority vote. No person shall be submitted to the conference as a candidate without the consent of said person first being obtained. Each candidate shall give assurances of a

willingness and ability to carry out the duties and responsibilities of the office of Trustee.

**f.** A Trustee-designate is not a district officer.

**g.** The regional conference shall be guided by the principles, traditions, and precedents of Kiwanis International in its election of Trustees, and particularly consider the ability, the service, and experience in Kiwanis of a proposed candidate.

**h.** The chairman of the regional conference shall certify the results of the election to the District Secretary and Kiwanis International immediately following the conference.

## ARTICLE XI. VACANCIES IN OFFICE

**Section 1.** In the event of a vacancy in the office of Governor, Governor-elect, or Vice-Governor (if any) during an administrative year, the vacancy for the unexpired term shall be filled by majority vote of the District Board of Trustees from among the Past Governors, current or past Lieutenant Governors, or current or past Trustees who are active or senior members of Kiwanis clubs in the district. *(Rev. 2010)*

**Section 2.** In the event of a vacancy in the office of Secretary or Treasurer during the administrative year, the Governor shall appoint a qualified member of a chartered club of the district to fill that office for the unexpired term. This appointment shall be subject to the approval of the District Board of Trustees at its next meeting.

**Section 3.** In the event of a vacancy in the office of Trustee, the vacancy shall be filled as follows: *(Rev. 2009)*

**a.** If the term has one year or less remaining, a qualified member from a club in the same region shall be elected by a 2/3 vote of the District Board of Trustees to serve the remaining term;

**b.** If the term has more than one year remaining, the district shall notify the clubs in the affected region that a replacement Trustee may be elected by a regional conference to be held within sixty (60) days from the date of such vacancy. In the absence of a replacement being elected by a regional conference, a qualified member of a club in the same region shall be elected by a 2/3 vote of the District Board of Trustees.

**Section 4.** In the event of a vacancy in the office of Lieutenant Governor during an administrative year, the Governor shall notify the presidents of the affected division that a replacement Lieutenant Governor may be elected by a conference of the division within thirty (30) days from the date of such vacancy. In the absence of a replacement being elected by a division conference, the Governor shall appoint a qualified member of a chartered club in the same division to fill the office for the unexpired term, which appointment shall be subject to the approval of the District Board of Trustees at its next meeting.

**Section 5.** In the event after election and before October 1 of disability or inability of the district officer to serve for the year for which elected, the District Board of Trustees-designate for said year shall proceed forthwith to appoint or elect the successor in the manner provided for filling vacancies in office during the administrative year. The Governor-designate shall give reasonable notice of the time and place of such election and, if absent or disabled, the Governor of the district shall act.

**Section 6.** In the event that the Governor is temporarily incapacitated and is unable to discharge the duties of the office, the District Board of Trustees shall elect, by a two-thirds (2/3) vote of the entire District Board, a Past Governor, current or Past Trustee, or current or Past Lieutenant Governor who is an active or senior member of a Kiwanis club in the district to become Acting Governor until the Governor is able to resume the duties of the office. While the Governor is incapacitated, the Acting Governor shall be the executive officer of the district and shall have all the duties, responsibilities, and authority given to the Governor by these bylaws and the Bylaws of Kiwanis International. If, after a period of sixty (60) days, it appears to the Board that the Governor continues to be incapacitated and is not able to resume the duties and responsibilities of office, the Board may declare the office of Governor vacant and the vacancy shall be filled in accordance with the provisions for filling vacancies in such office as contained in these bylaws. (Rev. 2009)

## **ARTICLE XII. REMOVAL OF OFFICERS**

**Section 1.** Whenever it shall appear to the Governor or majority of the District Board of Trustees that an officer may be engaging in conduct unbecoming a Kiwanian or is failing to perform the duties of that office, the District Board shall give written notice of the alleged facts to the officer within thirty (30) days.

A special meeting of the Board to consider the alleged facts shall be held within thirty-five (35) days thereafter, with at least twenty-one (21) clear days written notice being given to all members of the Board of such meeting. Service of such notice shall be deemed effective five (5) days after such notice is mailed. In the event that the Board, by two-thirds (2/3) vote of the entire Board, finds the officer has engaged in conduct unbecoming a Kiwanian, or is not performing the duties of such office and declares such office vacant, a new officer to fill such vacancy shall be elected or appointed forthwith as provided in these Bylaws.

**Section 2.** Whenever a district officer is removed from office for reasons involving conduct unbecoming a Kiwanian or failure to perform the duties of office or resigns from office, that person may be declared by the district board to be ineligible to hold a district office or appointment. (Rev. 2010)

## **ARTICLE XIII. PUBLIC ACTIVITIES**

**Section 1.** The district may, from time to time, express by proper means its attitude on questions of public importance and any proposed legislation affecting communities within the territory of the district, provided that no Kiwanis clubs outside the district are affected by the same.

**Section 2.** When Kiwanis clubs outside the district are affected by any such public question or proposed legislation, before expressing an opinion, the district shall refer the matter, with its recommendation, to the International Board of Trustees. Upon approval of the recommendation by the International Board, the district may publicly express its opinion through legal and proper means.

**Section 3.** The district shall not be used in any way for political purposes, nor shall it as a district actively participate in the political candidacy of any person.

**Section 4.** Notwithstanding Sections 1, 2, and 3 above, no substantial part of the activities of the district shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the district shall not participate in or intervene in (including publication or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

## ARTICLE XIV. REVENUE

**Section 1.** Each member club shall pay to the district for each of its members, with the exception of honorary members, the sum of [indicate amount] \$ \_\_\_\_\_ \* **per annum as the subscription price of the district bulletin and [indicate amount] \$ \_\_\_\_\_ \* per annum as dues.** The total amount shall be due annually on October 1, payable not later than sixty (60) days thereafter, and is to be based upon the annual membership report of the respective clubs to Kiwanis International as of September 30. The total amount shall include all district charges other than the new member add fee and registration fees for district conventions or conferences. *(Rev. 2009)*

**PROVISO:** Between October 1, 2010, and October 1, 2012: *(Rev. 2009)*

- For clubs organized between September 1 and December 31:
  - For the year 2010-11, payment shall be based on the club roster as of September 30, 2010, and shall be due October 1, 2010, and payable no later than November 30, 2010.
- For clubs organized between January 1 and April 30:
  - For the year 2010-11, payment shall be based on the club roster as of Sept. 30, 2010, and shall be due December 1, 2010, and payable no later than January 31, 2011;
  - For the year 2011-12, payment shall be based on the club roster as of September 30, 2011, and shall be due October 1, 2011, and payable no later than November 30, 2011.
- For clubs organized between May 1 and August 31:
  - For the year 2010-11, payment shall be based on the club roster as of Sept. 30, 2010, and shall be due February 1, 2011, and payable no later than March 31, 2011;
  - For the year 2011-12, payment shall be based on the club roster as of Sept. 30, 2011, and shall be due December 1, 2011, and payable no later than January 31, 2012;
  - For the year 2012-13, payment shall be based on the club roster as of September 30, 2012, and shall be due October 1, 2012, and payable no later than November 30, 2012.

**Section 2.** New member add fees, as established by the house of delegates, shall be paid to the district in the amount of [indicate amount] \$ \_\_\_\_\_.

**Alternate:** [ \_\_\_\_\_ Check if preferred]

**Section 2.** A fee for each new member of no more than the amount of district dues (including bulletin subscription fee, if any) shall be paid to the district on a graduated scale determined by the district board. *(Rev. 2009)*

**Section 3.** Registration fees for district conventions and conferences, as established by the District Board of Trustees, shall also be paid to the district.

**Section 4.** No financial obligation other than the revenues provided in this Article shall be placed upon the clubs by the district, except:

- a. by a two-thirds (2/3) vote of the delegates at a convention; or
- b. by a two-thirds (2/3) vote upon a referendum submitted to all clubs of the district, and with the approval of the International Board of Trustees.

## ARTICLE XV. FINANCE

**Section 1.** The fiscal year of the district shall begin on October 1 and terminate on the following September 30.

**Section 2.** Not later than October 15, the District Board of Trustees shall approve a budget of estimated revenues and expenses, including capital expenditures, for the year.

**Section 3.** The books of account of the district shall be examined at least once each administrative year by a qualified individual or company selected by the District Board of Trustees. The individual(s) should be qualified to perform such work in their respective jurisdiction. A copy of the financial report shall be sent to the Executive Director of Kiwanis International by March 31 and to members of the appropriate district leadership or as stated in the district bylaws. *(Jan. 2009)*

**Section 4.** The District Board of Trustees shall determine the official depository or depositories and shall designate those persons who shall sign checks.

**Section 5.** The necessary traveling expenses of all district officers when engaged in the business of the district may be paid by the district in accordance with the provisions of the budget.

**Section 6.** The necessary expenses of the Governor incurred in attending the Convention, Council, and any conference of Kiwanis International may be paid by the district.

**ARTICLE XVI. NATIONAL OR LOCAL REQUIREMENTS**

**Section 1.** Provisions required by national or local laws are as follows [list provisions, if any]:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE XVII. OTHER AUTHORITIES**

**Section 1.** For authority on all matters not specifically covered by these bylaws, the following documents, current or as amended in the future, shall be consulted in order of priority to determine such matters:

- First**--Kiwanis International Bylaws
- Second**--Kiwanis International Policies and Procedures

**ARTICLE XVIII. PARLIAMENTARY AUTHORITY**

**Section 1.** "Robert's Rules of Order Newly Revised" shall be the parliamentary authority for all matters of substance or procedure not specifically covered in these bylaws.

**ARTICLE XIX. AMENDMENTS**

**Section 1.** Amendments to these bylaws, if in conformity with the Bylaws of Kiwanis International, may be adopted by a two-thirds (2/3) vote of the delegates and delegates-at-large voting at any convention. Proposed amendments, which shall be submitted only by a club in good standing or by the District Board of Trustees, shall be received by the District Secretary at least sixty (60) days prior to the date of the convention. The Secretary shall send a copy of all proposed amendments to the secretary of each chartered club not less than thirty (30) days prior to the date of the convention.

**Section 2.** If these bylaws are in conflict with the Kiwanis International Bylaws, current or as amended in the future, this district shall amend these bylaws to bring them into conformity with the Kiwanis International Bylaws.

**ARTICLE XX. SEVERABILITY**

**Section 1.** In the event that any provision of these bylaws is held invalid, all other provisions shall remain in effect.

**ARTICLE XXI. APPROVAL OF KIWANIS INTERNATIONAL**

**Section 1.** These bylaws and all amendments or additions, including any districting, redistricting, or grouping of clubs, shall not be effective unless approved by the International Board of Trustees.

Adopted by the \_\_\_\_\_  
District of Kiwanis International on:

\_\_\_\_\_  
(date)  
\_\_\_\_\_  
District Governor  
\_\_\_\_\_  
District Secretary

**APPROVED BY KIWANIS INTERNATIONAL:**

\_\_\_\_\_  
(date)  
**BY:** \_\_\_\_\_  
Kiwanis International

**Note: Two (2) copies of these bylaws and/or any amendments must be forwarded to Kiwanis International and one copy will be returned to the district with the noted approval.**

*(Revised by the Kiwanis International Board, April 2011)*