



The Results

Amendments and Resolutions

**considered at the
95th Annual
Kiwanis International
Convention**



TABLE OF CONTENTS

Notice to clubs	1
Basic Parliamentary Procedure at a Glance	2
Amendment 1	Changing region numbers to names.....	3
Amendment 2	Discipline of International officers	6
Amendment 3	Criminal history background checks	8
Amendment 4	Top staff position title	10
Amendment 5	Optional district office of vice-governor	12
Amendment 6	Club convention fee for international conventions	14
Amendment 7	Official publications	16
Amendment 8	Federation convention dates.....	17
Amendment 9	Summarizing preface to the Kiwanis Objects	18
Amendment 10	Voting privileges for new clubs	20
Amendment 11	Club delegates based on club size.....	22
Amendment 12	Non-delegates in the house at international conventions	24
Amendment 13	Dues discount for members age 65 and over.....	26
Amendment 14	New class of family members	27
Resolution 1	In Memoriam: Past International President Aubrey Irby.....	34



July 2010

The enclosed amendments to the Kiwanis International Bylaws and one resolution were presented for action at the 95th Annual International Convention in Las Vegas, Nevada, USA, at the House of Delegates on Friday, June 25, 2010.

The voting results are shown in this booklet.

The present provisions of each Article and Section are shown.

- Text to be added by the amendment is underlined (underlined).
- Text to be deleted by the amendment is lined out (~~lined out~~).
- Text proposed from the floor and adopted as an addition to the amendment is double underlined (double underlined).

Example:

Original wording Each club shall hold a program.

Proposed changes shown Each club ~~shall~~ may hold ~~a program~~
an annual meeting.

Onsite revision Each club ~~shall~~ may hold ~~a program~~ an
annual meeting in April.

New wording would be..... Each club may hold an annual meeting in
April.

If you have any questions, please contact Kiwanis International Governance Specialist Diana O'Brien at the Kiwanis International Office, 317-875-8755, ext. 224, or by e-mail at dobrien@kiwanis.org.

PARLIAMENTARY PROCEDURE AT A GLANCE

(Robert's Rules of Order—Newly revised)

PLEASE NOTE: Anyone wishing to make a change to a proposed amendment (making an amendment to a motion) is required to submit the change in writing, in English, to the Executive Director (or designee) before going to the microphone. This ensures your change will be reflected accurately.

PUTTING A MOTION ON THE FLOOR: To make a motion or an amendment to a motion, the maker should go to the microphone, be recognized by the presiding officer (International President), state his/her name and club, then state the motion (or amendment to the motion). The motion (or amendment) is seconded from the floor. The presiding officer then places the motion before the House for discussion. The club delegate may speak to the motion (or amendment) first. Note: Once a motion is placed before the House by the presiding officer, it is under the control of the House and does not belong to the delegate making the motion. For example, it cannot be withdrawn later without permission of the House.

SECONDS TO MOTIONS: It is not necessary to agree with a motion to second it. A second only implies that there is more than one person who wishes to discuss the motion. Therefore, if a motion is coming from the International Board or a committee, it does not need a second from the floor.

AMENDMENTS TO MOTIONS: A motion that is on the floor may have two amendments pending at one time. However, the first amendment must relate to the main motion and the second amendment must relate to the first amendment to the motion.

REFER OR POSTPONE: A motion to postpone or refer to a committee can be made while a main motion or an amendment to a main motion is pending.

CLOSE DEBATE or CALL THE QUESTION (same motion): A delegate must go to a microphone to move to close debate or call the question. The motion needs a second. There is no discussion, and it takes a two-thirds (2/3) vote of the delegates present and voting to pass. After the motion to close debate or call the question is approved, there will be an immediate vote on the pending motion.

TABLE A MOTION: A motion to table ("lay on the table") should not be used to kill the motion on the floor and should not be used to postpone consideration of the motion. If a delegate does not like the motion, he/she should vote against it. If a delegate wishes to discuss the motion at another time, he/she can move to postpone or to refer the motion to a committee (see above). There is no motion such as "table until xxxx time." (Instead, the correct motion would be "postpone until xxxx time.") A motion to table is used only in an emergency.

POINT OF ORDER: If a delegate believes there was a breach of parliamentary procedure, he/she may call for a point of order. If the point of order refers to an action made by someone other than the presiding officer, the delegate should give the presiding officer time to correct the problem before interrupting with the point of order. If a delegate cannot reach a microphone in a timely manner, he/she may shout out "point of order" from his/her place while approaching a microphone.

QUESTIONS: If a delegate wishes to make a motion and is not sure how to proceed, the delegate should ask the presiding officer.

Amendment 1

Changing region numbers to names

Submitted by: The Kiwanis International Board of Trustees

Purpose: To change the designation for regions from numbers to names

Effective Date: October 1, 2010

Result: Adopted as amended

KI Board Position: The Kiwanis International Board proposes this amendment for the following reasons:

- This eliminates the perception of hierarchy—of any region being first or last, above or below any others in priority or importance. An alphabetical listing by name is preferable.
- Very few people among the membership or leadership know which region is which when using only their current numerical designations.
- The current boundaries of all existing regions and the districts included in each are remaining as-is, with the exception that Region V would no longer be split between Latin America and “at-large.”
- The new names indicate the general area of each region. The definition of each region will move to Policy, which allows the Board to quickly respond when needed – for instance, when a district-in-formation achieves full district or a new Kiwanis nation is added – without requiring a housekeeping Bylaws change to go before the House of Delegates. Changes to Policy must be published to members.

Amend Article XIII, Section 1, as follows:

ARTICLE XIII. BOARD OF TRUSTEES

Section 1.

- a. The Board of Trustees shall consist of the President, President-Elect, Immediate Past President, Vice-President, and fifteen (15) Trustees. (7/06)
- b. (1) For the purpose of providing Trustee representation on the Board of Trustees, Kiwanis International shall be divided into ~~five~~ seven (7) electoral regions as follows, each to include areas as defined by the International Board: (6/97)
 - Africa
 - Asia-Pacific Region IV—~~The Asia-Pacific area, which includes the districts of Australia, Japan, Korea, Malaysia, New Zealand-South Pacific, Philippine Luzon, Philippine South, and Taiwan~~
 - Canada and Caribbean Region II—~~The Eastern Canada and the Caribbean District and the Western Canada District.~~
 - Europe Region III—~~Europe, including all European Districts—~~

- Latin America Region V—The Americas, which includes all areas south of the United States. (6/97)
- Middle East
- United States and Pacific Canada Region I—All districts which include one (1) or more of the 50 states of the United States. (6/93)

(2) Each nondistricted club shall be attached to a region designated by the Board of Trustees. (6/96)

(3) Districts formed after the adoption of this amendment shall be assigned to a region by action of the Board of Trustees.

- c. The Trustees of the Board of Trustees shall be elected so as to provide that: (6/97)

(1) (4) Region IV The Asia-Pacific Region is guaranteed two (2) Trustees, to be selected by that region by a procedure it recommends and which is approved by the Board of Trustees. (6/97)

(2) Region II The Canada and Caribbean Region is guaranteed one (1) Trustee, to be selected by that region by a procedure it recommends and which is approved by the Board of Trustees. (6/97)

(3) Region III The Europe Region is guaranteed two (2) Trustees, to be selected by that region by a procedure it recommends and which is approved by the Board of Trustees. (6/97)

(4) (1) Region I The United States and Pacific Canada Region (b) Region I is guaranteed nine (9) Trustees. (a) Trustees shall to be elected at-large by delegates from Region I from that Region at the annual International convention until such time that an alternate plan is presented by Region I the region and approved by the Board of Trustees. (7/98)

(5) Region V

(a) When Region V has only one (1) district, this Trustee seat shall be filled by a nominee from Regions II, III, IV, or V.— This guaranteed seat would be elected at-large at an annual International convention by all delegates and delegates-at-large. (7/98)

(b) Subject to subsection (5)(a) above, when Region V has a minimum of two (2) districts, Region V is guaranteed one (1) Trustee, to be selected by that region by a procedure it recommends and which is approved by the Board of Trustees. (6/97)

(5) Other Regions. When another region has a minimum of two districts, it will be considered by the Kiwanis International Board for a guaranteed seat, subject to the appropriate amendment of this Article.

(6) At-Large Seat. Until such time that all defined regions have at least one (1) guaranteed seat on the Kiwanis International Board, there shall be one at-large seat, which shall be filled by a nominee

from any region other than the United States and elected at-large at an annual International convention by delegates and delegates-at-large from all regions.

- d. No district may have more than one (1) member on the Board of Trustees.
- e. A district shall not have a member on the Board of Trustees for one (1) administrative year after another person from that district has completed membership on the Board of Trustees, except where necessary to fill a guaranteed seat as provided in these Bylaws.

PROVISO: If this amendment is adopted, all other references to region numbers throughout the Bylaws and governing documents will be changed accordingly.

*Amendments from the floor are indicated with double underscores.

Amendment 2

Discipline of international officers

Submitted by: The Kiwanis International Board of Trustees

Purpose: 1) To eliminate unintended contradictions regarding discipline of International officers; and 2) To allow the International Board the ability, if deemed appropriate, to bar someone removed from office from filling other offices or appointments

Effective Date: Immediately

Result: Adopted

KI Board Position: The Kiwanis International Board proposes this amendment for the following reasons:

- At the 2006 International Convention in Montréal, a club proposed an amendment to subsection 8d with the stated purpose “to expand the definition of ‘conduct unbecoming a member of the Kiwanis International Board of Trustees’ to all Kiwanis International officers.” The amendment was adopted and the result is what you see below. The club obviously intended for Section 8 to apply to governors as well, since governors are the only Kiwanis International officers other than Kiwanis International Board members, and the record of debate on the floor bears this out. However, the amendment inadvertently did not correspondingly amend subsections 8a-c; thus, the Board recommends the housekeeping revisions shown below to correct the situation.
- Generally, a person removed from office for failing to perform the duties of office or for conduct unbecoming a Kiwanian should not be placed in other positions of leadership, since he/she generally would not be considered a good role model.
- This amendment does not dictate a mandatory consequence of removal or resignation from office, but allows the Board discretion, depending on the circumstances involved.

Amend Article XIX, Section 8, as follows:

ARTICLE XIX. VACANCIES IN OFFICE

Section 8.

- a. Whenever it shall appear to the President or two-thirds (2/3) of the Board of Trustees that ~~a member of the Board~~ a Kiwanis International Officer may be failing to perform the duties of that office or is engaging in conduct unbecoming ~~a member of the Board~~ an International Officer, written notice of the alleged facts shall be given to that ~~member~~ officer within thirty (30) days. (6/99)
- b. A special meeting of the Board to consider the alleged facts shall be held within thirty-five (35) days thereafter, unless a regularly scheduled meeting shall take place within such thirty-five (35)

day period, with at least twenty-one (21) days written notice being given to all members of the Board of such facts and meeting. Delivery of such notice shall be deemed effective five (5) days after such notice is mailed. The ~~Board member~~ officer so accused shall have the right to attend such meeting, be presented with the alleged facts, and be given the opportunity to provide a defense to such charges as provided in Kiwanis procedure. (6/99)

c. In the event that the Board, by a two-thirds (2/3) vote of the entire Board, finds such ~~member~~ officer is not performing the duties of such office or has engaged in conduct unbecoming a ~~member of the Board~~ an International Officer and takes action as provided in Kiwanis procedure or declares such office vacant, such vacancy shall be filled as provided herein. (6/99)

d. "Conduct unbecoming an International Officer" is defined as any conduct that:

(1) is incompatible with the best interests of the public or of members of Kiwanis, and/or

(2) tends to harm the standing of Kiwanis in the local or global community, as further defined in the Kiwanis International Board Policy on "Conduct Unbecoming an International Officer." (7/06)

e. Whenever a district or International 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 International Board to be ineligible to hold an International office or appointment.

PROVISO: If this amendment is adopted, the Standard Form for District Bylaws shall be revised similarly to subsection 8(e) to provide that a district board has the same authority, under the same circumstances, regarding district officers.

Amendment 3

Criminal history background checks

Submitted by: The Kiwanis International Board of Trustees

Purpose: To require criminal history background checks for all incumbents and candidates for International Office and offices in direct line of succession to District Governor in order to assure the highest standards of leadership in Kiwanis

Effective Date: October 1, 2010

Result: Adopted as amended

KI Board Position: The Kiwanis International Board proposes this amendment for the following reasons:

- Kiwanis currently conducts criminal history background checks for adults attending Key Leader and Key Club International convention. Such checks are now a common requirement for many groups and persons working with the public, especially children.
- A clear background check should be necessary not only to hold office, but to be considered an eligible candidate for office.
- Due to the necessity for speed and consistency in evaluation, all background checks should be conducted via the same process through Kiwanis International.
- The Board also is adopting a Policy and Procedure on background checks defining acceptable and unacceptable results and stating an appeals process.
- This amendment also updates the text to reflect that Kiwanis no longer holds two business sessions.

Amend Article XI, Section 3; Article XVIII, Section 3a; and Article IX by adding a new Section 3; as follows:

ARTICLE XI. OFFICERS

Section 3. Each elected officer shall be an active, privileged, or senior member in good standing of a club and the members of the Board of Trustees shall have served as a district governor. Each officer also shall have and maintain a clear criminal history background check conducted and verified by Kiwanis International. No offices shall be combined in one (1) person, nor shall any officer simultaneously hold more than one (1) International office. (6/97)

ARTICLE XVIII. NOMINATION AND ELECTION OF OFFICERS

Section 3.

- a. The nomination and election procedures for officers to be elected at the annual International convention shall be as follows: (7/98)

(1) The President-Elect shall be the sole candidate for the office of President. (6/95)

(2) The Vice-President shall be the sole candidate for the office of President-Elect. (7/06)

(3) All candidates for the offices of President-Elect, Vice-President, and Trustees for the announced number of terms available must submit notice of candidacy to the Chief Executive Officer no later than the ~~close opening~~ of the first business session of the annual International convention. (7/06)

(4) No person shall be considered as a candidate until or unless the following requirements have been met:

- ~~without the Written consent of such person has been given having been obtained.~~ (6/95)
- ~~(5) No person shall be considered as a candidate without the Prior endorsement of the candidate's district board of trustees or district house of delegates having been obtained has been provided.~~ (6/99)
- A clear criminal history background check has been conducted and verified by Kiwanis International

~~(6)(5) Except as otherwise provided by these Bylaws, and provided that the prior endorsement of the candidate's district board of trustees or district house of delegates has been obtained, nothing contained in this Section shall be construed as limiting the right to make further nominations from the floor of the convention, provided the written consent of persons so nominated has been obtained and presented to the Chief Executive Officer prior to the nomination.~~ (6/99)

ARTICLE IX. DISTRICTS

Section 3. Each district officer shall be an active, senior, or privileged member in good standing in a club of the district; and each lieutenant governor shall be an active, senior, or privileged member in good standing in a club in the division from which elected. 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.

NOTE: The first sentence of Article IX, Section 3, is already provided in the Standard Form for District Bylaws and thus already a requirement for districts. It would now be reflected in the International Bylaws.

NOTE: Current Sections 3 – 17 will be renumbered as Sections 4-18.

**Amendments from the floor are indicated with double underscores.*

Amendment 4 Top staff position title

Submitted by: The Kiwanis International Board of Trustees

Purpose: To return the title of the top staff position in Kiwanis International to Executive Director

Effective Date: Immediately

Results: Adopted

KI Board Position: The Kiwanis International Board proposes this amendment for the following reasons:

- This is a title change only, with no change in duties or role.
- Most Kiwanians can readily identify the position/title of Executive Director, which also more closely aligns with the top staff titles among organizations similar to Kiwanis.

Amend Article XI, Sections 1, 4, and 5; Article XII, Section 5; and Article XIX, Section 7, as follows:

ARTICLE XI. OFFICERS

Section 1. The officers of Kiwanis International shall be a President, President-Elect, Immediate Past President, Vice-President, ~~Chief Executive Officer (CEO)~~ Executive Director, fifteen (15) Trustees, and a District Governor for each district. The authority and duty of each officer shall be such as are defined in these Bylaws. (7/07)

Section 4. All officers, except the ~~Chief Executive Officer~~ Executive Director, shall serve without compensation. No elected officer shall accept any remunerative employment from Kiwanis International. (7/98)

Section 5. The Board of Trustees shall appoint and determine the salary of the ~~Chief Executive Officer~~ Executive Director and shall have the power to appoint and determine the compensation of such other administrative officers as in its judgment may be necessary. (7/98)

ARTICLE XII. DUTIES OF OFFICERS

Section 5. ~~Chief Executive Officer (CEO)~~ Executive Director

- a. The ~~Chief Executive Officer (CEO)~~ Executive Director shall be the active managing officer of Kiwanis International under the supervision and direction of the President and the Board of Trustees. The ~~Chief Executive Officer~~ Executive Director shall assist the President and the Board of Trustees in conducting the business of Kiwanis International, and shall perform such duties as are specified or implied in these Bylaws or as may be assigned by the Board of Trustees. (7/07)
- b. The ~~Chief Executive Officer~~ Executive Director shall attend all meetings of the Board of Trustees, the Executive Committee, and

the International Council, and all International conventions, and shall act as the secretary thereof, but shall have no vote. (7/07)

- c. The ~~Chief Executive Officer~~ Executive Director shall give bond for the faithful discharge of the duties of such office in a sum and with such sureties as are required by the Board of Trustees. (7/07)
- d. The ~~Chief Executive Officer~~ Executive Director shall sign all documents issued by Kiwanis International when required; affix the corporate seal of the organization when required; keep the financial accounts and records; and be responsible for proper internal control procedures, including the receipt, deposit, and disbursement of Kiwanis International funds in the manner authorized and prescribed by the Board of Trustees. (7/07)
- e. The ~~Chief Executive Officer~~ Executive Director shall make a report to Kiwanis International at the annual International convention and such other reports as directed by the President or the Board of Trustees. The financial accounts, records, and books of Kiwanis International shall at all times be open to the inspection of the President, the Board of Trustees, and any auditors named by the Board of Trustees. (7/07)
- f. The ~~Chief Executive Officer~~ Executive Director shall be the executive in charge of the Kiwanis International Office and regional offices and their departments and shall be responsible for the selection and the supervision of the staff and employees, subject to the direction and control of the Board of Trustees. The ~~Chief Executive Officer~~ Executive Director shall act as Editor of the official publication of Kiwanis International with duties as defined in these Bylaws. (7/07)

ARTICLE XIX. VACANCIES IN OFFICE

Section 7. In the event the President is temporarily incapacitated and unable to discharge the duties of the office, as determined by a two-thirds (2/3) vote of the entire Board of Trustees, the Immediate Past President shall become Acting President until the President is able to resume those duties. While the President is incapacitated, the Acting President ~~shall be the executive officer of Kiwanis International and~~ shall have all the duties, responsibilities, and authority given to the President by these Bylaws. If, after a period of sixty (60) days, it shall appear to the Board of Trustees that the President continues to be incapacitated and is not able to resume the duties and responsibilities of the office, the Board of Trustees may declare the office of President vacant and the vacancy shall be filled in accordance with the provisions for filling vacancies in office as prescribed herein. (7/98)

PROVISO: If this amendment is adopted, all other references in the Kiwanis International Bylaws and other governing documents to "Chief Executive Officer" and/or "CEO" shall be changed accordingly to "Executive Director."

Amendment 5

Optional district office of vice-governor

Submitted by: The Kiwanis International Board of Trustees

Purpose: To accommodate districts that wish to have an additional year of training and orientation for the person who will eventually serve as governor

Effective Date: Immediately

Results: Adopted

KI Board Position: The Kiwanis International Board proposes this amendment for the following reasons:

- Districts that prefer to have an additional year of training and orientation for the person who will serve as governor-elect and then governor would now be able to do so.
- Districts that wish to have the additional year in their line of succession will no longer have to use the office of secretary or treasurer for such a position.
- However, districts may retain their current positions and titles if they prefer to do so.

Amend Article IX, current Sections 2-5 and add a new Section 5; and Article XIV, Section 3, as follows:

ARTICLE IX. DISTRICTS

Section 2. The officers of a district shall be a district governor, a governor-elect, the immediate past governor, a lieutenant governor for each division of the district, and/or a trustee for each region of the district, a secretary, and a treasurer. If so provided in the district bylaws, districts may designate an existing office or an additional office, hereinafter referred to as vice-governor, that shall be the sole candidate for governor-elect. There may be an acting governor appointed as provided in these Bylaws. (6/04)

Section 3. The board of trustees of a district shall consist of the district governor, the governor-elect, vice-governor (if any), the immediate past governor, the lieutenant governors of each division and/or the trustees of each region, the treasurer, and the secretary of said district. If there shall be appointed an acting governor, as provided in these Bylaws, said acting governor shall be a member of the board of trustees during the incapacity of the district governor. The district bylaws may provide for not more than two (2) additional past governors to be members of said board. (6/04)

Section 4. District officers shall be elected in the following manner, as specifically provided in the district bylaws:

- a. The district governor, ~~and the governor-elect, and vice-governor (if any)~~ shall be elected at the annual district convention ~~as provided in the district bylaws.~~

- ~~b.~~ As provided in the district bylaws, The lieutenant governors shall be elected at a meeting of representatives of the clubs in their respective divisions called expressly for this purpose and held not later than the second week in April.
- ~~c.~~ As provided in the district bylaws, The trustees of each region shall be elected at a meeting of representatives of the clubs in their respective regions called expressly for this purpose and held between the first week of the administrative year and not later than May 15.
- ~~d.~~ The district secretary and district treasurer may be either elected or appointed as ~~provided by the district bylaws.~~
- ~~e.~~ The secretary and the treasurer may be the same person, but no other offices shall be combined in one (1) person. (6/08)

NOTE: The remainder of current Section 4 is shown as part of new Section 5.

Section 5. Officer terms shall be generally as follows, as specifically provided in the district bylaws, or until said officer's successor shall be duly elected and qualified. The terms of all district officers shall begin on October 1.

- ~~a.~~ Each officer, except separately elected lieutenant governors and district trustees as provided in the district bylaws, The governor, governor-elect, vice-governor (if any), secretary, and treasurer shall serve for the term of one (1) year or until said officer's successor shall be duly elected and qualified.
- ~~b.~~ Each lieutenant governor shall serve for a term of up to two (2) years as provided in the district bylaws or until said lieutenant governor's successor shall be duly elected and qualified.
- ~~c.~~ Each district trustee shall serve for a term of up to three (3) years as provided in the district bylaws or until said district trustee's successor shall be duly elected and qualified. The terms of all district officers shall begin on October 1. (6/08)

Section 5-6. The district governor, in order to serve as an officer of Kiwanis International, ~~and the governor-elect, and the vice-governor (if any)~~ shall perform such duties and responsibilities as are currently prescribed or as may be amended in these Bylaws, Kiwanis International Board Policies and Procedures, and the district bylaws. (7/98)

ARTICLE XIV. INTERNATIONAL COUNCIL

Section 3. The International Council shall consist of the Board of Trustees, the Past International Presidents, the Federation Presidents, the Chairman of Kiwanis Asia-Pacific, and the district governors. In case any district governor cannot be present at a meeting of said Council, the governor may, with the approval of the International Board of Trustees, appoint the district governor-elect, district vice-governor, a district trustee, or a lieutenant governor to attend as a replacement with like powers. (7/98)

Amendment 6

Club convention fee for international conventions

Submitted by: The Kiwanis International Board of Trustees

Purpose: To allocate the costs to hold conventions of the organization equitably among the member clubs of the organization

Effective Date: October 1, 2010

Results: Defeated

KI Board Position: The Kiwanis International Board proposes this amendment for the following reasons:

- It is the responsibility of all Kiwanis clubs, as the constituent members of Kiwanis International, to conduct the business of the organization, which is held at the annual international convention.
- This amendment would make it easier and less expensive for a greater number of clubs and members to attend the international convention—Kiwanis' premiere event for training, education, motivation, and fellowship.
- Costs for the convention of the organization should be distributed equitably among all member clubs. Costs are currently borne only by attendees, which in effect places a higher burden or "penalty" on attending clubs.
- The club convention fee would eliminate the need to charge registration fees for all club members. There will still be a fee(s) for registered guests as well as ticketed events.

FOR REFERENCE:

Article VII, Section 3, defines clubs in good standing: "Any club more than sixty (60) days in arrears for any indebtedness to Kiwanis International or a federation or for any annual dues to a district thereof shall not be considered 'in good standing'..."

Article XVI, Section 1, states: "For any International convention, each club in good standing shall be entitled to two (2) delegates and two (2) alternates, chosen by the club."

Amend Article XXII by adding a new Section 3; Article XV, current Section 8 and add a new Section 8; and Article XVI, current Section 6 and add a new Section 5, as follows:

ARTICLE XXII. REVENUE

Section 3. Each member club shall pay a club convention fee to Kiwanis International, whether or not they attend the International Convention, such fee to be determined by the International Board of Trustees and used to defray the expenses of the annual International Convention. Payment of this fee allows all members of a club in good standing to attend the annual International convention.

NOTE: Current Sections 3 – 10 will be renumbered to new Sections 4 – 11.

ARTICLE XV. INTERNATIONAL CONVENTIONS

Section 8. No club member may attend the convention unless such member's club is in good standing.

~~Section 9.~~ 2. The Board of Trustees shall establish a uniform registration fee to be paid to Kiwanis International by all ~~persons~~ non-members attending any International convention. (7/98)

ARTICLE XVI. DELEGATES AND DELEGATES-AT-LARGE

Section 5. A Kiwanian shall be entitled to only one delegate status, either delegate or delegate-at-large, and one vote. A qualified delegate-at-large must surrender at-large status to represent a club. A delegate representing a club must surrender that status to return to delegate-at-large status (if so qualified).

Note: The content of new Section 5 is already stated in Procedure and already a process Kiwanis follows. It would now be stated in the Bylaws.

~~Section 6.~~ 6. (Renumbering only. No change to existing text.)

~~Section 7.~~ 7. No delegate ~~or delegate-at-large~~ shall be entitled to vote in a convention unless ~~and until the delegate's registration fee has been paid~~ the member's club is in good standing. Additionally, any delegate-at-large who changes status to represent a club may only represent a club in good standing.

~~Section 8.~~ 8. (Renumbering only. No change to existing text.)

Amendment 7 Official publications

Submitted by: The Kiwanis International Board of Trustees

Purpose: To make more effective use of electric methods of communications and information distribution

Effective Date: October 1, 2010

Results: Adopted

KI Board Position: The Kiwanis International Board proposes this amendment for the following reasons:

- This recognizes the many methods of information distribution now available, such as Websites and emerging communication media.
- There is no intention to stop printing the KIWANIS magazine; rather, the intention is to make communications available worldwide less expensively via electronic methods and to improve Web operations, etc.

Amend Article XXI, Section 1, as follows:

ARTICLE XXI. OFFICIAL PUBLICATIONS

Section 1. The Board of Trustees shall publish, or cause to be published, under its supervision and control, ~~a periodical~~ periodicals which shall be the official publications of Kiwanis International.

PROVISO: If this amendment is adopted, all applicable references in the Bylaws and other governing documents to “the official publication” will be changed to “official publications.”

Amendment 8 Federation convention dates

Submitted by: The Kiwanis Club of Askøy, Norway

Purpose: To allow federation conventions to be held within the stated 20-day prohibition period for good reason if deemed appropriate by the Kiwanis International Board of Trustees

Effective Date: Immediately

Results: Adopted

Proposer's Position: The club proposes this amendment for the following reasons:

- To be able to arrange the 2012 European Federation Convention to obtain the best dates for room availability and cost.
- To avoid conflict with the 2012 Bergen International Festival (Bergen, Norway; May 23 - June 7, 2012).
- To simplify the process for future years.
- This conforms to Kiwanis tradition of allowing self-governance for clubs, districts, and federations.

KI Board Position: The Kiwanis International Board supports this amendment for the following reasons:

- It keeps the current prohibition in place but provides discretion if a date within the 20-day period would provide significant savings for the federation in terms of costs or other resources, thereby keeping costs as low as possible for Kiwanians and their guests and attendance as high as possible for the federation.
- This is a win-win change.

Amend Article X, Section 9, as follows:

ARTICLE X. FEDERATIONS.

Section 9. The annual convention of each federation shall be held as provided in the federation bylaws, except that no federation shall schedule its convention to be held within the period of twenty (20) days prior to, during, or twenty (20) days following the annual convention of Kiwanis International, unless the Kiwanis International convention is held within the geographical boundaries of the federation or unless approved by the Kiwanis International Board. Notice of the annual federation convention shall be received by the Chief Executive Officer of Kiwanis International at least six (6) months prior to the dates of the convention. (7/98)

Amendment 9

Summarizing preface to the Kiwanis Objects

Submitted by: The Kiwanis Club of Redlands, California

Purpose: To add a preface clause that summarizes each of the Kiwanis Objects and re-state the Objects in summary form as well

Effective Date: October 1, 2010, in English-speaking areas and fully implemented elsewhere over time

Results: Defeated

Proposer's Position: The club proposes this amendment for the following reasons:

- Each summarizing preface provides an at-a-glance statement of 'Kiwanis spirit/attitude'.
- It takes nothing away from the original wording of the Objects, but adds focus on the key message of each.
- It acts as a memory-aid, associating the summarization with the full wording of the Object.
- A shortened form of the Objects promotes frequent reinforcement and increased usage on signs and banners.
- It quickly communicates what we believe to people interested in knowing what Kiwanians stand for.
- It ties the rich tradition of the Objects with an understandable modern update.

KI Board Position: The Kiwanis International Board does not support this amendment for the following reasons:

- The Objects of Kiwanis have not been changed since its inception.
- This amendment would essentially change the Objects of Kiwanis.
- At many past International Conventions, Kiwanians have reaffirmed the Objects of Kiwanis as originally written and as they still appear.
- Such 'simplification' actually may lead to forgetting the original wording of the Objects.
- The abbreviated versions lose much of the meaning of the only-slightly-longer full versions.
- In some clubs and countries, members still proudly recite the full Objects at the beginning of each meeting.

Amend Article II, Section 1 and add a new Section 2, as follows:

ARTICLE II. OBJECTS

Section 1. The Objects of Kiwanis International shall be:

- Focus on the Human and Spiritual: To give primacy to the human and spiritual, rather than to the material values of life.
- Follow the Golden Rule: To encourage the daily living of the Golden Rule in all human relationships.
- Aim High: To promote the adoption and the application of higher social, business, and professional standards.
- Set a Good Example: To develop, by precept and example, a more intelligent, aggressive, and serviceable citizenship.
- Build Friendship Through Service: To provide, through Kiwanis clubs, a practical means to form enduring friendships, to render altruistic service, and to build better communities.
- Reflect Wholesome Values: To cooperate in creating and maintaining that sound public opinion and high idealism which make possible the increase of righteousness, justice, patriotism, and goodwill.

Section 2. The Objects of Kiwanis International may be summarized as follows:

- Focus on the Human and Spiritual
- Follow the Golden Rule
- Aim High
- Set a Good Example
- Build Friendship Through Service
- Reflect Wholesome Values

Amendment 10

Voting privileges for new clubs

Submitted by: The Kiwanis Club of Bonifacio, Global City, Philippines

Purpose: To allow districts the option to restrict voting at district conventions and division conferences to clubs which are at least one-year old, based on the date of charter presentation

Effective Date: October 1, 2010, to be put into practice at 2010-11 district conventions and division conferences

Results: Withdrawn

Proposer's Position: The club proposes this amendment for the following reasons:

- To prevent the building of new clubs for election purposes only, which, in the long run, gives a bad name to Kiwanis and creates a poor image for the organization. The more clubs die, the more ex-Kiwanians with negative experiences will spread negative information and impressions about the organization.
- To give time for new clubs to mature and learn what Kiwanis is all about and to give value to the privilege to vote in the selection of leaders for the organization.
- To prevent the rush of building clubs as the conference time and convention time approaches, usually resulting in clubs built haphazardly.

KI Board Position: The Kiwanis International Board does not support this amendment for the following reasons:

- *All* clubs, even newly-formed clubs, should be allowed representation at all levels of the organization.
- No clubs—especially newly-formed clubs—should be disenfranchised by not having the option to provide self-representation to vote on proper matters that concern the club, its division, or its district.
- The date of charter presentation is sometimes weeks or months after the club has been organized and is actively operating.

Amend Article IX, Sections 4, 10, and 13, as follows:

ARTICLE IX. DISTRICTS

Section 4. The district governor and the governor-elect shall be elected at the annual district convention as provided in the district bylaws. As provided in the district bylaws, the lieutenant governors shall be elected at a meeting of representatives of the clubs in their respective divisions called expressly for this purpose and held not later than the second week in April. As provided in the district bylaws, the trustees of each region shall be elected at a meeting of representatives of the clubs in their respective regions called expressly for this purpose and held between

the first week of the administrative year and not later than May 15. If so provided in the district bylaws, the district may require that newly organized clubs can exercise their voting privilege at the division and/or regional conference(s) of the district only after twelve (12) months of existence from the date of the presentation of their charter certificate. The district secretary and district treasurer may be elected or appointed as provided by the district bylaws. The secretary and the treasurer may be the same person, but no other offices shall be combined in one (1) person. Each officer, except separately elected lieutenant governors and district trustees as provided in the district bylaws, shall serve for the term of one (1) year or until said officer's successor shall be duly elected and qualified. Each lieutenant governor shall serve for a term of up to two (2) years as provided in the district bylaws or until said lieutenant governor's successor shall be duly elected and qualified. Each district trustee shall serve for a term of up to three (3) years as provided in the district bylaws or until said district trustee's successor shall be duly elected and qualified. The terms of all district officers shall begin on October 1. (6/08)

Section 10. Subject to Section 13, each member club of a district in good standing with Kiwanis International and with said district shall be entitled in all conventions of its district to three (3) delegates, one (1) of whom shall be the president, said delegates to be selected and to have such powers as are prescribed in the district bylaws. All officers and past district governors of the district shall be delegates-at-large to the district convention. (7/98)

Section 13. Official delegates of a newly organized 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. However, if so provided in the district bylaws, the district may require that newly organized clubs can exercise their voting privilege at district conventions only after twelve (12) months of existence from the date of the presentation of their charter certificate.

NOTE: If the above amendment is adopted, the Standard Form for District Bylaws must be revised accordingly.

Amendment 11

Club delegates based on club size

Submitted by: The Kiwanis Club of Bonifacio, Global City, Philippines

Purpose: To allow districts the option to determine the number of club delegates (from one to five) based on club size; and to provide that all delegates must have been club members for at least one year before being elected by the club to represent it

Effective Date: October 1, 2010, to be put into practice at 2010-11 district conventions and division conferences

Results: Withdrawn

Proposer's Position: The club proposes this amendment for the following reasons:

- To provide incentive for small clubs to grow in order to prevent the death of the club and to allow the club to increase Kiwanis services to a community.
- To encourage larger and stronger clubs to increase their membership further to have more delegates during elections.
- To provide a fair and equitable allotment of qualified delegates of clubs for conferences and conventions. The bigger your club, the more delegates your club is entitled to.

KI Board Position: The Kiwanis International Board does not support this amendment for the following reasons:

- The current practice of allowing all clubs the same number of delegates is preferable, assuring that large clubs do not consistently overpower the will of small clubs.
- As the system currently works, proposals or candidates must be supported by a majority of all clubs, regardless of their size, to be adopted or elected.
- Kiwanis is composed of clubs which should have equal rights regardless of their number of members.

Amend Article IX, Sections 4 and 10, as follows:

ARTICLE IX. DISTRICTS

Section 4. The district governor and the governor-elect shall be elected at the annual district convention as provided in the district bylaws. As provided in the district bylaws, the lieutenant governors shall be elected at a meeting of representatives of the clubs in their respective divisions called expressly for this purpose and held not later than the second week in April. As provided in the district bylaws, the trustees of each region shall be elected at a meeting of representatives of the clubs in their respective regions called expressly for this purpose and held between the first week of the administrative year and not later than May 15. If so

provided in the district bylaws, the district may allow one (1) to five (5) delegates per club, based on club size, to represent the club at divisional and regional conferences of the district, provided such delegates shall have been members of the club at least one (1) year. The district secretary and district treasurer may be elected or appointed as provided by the district bylaws. The secretary and the treasurer may be the same person, but no other offices shall be combined in one (1) person. Each officer, except separately elected lieutenant governors and district trustees as provided in the district bylaws, shall serve for the term of one (1) year or until said officer's successor shall be duly elected and qualified. Each lieutenant governor shall serve for a term of up to two (2) years as provided in the district bylaws or until said lieutenant governor's successor shall be duly elected and qualified. Each district trustee shall serve for a term of up to three (3) years as provided in the district bylaws or until said district trustee's successor shall be duly elected and qualified. The terms of all district officers shall begin on October 1. (6/08)

Section 10. Each member club of a district in good standing with Kiwanis International and with said district shall be entitled in all conventions of its district to three (3) delegates;. However, if so provided in the district bylaws, the district may allow one (1) to five (5) delegates per club, based on club size. One (1) ~~of whom club delegate~~ shall be the president. All delegates must have been club members for at least one (1) year before being elected by the club to represent it. Said delegate(s) ~~to shall~~ be selected and ~~to~~ have such powers as are prescribed in the district bylaws. All officers and past district governors of the district shall be delegates-at-large to the district convention. (7/98)

NOTE: If the above amendment is adopted, the Standard Form for District Bylaws must be revised accordingly.

Amendment 12

Non-delegates in the house at international conventions

Submitted by: The Kiwanis Club of Columbia River Gorge, Oregon

Purpose: To allow clubs members who are not delegates to sit with their club delegates in the House of Delegates at International Conventions

Effective Date: October 1, 2010, to be put into practice at 2011 International Convention

Results: Defeated

Proposer's Position: The club proposes this amendment for the following reasons:

- Restricting participation in conventions singles out members for unequal and differential treatment, which is not good for our organization at this time.
- Kiwanis can implement this proposal and still maintain good planning by using pre-registration methods.
- Voting is not complicated and several options are available. Under the current rules, Kiwanis could color code the delegate badge and make the alternate a different color.
- Participation is the desired result. Worrying about speakers misses the point. Restrictions on time is an alternative.
- This proposal will broaden participation and enhance the social and business experience for members.

KI Board Position: The Kiwanis International Board does not support this amendment for the following reasons:

- It would be very difficult to plan how large a facility would be needed or how many seats to place in the House since we wouldn't know how many registered Kiwanians might attend the business session, leading to extra costs in equipment and labor that may be wasted, consequently increasing registration fees.
- Kiwanis already has an area within the session hall or arena for non-delegates to observe the House as it occurs.
- Attendees who are not elected by the club as delegates have no obligation or authority to represent the club in debate.
- The orderly and timely conduct of business would become more difficult and complicated.
- Clubs or districts with high attendance may dominate debate.

Amend Article XVI, Section 1, as follows:

ARTICLE XVI. DELEGATES AND DELEGATES-AT-LARGE

Section 1. For any International convention, each club in good standing shall be entitled to two (2) delegates and two (2) alternates, chosen by the club. Delegates, alternates, and any other active or senior club members in good standing registered for the convention shall be admitted to the House of Delegates seating area and may participate in debate, subject to such restrictions as the delegates may adopt in the convention standing rules; however, only delegate(s) may vote and make motions.

Amendment 13

Dues discount for members age 65 and over

Submitted by: The Kiwanis Club of Hart County, Golden K, Georgia

Purpose: To reduce dues for members age 65 and over by 50 percent

Effective Date: October 1, 2010

Results: Failed for lack of a motion

Proposer's Position: The club proposes this amendment for the following reasons:

- The current economic times and the stress felt by many of our senior members by being on fixed retirement income is causing them to give serious consideration to their continued membership, especially those in Golden K clubs.
- At retirement age, our members have time to give toward our programs and projects, but if they can't afford the dues, we will lose their valuable talents and experience when they have so much to give back to our communities.
- Our organization is not exempt in these tough times from the need to tighten our belts and find ways to keep and use our resources better.

KI Board Position: The Kiwanis International Board does not support this amendment for the following reasons:

- Approximately one-third of Kiwanis members are age 65 or over, so the financial impact of this amendment would be \$1.7 million annually, consequently requiring a US\$10 per-member dues increase to maintain the current level of services to clubs and members.
- This would make birth-date information mandatory for all members to submit; however, some members object to providing certain personal information.

Amend Article XXII, Section 1, as follows:

ARTICLE XXII. REVENUE

PROVISO: Effective October 1, 2010, Section 1 of this Article shall read as follows:*

Section 1. Subject to Sections 2, 3, and 4 of this Article, each member club shall pay to Kiwanis International for each member, based upon the annual membership report, with the exception of those holding life member status, and honorary members, and those members who have reached the age of at least 65 years, the sum of forty-two dollars (US \$42.00) per annum. For those members who have reached the age of at least 65 years, clubs shall pay 50 percent of that sum per annum. Such sum shall be due and payable according to the club's organization date as specified in Article VI of these Bylaws. (7/06)

**Note: This Proviso already exists as part of the amendments adopted at the 2009 International Convention.*

Amendment 14

New class of family members

Submitted by: The New England District Board of Trustees

Purpose: To create a new class of Family Members providing that up to three relations of an active member may have the same benefits and obligations as active members but pay reduced dues and fees.

Effective Date: February 1, 2011

Results: Withdrawn

Proposer's Position: The district board proposes this amendment for the following reasons:

- To increase Kiwanis membership by adding those not represented to the fullest extent; in particular, spouses of existing members.
- To enhance our efforts to recruit women members.
- To strengthen our efforts to build larger new Kiwanis clubs.
- To leverage the three years of success by Lions. Partly due to its family membership, Lions has experienced net growth and reduced the average age of its membership.
- To retain graduating Key club members in the Kiwanis family.
- To encourage attendance at International conventions by eliminating the registration fee penalty for spouses who join Kiwanis.

KI Board Position: The Kiwanis International Board does not support this amendment for the following reasons:

- Because this would be the first program to incorporate a dues discount, the Board highly recommends such a program be piloted first to carefully determine the financial and growth impact before adoption as a permanent program.

Amend Article IV, Section 2; Article V, Sections 4, 5, 7, and 8; Article VI, Section 1; Article VIII, Sections 1-2, 4-11 and add a new Section 4; Article XI, Section 3; Article XV, Section 8; Article XVI, Sections 2 and 4; Article XIX, Sections 3, 11, and 13; Article XXI, Sections 4 and 6; Article XXII, Sections 1 and 2 and add a new Section 3; as follows:

NOTE: Solely for the sake of easier comprehension, this amendment is shown separated into its various aspects. However, the district intends for the amendment to be adopted as a whole, including all aspects.

Aspect 1: Basic qualifications

ARTICLE VIII. CLUB MEMBERS

Section 1. The active and family members of a club shall represent the diversity in the community in which the club is located. (7/05)

Section 2. Membership

- a. Membership in a club shall be primarily of the active and family class as defined herein. There may be only ~~three (3)~~ four (4) other classes of membership: family, privileged, senior, and honorary, as defined herein.
- b. Membership in a club is open to persons eighteen (18) years of age and over who satisfy the qualifications for active, family, privileged, senior, or honorary membership. (6/02)

Section 3. Active Membership (No change to existing text.)

Section 4. Qualifications for Family Membership

- a. Up to three relations of an active member may be elected as family members if they: are a person of good character and community standing who resides within or has other community interests within the area of the club; reside at the same address as the active member; and are members of the same club as the active member. Qualifying relations include the spouse or legal life partner, son, daughter, father, mother, sister, brother, grandchild, or grandparent of the active member. Those attending college or serving in the military also are eligible, as long as they maintain the same mailing address as the active member. One member of the group must be an active member of the club at all times; however, if the original active member leaves the club for any reason, another family member must be designated an active member.
- b. A family member must pay a membership induction fee and annual membership dues and shall be entitled to all privileges of the club.
- c. A family member must maintain regular attendance at club meetings and shall actively participate in the activities of the club.
- d. The board of directors of each club shall review the list of family members annually and may reclassify any family member to active membership.

~~Section 4. Qualifications for Privileged Membership~~

Note: Since the K.I. Board determined several years ago that privileged membership will no longer be recognized as of October 1, 2010, the current text of Section 4 will be eliminated. Thus, renumbering of subsequent Sections is not necessary.

Section 5. Qualifications for Senior Membership

- a. Any active or family member of a club who shall have been an active or family member in good standing of one (1) or more clubs for not less than ten (10) years, and who is unable to meet attendance requirements because of health, business, or other extenuating circumstances, and who shall have met such other conditions as may be prescribed by a club in its bylaws, may be elected a senior member upon making written application. (6/89)
- b. The board of directors of each club shall review the list of senior members not less than once each year and shall have authority for such reasons as seem adequate to terminate any such senior membership, or to reinstate any member to active or family membership. (6/89)

- c. A senior member must pay annual membership dues and shall be entitled to all privileges of the club. (6/89)
- d. A senior member must meet the standards of attendance and participation as set forth by the board of directors of the club. (6/89)

Section 6. Qualifications for Honorary Membership

- a. Any person who has performed distinguished public service may be elected an honorary member of a club of which the person is not an active, family, or senior member for a period of one (1) year and thereafter may be re-elected annually. (1/06)

Section 7. Any active, family, privileged, senior, or honorary member in good standing in a club shall be entitled to wear the emblem and/or other insignia of Kiwanis.

Section 8. Members Who Belong to More Than One Club

- b. Members who belong to more than one (1) club: (6/00)
 - (3) Shall normally be of the active class, unless the member qualifies for family, senior, or honorary class as defined herein. Such member shall have all the privileges and obligations of the class of membership and must meet the standards of attendance and participation as set forth by each club board of directors. (6/00)

Section 9. Interim Status

- b. Any active, family, privileged, or senior member in good standing who resigns from a club may apply to Kiwanis International for interim status, for a period not to exceed one (1) year. (6/00)
- c. The fee for interim status shall be the amount of annual International dues for active members (and fees, if applicable), payable upon application. (6/00)

Section 10. Life Member Status

- a. Any Kiwanian holding active, family, privileged, or senior membership may be granted life member status on a one-time payment of a fee of fifteen (15) times the annual International dues for active members as prescribed herein. (6/89)

Section 11. Election of Members

- a. Prospective active and family members shall be considered for election to membership only by invitation or by transfer from an active club, under the following procedure: (6/95)
- b. The election of family, privileged, senior, and honorary members in any club shall be as provided in the Standard Form for Club Bylaws. (10/87)

Section 12. Discipline of Members (No change to existing text.)

Aspect 2: Pay only half K.I. dues

ARTICLE XXII. REVENUE

Section 1. Subject to Sections 2, 3, and 4 of this Article, each member club shall pay annually to Kiwanis International forty-two dollars (US \$42.00) for each active and senior member and one-half that amount for each qualified family member, based upon the club's annual membership report, with the exception of those holding life member status ~~and honorary members, the sum of forty-two dollars (US \$42.00) per annum.~~ Such sum shall be due and payable according to the club's organization date as specified in Article VI, of these Bylaws. (7/06).

Section 2. The Board of Trustees shall adjust the dues from the clubs in any country where the Gross National Income per capita is less than ten thousand dollars (US \$10,000) as reported by the World Bank.

The schedule for payment shall be as follows: (6/03)

- Countries with per capita income US \$10,000 or more pay ~~US \$42.00~~ dues as defined in Section 1 of this Article. (6/03)
- Countries with per capita income US \$5,000 to US \$9,999 pay US \$27.00 for active members and US \$14.00 for family members. (6/03)
- Countries with per capita income US \$4,999 or less shall pay US \$18.00 for active members and US \$9.00 for family members. (6/03)

Section 3. All Kiwanis International fee amounts not specifically stated in these Bylaws shall be charged for family members at 50 percent of that paid by active members.

NOTE: Current Sections 3-10 will be renumbered as Sections 4-11.

Aspect 3: Voluntary subscribers to the official publication

ARTICLE XXI. OFFICIAL PUBLICATION

Section 4. Each club in the United States and Canada, excluding the French-speaking clubs in Canada, shall make it a condition of membership that each of its active, honorary, privileged, and senior members shall be a subscriber to said official publication and shall continue as such while a member. ~~If spouses are both members of a club, one spouse may choose not to subscribe to the official publication. Family members may voluntarily subscribe to the official publication.~~ (7/07)

Section 6. Each club in the United States and Canada, excluding the French-speaking clubs in Canada, shall collect from each of its members the subscription price of the official publication together with the regular club membership dues. Such subscription shall be duly entered upon the books of the club in a special subscription account, and the subscriptions for the official publication shall be forwarded to the Chief Executive Officer of Kiwanis International. However, clubs shall not collect the subscription price from ~~both spouses who are members of a club if one spouse has chosen not to subscribe to the official publication~~ family members unless such member voluntarily subscribes. (7/07)

Aspect 4: Voting rights

ARTICLE IV. MEMBERSHIP OF CLUBS IN KIWANIS INTERNATIONAL

Section 2. Any club may resign from Kiwanis International upon a resolution of resignation being approved by a three-fourths (3/4) vote of the active, family, privileged, and senior membership of said club, provided that all financial and other obligations of said club to Kiwanis International shall have been fulfilled, that all annual dues to any district thereof shall have been paid, and that, if incorporated, the corporation shall have been duly dissolved. Said resolution shall be certified by the club's secretary and sent to Kiwanis International. Such resignation shall become effective when accepted by the Board of Trustees. The Board of Trustees may, upon written application of said club, reinstate the club to membership in Kiwanis International. (6/89)

ARTICLE XVI. DELEGATES AND DELEGATES-AT-LARGE

Section 2.

- b. Each delegate and alternate shall be an active, family, privileged, or senior member in good standing of the club represented, or be a lieutenant governor, a past lieutenant governor, the district secretary, or a past district secretary. (7/98)

Section 4. Elective International Officers as defined in Article XI, Section 1, Past International Presidents, Chairmen of current International, Standing, and Special Committees of Kiwanis International, governors-elect, district trustees, district treasurers, district secretaries, lieutenant governors, lieutenant governors-designate, and past district governors who are active, family, privileged, or senior members shall be delegates-at-large to all International conventions. (7/05)

Aspect 5: Holding Office

ARTICLE VI. CLUB OPERATIONS

Section 1. The officers of a club shall be a president, president-elect, immediate past president, one (1) or more vice-presidents, a treasurer, and a secretary, and such other officers as may be required by the club bylaws. No offices may be combined in one (1) person except the offices of president-elect and vice-president may be combined, and the offices of secretary and treasurer may be combined. No person shall simultaneously serve as an elected director and an officer. The officers, together with at least five (5) directors, shall constitute the board of directors. The officers and directors must be active, family, privileged, or senior members in good standing. The duties of the officers and the board of directors shall be such as are prescribed in the club bylaws. (6/96)

ARTICLE XI. OFFICERS [of Kiwanis International]

Section 3. Each elected officer shall be an active, family, privileged, or senior member in good standing of a club and the members of the Board of Trustees shall have served as a district governor. No offices shall be combined in one (1) person, nor shall any officer simultaneously hold more than one (1) International office. (6/97)

ARTICLE XIX. VACANCIES IN OFFICE

Section 3. In the event of a vacancy in the office of Immediate Past President during the administrative year, the active, family, or senior member who served as President most recently prior to the Immediate Past President who is willing to assume the office shall automatically become the Immediate Past President. (7/98)

Section 11. In the event of a vacancy in the office of district governor for any district during the administrative year, by a two-thirds (2/3) vote of the entire district board of trustees, the vacancy shall be filled by a past governor, lieutenant governor, or a past lieutenant governor of that district who is an active, family, privileged, or senior member of a club in the district. However, in any year in which a condition of emergency compels the cancellation of the annual district convention, the district officers to be elected under the district bylaws at the annual convention shall be elected for the following year by a district council meeting held during the period provided for district conventions, such council to be comprised of the district board of trustees and other persons who would have had the status of delegates-at-large at the canceled convention. (10/90)

Section 13. In the event that a district governor is temporarily incapacitated and 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 of trustees a past governor, lieutenant governor, or a past lieutenant governor of that district who is an active, family, privileged, or senior member of a club in the district to become acting governor of the district until the district governor is able to reassume said duties. While the district governor is so incapacitated, the acting governor shall be the executive officer of the district and shall have all the duties, responsibilities, and authority given to the district governor by the bylaws of the district and the Bylaws of Kiwanis International. If, after a period of sixty (60) days, it shall appear to the district board of trustees that the district governor continues to be incapacitated and is not able to reassume the duties and responsibilities of the office, the district board of trustees may declare the office of district governor vacant and the vacancy shall be filled in accordance with the provisions for filling vacancies in office as prescribed in the district bylaws. (6/89)

Aspect 6: Charter members of new clubs

ARTICLE V. ORGANIZING AND CHARTERING OF CLUBS

Section 4. The minimum number of members for the organization and charter of a prospective club shall be determined by the Board of Trustees, but shall not be less than fifteen (15) active or family members. (6/97)

Section 5.

- a. Application for the organization of a club shall be made on the standard petition form as adopted by the Board of Trustees. The petition shall be duly signed by ten (10) persons eligible for active or family membership in the prospective club, and said petition shall be approved or disapproved by the district governor in whose district the club is to be organized. If the district governor

disapproves the petition, the reasons for disapproval must be stated. The district governor shall immediately forward the petition to the Chief Executive Officer of Kiwanis International. (7/98)

Section 7. Each new Kiwanis club, before receiving its charter, shall pay to Kiwanis International a fee per new club charter member at an amount determined by the Board of Trustees, but not to exceed the annual amount of dues, subscriptions fees for the official publication, and liability insurance fees. Qualified family members, as defined in Article VIII of these Bylaws, shall pay one-half of the charter member fee amount.

Section 8. Upon the organization of a club under the direction of the accredited representative, and upon approval of the Board of Trustees, there shall be issued to said club a charter from Kiwanis International signed by the President and the Chief Executive Officer of Kiwanis International. Upon organization, said club must have complied with the following conditions: (7/98)

- b. Secured and maintained a charter membership of the required number of active and family members as established by the Board of Trustees. (6/89)

Aspect 7: Pay only half the International Convention registration fee

ARTICLE XV. INTERNATIONAL CONVENTIONS

Section 8. The Board of Trustees shall establish a uniform registration fee to be paid to Kiwanis International by all persons attending any International convention. Qualified family members, as defined in Article VIII of these Bylaws, shall pay one-half of the registration fee for active members.

NOTE: If this amendment is adopted, the Standard Form for Club Bylaws and Standard Form for District Bylaws will need to be updated accordingly by the Kiwanis International Board to provide Family Members with the same benefits and obligations as active members, with the exception of reduced dues and fees as stipulated in the amendment.

Proposed Resolution In Memoriam: Past International President Aubrey Irby

Submitted by: The Kiwanis International Board of Trustees

Vote Required to Pass: Majority

Effective Date: Immediately

Results: Adopted

RESOLUTION

Whereas, we know the following to be true and admirable:

A dedicated community leader, Aubrey Irby had that special drive for success. He joined the Kiwanis Club of Tyler, Texas, in 1960. Five years later, he became the club's president and led the building of a second Kiwanis club in Tyler, the Kiwanis Club of Tyler-Rose.

When he served as governor of the Texas-Oklahoma District in 1969, 21 new Kiwanis clubs were built, a record-setting increase that quadrupled the average number of new clubs in previous years.

Aubrey was a doer. He could always be counted on to get the job done. He also had a unique talent for communicating with people and communicating his vision.

Aubrey was elected to the International Board of Trustees in 1971 and later became Kiwanis International President in 1983-84. As President, Irby focused on increasing service by increasing the number of members and clubs. He believed that offering the special Kiwanis experience of service and fellowship to many more communities was the key to effectively serving people in need.

Possessing a deep sensitivity to people and their needs, Aubrey worked to enrich the lives of adults and children with disabilities.

With a knack for motivating people, he encouraged Kiwanians around the world to serve as they had never served before, believing that if a community had needs, Kiwanis would work to meet those needs and improve that community's quality of life.

"We must always keep trying, even in the face of adversity," Irby once said. "And we must, as Winston Churchill once declared with passion, 'Never, never, never give up' in our work to make better lives for people the world over."

Therefore, be it resolved that:

The delegates to the 95th Annual Kiwanis International Convention assembled in Las Vegas, Nevada, USA, on June 25, 2010, do hereby express our sincerest sympathy to the family of Aubrey Irby and do record this resolution permanently in the annals of Kiwanis in recognition of the respect and admiration which all have for this great leader.

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