

# CALIFORNIA-NEVADA-HAWAII DISTRICT BYLAWS

## Recommended changes to Board for February 21, 2020 meeting

### ARTICLE V. COMMITTEES

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

**Section 2:** The district shall also have the following standing committees:

a. The Committee of Past District Governors shall be composed of all past District Governors from this District who are active members of a club within this District which is the primary club of such Past Governor. A quorum of the Committee shall be eight (8) or more members. The Committee shall consider and report to the District Board its conclusions on all matters referred to it. It may initiate subjects for consideration and report its conclusions to said Board.

b. The Executive Committee of the Board shall consist of the Governor, Governor-Elect, Immediate Past Governor, Treasurer, Secretary and two (2) Trustees elected by the District Board who have previously served at least one (1) year on the Board. The Executive Committee shall have the power to act for the District in the absence of the Board. The Executive Committee shall have the power to take such action as is delegated to it by the Board, and shall have the power to make such other decisions that may in the due consideration of the Committee require immediate action before a regular or special Board meeting can be held. Actions taken by the Executive Committee shall be submitted for approval to the Board at the next meeting thereof and if said action is approved by a majority of the Directors present at that meeting, the action in question shall be deemed the action of the Board. The Executive Committee cannot modify any action previously taken by the Board. The Executive Committee shall not take any final action on any matter that, under the California Non Profit Public Benefit Corporation Law, also requires the approval of the members, nor shall it take any action to amend or repeal these bylaws or adopt new bylaws, or that is in conflict with the Kiwanis International Bylaws or Policies.

### ARTICLE IX. DISCIPLINE OF OFFICERS

**Section 1.** If a district officer is alleged by the Governor or a majority of the District Board to be failing to perform his/her duties, the District ~~Board Secretary~~ shall give written notice of the alleged facts allegations to the officer within thirty (30) days after such alleged failure is reported. The Governor shall appoint an Ad Hoc Committee of the District Board consisting of not less than three (3) Trustees which will have thirty (30) days within which to investigate the allegation(s) and ~~determine the matter at a meeting held within forty-five (45) days after the investigation is complete or as soon as reasonably possible~~ prepare a written report of the results of the investigation which shall be delivered to the District Board. After the delivery of the report at the end of the 30-day investigation period, the District Governor shall then call a special meeting of the District Board to be held within forty-five (45) days thereafter, unless a regular meeting of the District Board is scheduled to occur within that time, in which case the District Board shall consider the allegations at that regular meeting.

Written notice of the allegation(s), ~~investigation~~, ~~a copy of the investigation report~~, and ~~notice of the meeting~~ shall be given to the accused officer at least ~~thirty (30)~~ fifteen (15) days days prior to the meeting of the District Board. The accused officer shall be permitted to attend the meeting and present a defense. If the allegation(s) is/are sustained by no less than a two-third (2/3) vote of the entire board, the office shall be declared vacant and a new officer to fill such vacancy shall be elected or appointed forthwith as provided in these Bylaws.