



Kiwanis[®]

California-Nevada-Hawaii District

Bylaws & Policy Committee – Agenda November 17, 2021

1. Call to order
2. Roll call
3. Housekeeping
4. Approval of minutes from last meeting and prior meetings
5. Old business
 - a. Review of 2021 Amendments
 - Voting results
 - Kiwanis International follow-up response
 - b. Convention Conduct Policy
 - c. Board of Trustees Executive Committee
6. New business
 - a. Campaign Policy
 - Formation of Task Force
 - b. District Parliamentarian
 - c. District Policy Manual Review
 - Assign sections to be reviewed by committee members
 - d. Open discussion for committee members to recommend policy initiatives that should be considered
7. Adjourn

Notes -



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California-Nevada-Hawaii District

**2021 Proposed
Amendments and
Resolutions
for consideration at the
101st Annual District Education Convention**

The proposed amendment will be presented for action to the delegates of the 101st Annual Education Convention of the California-Nevada-Hawaii District of Kiwanis International in San Diego, CA on Saturday, August 21, 2021, and will not be effective unless adopted by the delegate body meeting as a House of Delegates.

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Standing Rules for the House of Delegates at the 101st Annual Education Convention California-Nevada-Hawaii District of Kiwanis International

Rule 1: Admission to the House of Delegates shall be only to certified delegates identified by their delegate ribbon and the Delegate Admittance Card issued to each delegate by the Credentials Committee upon certification, both of which shall be required.

If a delegate leaves the House of Delegates, the delegate must leave through the "pass out" door, surrender the ballot to the sergeant-at-arms and receive a pass out pass. In order to return to the House of Delegates, the delegate shall surrender the pass at the same door by which the delegate left, and receive the ballot. Re-entry will not be allowed if the ballot surrendered has a missing ballot for votes not yet cast.

Rule 2: The House of Delegates shall not be closed.

Rule 3: The Credentials Committee shall report the number of delegates registered and clubs represented as indicated in the official convention program.

Rule 4: Any main motion or amendment offered from the floor shall be written in English, signed by the maker and seconder, and be presented to the District Secretary before it is moved.

Rule 5: No delegate shall speak more than once on the same subject nor longer than two minutes without permission of the assembly granted by a two-thirds vote without debate. However, the maker of any motion may be recognized by the Presiding Officer for rebuttal purposes, but for no longer than one minute.

Rule 6: The maker of a motion shall be entitled to speak first in support of such motion or may immediately yield the floor to another delegate.

Rule 7: A motion which terminates debate on any main motion pending before the House of Delegates shall not be in order until at least 10 minutes of debate has elapsed on that particular main motion. This minimum time requirement does not apply to, nor does it include, debate on amendments to the main motion or any other secondary motions. A motion which terminates debate on any secondary motion such as amendments and motions to refer shall not be in order until at least 5 minutes of debate has elapsed on that particular secondary motion.

Rule 8: Debate shall alternate between those speaking for and those speaking against a motion.

Rule 9: Floor microphones shall be designated by number. Speakers "for" a motion shall use microphone number one (#1), and speakers "against" a motion shall use microphone number two (#2). The chair shall recognize microphones in rotating order.

An assistant sergeant-at-arms shall be positioned at each microphone to relay to the chair priority motions, such as a point of order, a point of information, etc.

Rule 10: A delegate who has debated a pending motion, either pro or con, and who still has the floor, may not then immediately make any motion that will terminate further debate on the motion, without first yielding the floor to another speaker.

Rule 11: Each candidate for an office to be filled by the House of Delegates shall be limited to one self nominating speech and to one seconding speech (all from the platform and none from the floor) as prescribed in the District Bylaws as follows:

<u>Office</u>	<u>Nominating Speech</u>	<u>Seconding Speech</u>
	<u>Maximum Time</u>	<u>Maximum Time</u>
Governor	5 minutes	2 minutes
Governor-elect	5 minutes	2 minutes

Nominating speeches may not be waived. Unused time may not be transferred to another speaker. In the event of a run-off election, each of the candidates involved shall return to the stage before the next ballot to present remarks not to exceed two (2) minutes.

No person or persons shall appear on stage either before, during or after a nominating speech or seconding speech, who would appear to be there on behalf of or opposed to a candidate, except for the candidate or the one seconder, as the case may be.

Rule 12: The rules contained in the 12th edition of "ROBERTS RULES OF ORDER, NEWLY REVISED," shall govern the convention and House of Delegates in all cases to which they are applicable, and in which they are not inconsistent with the District Bylaws and these Standing Rules.



Robert's Rules of Order -Newly Revised Basic Parliamentary Procedure at a Glance

"Parliamentary procedure is the equal and exact justice for all." --Thomas Jefferson

Parliamentary procedure is used to serve an organization during its meetings and should not be used to hinder the process of the meeting. Please note: the below rules are subject to the provisions of the Standing Rules of the House of Delegates.

PUTTING A MOTION ON THE FLOOR: To make a motion or an amendment to a motion, a club delegate must go to the microphone, be recognized by the presiding officer (District Governor), 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. If a motion is coming from the District 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 motion or an amendment to a motion is pending.

CLOSE DEBATE or CALL THE QUESTION (same motion): A delegate must go to a microphone and 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") is not used to kill the motion on the floor and is not 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 xxx time." (Instead, the correct motion would be "postpone until xxx 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 rise to 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 wishes to make a motion and is not sure how to proceed, the delegate should ask the presiding officer.

Proposed Amendment to the Bylaws of the California-Nevada-Hawaii District of Kiwanis International

Proposed Amendment #1: Qualifications for Governor and Governor-elect Candidates

Submitted by: The District Board of Trustees

Purpose: To provide minimum qualifications for all candidates who run for the office of Governor and Governor-elect.

Effective date: October 1, 2022, upon the approval of the Kiwanis International Board of Trustees

CNH Board Position: There are two amendments proposed for Section 2d. The first requires any candidate for Governor and Governor-Elect to have a clear criminal background check completed at the time they filed their notice of candidacy. Currently, there is no such requirement, and the Board believes that there is no reason to wait for a background check to be completed. The second proposed amendment deals with the qualifications for the office of Governor and Governor-Elect. The proposed amendment allows anyone who has been elected to the office of Governor or Governor-Elect prior to October 1, 2022 to continue to be eligible to serve in either of those offices even if they have not been a member of the Board of Trustees prior to that time. The Board recommends approval of the proposed amendments.

ARTICLE III. OFFICERS

Section 2.

d. The Governor and Governor-elect shall have and maintain a clear criminal history background check conducted and verified by Kiwanis International **which shall be complete at the time the candidate files their written notice of candidacy as provided in Article VII, section 3.** Effective October 1, 2022, any candidate for Governor or Governor-elect shall have served as a member of the Board of Trustees of the California-Nevada-Hawaii District of Kiwanis International for at least two years of the three year term or have served as a Trustee prior to 2008. **Notwithstanding the foregoing, any candidate elected to the office of Governor and/or Governor-elect prior to October 1, 2022 shall be eligible to serve as Governor and/or Governor-elect after October 1, 2022.**

Proposed Amendment #2: Executive Committee Appointment Qualifications

Submitted by: The District Board of Trustees

Purpose: To provide minimum qualifications for all members before their appointment to the Executive Committee.

Effective date: Immediately upon the approval of the Kiwanis International Board of Trustees

CNH Board Position: The proposed amendment to section 2 b. requires that any members of the Executive Committee appointed from the membership of the Board serve at least one year on the board before their appointment to the Executive Committee. The Board believes that this will give the members of the Executive Committee an opportunity to become familiar with the operations of the district in advance of their service on the Executive Committee. The Board recommends approval of the proposed amendment.

ARTICLE V. COMMITTEES

Section 2.

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.

Proposed Amendment #3: Procedure for Governor and Governor-elect Candidates

Submitted by: The District Board of Trustees

Purpose: To streamline the requirements for the offices of Governor and Governor-elect.

Effective date: Immediately upon the approval of the Kiwanis International Board of Trustees

CNH Board Position: The proposed amendment to section 3 b. requires any candidate for the office of Governor or Governor-Elect to submit their signed agreement to fulfill the duties of the office to Kiwanis International at the same time they submit their declaration of candidacy for that office, and in no event later than the beginning of the first day of the convention session. This is to ensure that any candidate understands the requirements of the office and knows that they will be bound by those requirements should they be elected. Further, the proposed amendment to article VII section 3 eliminates the current section c because its current provisions are duplicated elsewhere, and would require the re-lettering of the following sections for the sake of consistency. The Board recommends approval of the proposed amendments.

ARTICLE VII. NOMINATION AND ELECTION OF OFFICERS

Section 3.

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

- a. The Governor-elect shall be the sole candidate for the office of Governor.
- b. All qualified candidates for offices to be elected at the annual convention must submit written notice of candidacy to the District Secretary no later than the beginning of the first convention session. **In addition, qualified candidates for Governor and Governor-elect shall submit a signed agreement to Kiwanis International to fulfill the duties of office at the same time that they submit their written notice of candidacy.**
- c. ~~Qualified candidates for Governor and Governor-elect shall:~~
 - ~~• Submit a signed agreement to Kiwanis International to fulfill the duties of office.~~
 - ~~• Have a clear criminal history background check conducted and verified by Kiwanis International.~~

Re-letter following sections...

**Proposed Amendment #4:
Procedure for Filling Vacancies of the Office of
Governor and Governor-elect**

Submitted by: The District Board of Trustees

Purpose: To clarify that the procedure in filling the office of Governor and Governor-elect.

Effective date: Immediately upon the approval of the Kiwanis International Board of Trustees

CNH Board Position:

Article 8 deals with vacancies in various district offices and the procedures to fill them. Section 1 deals with vacancies in the office of the Governor or Governor-elect. There appears to be a grammatical error in the section, requiring the addition of the word “or” in order to clarify that the section applies to both the office of Governor and Governor-elect. The Board recommends approval of the proposed amendment.

ARTICLE VIII. VACANCIES IN OFFICE

Section 1.

In the event of a vacancy in the office of Governor, **or** Governor-elect, the vacancy for the unexpired term shall be filled by two-thirds (2/3) vote of the District Board from among the qualified past Governors, current or past Lieutenant Governors, or current or past Trustees.

**Proposed Amendment #5:
Procedure for the Discipline of a District Officer**

Submitted by: The District Board of Trustees

Purpose: To specify the procedure that is to be used to discipline a district officer.

Effective date: Immediately upon the approval of the Kiwanis International Board of Trustees

CNH Board Position:

Article IX deals with the discipline of district officers. Section one of article IX outlines the procedure to be used for discipline of district officers when they are alleged to be failing to perform their duties. As currently written, Section 1 does not clearly specify the procedure that is to be used to discipline a district officer for failing to perform their duties, nor does it specify which district officer is to take action to address any such

allegations especially when the allegations run against the senior district officers. The section has been extensively rewritten to clarify the procedure to be used, make clear which district officer is to take any actions required under the circumstances presented, and provide adequate due process to any officer who is alleged to be failing to perform their duties. The Board recommends approval of the proposed amendment.

ARTICLE IX. DISCIPLINE OF OFFICERS

Section 1.

If a district officer is alleged by the Governor or a majority of the District Board **in writing** 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, **unless the allegations relate to the conduct of the District Secretary, in which case the notice shall be given by the District Governor.** The Governor shall appoint an **Ad-Hoc Investigation** 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. The District Board shall then consider the report at a regular or special meeting to be held within forty-five (45) days thereafter. If the allegation(s) regard the District Governor, the Immediate Past Governor shall appoint the Investigation Committee; shall be empowered to call a special Board meeting, if necessary, to consider the investigation report; and shall preside at any Board meeting when the allegations are considered.

~~Written notice~~ A copy of the allegation(s), ~~investigation~~, a copy of the report of the Investigation Committee, and written notice of the District Board meeting shall be given to the accused officer at least ~~thirty (30)~~ **fifteen (15) days** ~~days~~ prior to the meeting. The accused officer shall be permitted to attend the meeting and present a defense. If the allegation(s) is ~~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

**Proposed Amendment #6:
Provisions for Dues for New Members**

Submitted by: The District Board of Trustees

Purpose: To change District Bylaws to align with Kiwanis International

Effective date: October 1, 2021

CNH Board Position:

Kiwanis International has amended their bylaws to provide that new members shall pay dues prorated annually based on the number of months remaining in the administrative year in which they join a Kiwanis Club. Each District is required to align their bylaws with Kiwanis International. This bylaws change makes it clear that District dues are to be collected from new members in the same way that dues payable to Kiwanis International are paid – prorated based on the number of months remaining in the administrative year in which the member joins. It also makes clear that there are no new member add fees. The Board recommends approval of the proposed amendment.

ARTICLE X. REVENUE

Section 3.

~~New member add fees are charged by the district in an amount determined by the District Board.~~

Section 3. Except as otherwise provided herein, new Club members shall pay District dues in an amount pro-rated based on the number of months remaining in the administrative year in which they join. There are no new member add fees.



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MEMORANDUM

To: District Secretaries in North American districts
From: Diana O'Brien, Governance Specialist
Date: March 5, 2021
Subject: Prorated dues replacing new member add fee and charter member fee

General Information

The change: As you know, in October 2019, the Kiwanis International Board decided to eliminate the new member add fee and charter member fee, replacing both with prorated dues for new members. All districts in North America whose dues billing and collection is handled by Kiwanis International *must* adopt this change. Additionally, districts *must* use the same percentage schedule used by K.I.

“Dues” includes the magazine subscription and insurance charge, because we bill these things altogether. The term – and even the concept of – “fee” in relation to new members should be eliminated from all references and education. Instead, we simply charge *dues* for all members. A club will be charged prorated dues for new members on a diminishing scale based on what month they join. The following Sept. 30, the club will be billed full dues for all members.

Proration schedule: When originally approved in 2019, the Board adopted an anticipated proration schedule. However, at this time, in order for Kiwanis to make optimal use of the new platform at the best cost for the organization, the schedule is expected to be based on 1/12 of the full dues amount per month. Both schedules are shown for reference in Exhibit A.

It is also possible the proration schedule could change again prior to implementation October 1, 2021, as more details are worked out. The final schedule is still pending K.I. Board approval. Once we verify the final proration formula, districts will be advised of the actual amounts club members in their districts will be charged each month.

District Bylaw Amendment(s)

The move to prorated district dues requires a change to Article X, Section 2, of the Standard Form for District Bylaws, which will now be amended to read as follows. This is the language your district should adopt in its bylaws.

Article X – Revenue, Section 2. ~~New member add fees are charged by the district in an amount determined by [choose one: the House of Delegates or the District Board].~~ Prorated district dues shall be charged for each new member of a club on the same prorated schedule used by Kiwanis International.

Optional: K.I. waives prorated dues for SLP alumni. If your district also wishes to do so, include this sentence as well: Prorated district dues are waived for any new member who was a former member of a Kiwanis International service leadership program.

Your bylaws existing wording may vary somewhat, perhaps indicating approval by your district, approval by your district house, or stating a specific dollar amount. In any case, your existing text should be replaced with this new text.

Important points about bylaw amendments:

- **DO NOT AMEND ARTICLE X, SECTION 1, regarding your basic district dues.** Section 1 applies only to persons who are already members of clubs as of September 30, not to new members who join throughout the year, so no change is needed in Section 1.
- Because the prorated dues schedule is controlled by Kiwanis International, **DO NOT add the prorated schedule to your bylaws.** That gives the incorrect impression that district delegates have the authority to change the percentages. K.I. does not have the capacity to implement adjusted schedules for every district, so changes could not be approved by K.I. *Any districts that wish to use different percentages than those used by K.I. will need to start billing and collecting their dues on their own.*
- **If your district has any other monetary provisions in Article X,** such as life membership, convention assessment/fee, waiver of district dues for former SLP members, etc, those probably do not need to be adjusted, but should be reviewed to be sure.
- **Share any intended wording revisions with Governance Specialist Diana O'Brien** before approval by your district board or presentation to your district house. I'm also available for all questions, of course.

Also: check Article XIII - Amendments, Section 3, of your district bylaws, which says some version of this:

Section 3. If the Kiwanis International Bylaws are amended in such a way that necessitates revisions to the Standard Form for District Bylaws, [**choose one:** the district House of Delegates shall amend the district bylaws at the next annual convention to reflect such revisions **or** the District Board shall amend the district bylaws at the next regularly scheduled board meeting to reflect such revisions and shall inform clubs and members].

If that provision allows your district *board* to amend the bylaws, and if you already have some form of Article X, Section 2 in your bylaws, then you do not need to take the amendment to your House of Delegates. If Article XIII, Section 3, requires you to take changes to your House, keep these things in mind:

- As long as the district wishes for Kiwanis International to bill and collect district dues, it must adopt this system, so this is not an amendment delegates can reject or modify.
- If your district currently states a dollar amount for the new member add fee and you believe clubs will be 'suspicious' of removing a stated amount(s), you may add this sentence to Sec. 2 if you think it will give them some reassurance: In no case shall the prorated dues exceed the current district dues. However, the nature of prorating means that subsequent amounts will be *reduced* from some primary or regular amount, so prorated amounts could not be set higher than the full dues amount, even without that wording.

Optional District Policy Addition

Though this is not necessary or encouraged, the district may *reference* the percentage schedule used by K.I. in its district policies. However, be sure that all parties are aware that this does *not* mean the district

board has authority to change the percentages or replace them with specific dollar amounts. To make that clear for future boards, any policy should be stated as shown below.

If the district does not adopt such a policy, you can simply refer at any time to the percentage schedule stated in K.I. Procedure 342. (That is what is shown in Exhibit A.)

(Policy text) The prorated schedule for district dues for new members used by Kiwanis International and this district is currently as shown below. If this schedule is adjusted by Kiwanis International, the K.I. schedule will apply.

First month of membership	Prorated amount
October	12/12ths
November	11/12ths
December	10/12ths
January	9/12ths
February	8/12ths
March	7/12ths
April	6/12ths
May	5/12ths
June	4/12ths
July	3/12ths
August	2/12ths
September	1/12ths

Why do we have to amend our bylaws when K.I. is making this change via procedures?

Some have asked this question, which is a reasonable one. The answer is this: The K.I. Bylaws are silent on any charges for new members, so the K.I. Board implements it via procedure; that gets the rule in writing and requires specific Board action to change it. However, the district bylaws have a specific provision authorizing districts to charge new members, so any changes must be carried out via the bylaws provision as well.

Reminder: annual district dues amounts

As a reminder, Kiwanis International requests each district to confirm your district dues amount annually so K.I. can bill and collect them correctly for the district. This is now done via an online form, due approximately the first part of September. Your prorated dues percentages for new members will be based on the district's annual dues amount.

Questions?

For questions about bylaws or policy wording, contact me.

For questions about the billing or collection process, contact Bryce Kinder.

cc: District Governors and Governors-elect in North American districts

Administrative Secretaries in North American districts

Staff members Stan Soderstrom, Jeff Oatess, Bob Broderick, Bill Parker, Regina Dreessen, Bryce Kinder, Chris Martz, Brian Tenclinger, Brad Boyd, Emily Sharp, Rhonda Vrell

EXHIBIT A

As of October 1, 2021, K.I. Procedure 342.2 will read as follows:

342 - NEW CLUB MEMBERS (1/13)

342.2 – Prorated Dues

Prorated membership dues, magazine subscription fee, and insurance fees shall be charged for each new member, including new clubs, to defray administrative costs, per the schedule below. (10/90) (10/19)

Prorated dues, magazine, and insurance are waived for: Kiwanis club members who join another Kiwanis club within a six-month period during the same administrative year and for former Key Club or Circle K club members. (10/90) (10/19)

ORIGINAL proration schedule adopted October 2019:

First month of membership	Prorated amount
October, November, December	100%
January	90%
February	80%
March	70%
April	60%
May	50%
June	40%
July	30%
August	20%
September	10%

ANTICIPATED proration schedule expected to be used October 2021. (If additional changes are necessary prior to implementation, districts will be informed.)

First month of membership	Prorated amount
October	12/12ths
November	11/12ths
December	10/12ths
January	9/12ths
February	8/12ths
March	7/12ths
April	6/12ths
May	5/12ths
June	4/12ths
July	3/12ths
August	2/12ths
September	1/12ths



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October 25, 2021

Mark McDonald, Secretary
Kiwaniis District of California-Nevada-Hawaii
Email: mark@cnhkiwanis.org

Dear Mark,

As we discussed recently via email and phone, I wanted to let the district know that I did not yet submit Cal-Nev-Ha's most recent district bylaw amendments (per attached) for approval by the K.I. Board. This letter provides details that you can share with others as to the concerns with two of them.

Amendment #3 about criteria for Governor and Governor-elect candidates: The comments I made to the original draft you shared in 2020 are still valid. Those are attached. See also my comments in that document on Art. III, Sec. 2, as that helps explain the overall picture that regards Art. VII, Sec. 3 as well. (You confirmed there was no intention to delete the requirement.) For those reasons, this amendment cannot be approved. **The current wording should be retained in both Art. III, Sec. 2, and Art. VII, Sec. 3.** New amendments on the same subject should **not** be repropose in 2022, as they could not be approved either.

Amendment #4 correcting a word omission: Adding "or" in this provision is acceptable for approval. That will be done at the January 2022 K.I. Board meeting. (You didn't need an actual amendment to correct the typo, but it was okay to do so.)

Amendment #5 about an office failing to perform their duties: After re-reviewing all your changes in this one, everything looks acceptable for approval. That will also be done at the January 2022 K.I. Board meeting.

Amendment #6 about new prorated district dues: Your wording did not include the necessary info issued by K.I. in the attached memo from March (attached). In particular, it doesn't mention following the same proration schedule used by K.I., which is key. Also, "except as otherwise provided" is not correct, as this provision would trump anything else. Also "There are no new member add fees" is not superfluous.

The district will need to adopt the proper wording in 2022: "Prorated district dues shall be charged for each new member of a club on the same prorated schedule used by Kiwanis International." Since I see that Cal-Nev-Ha waives regular dues for SLP alumni for 2 years, you may also want to include this optional wording also given in the memo: "Prorated district dues are waived for any new member who was a former member of a Kiwanis International service leadership program."

Please share this information with your Bylaws and Policies Chair as well (and anyone else, of course). If the district has any questions, let me know. And, per the other email I just issued recently, please be sure I see any new amendments proposed in the future in advance of house consideration (preferably in advance of finalization by the district board). That goes for any topics, any year. That can prevent a lot of challenges for both the district and K.I.

Regards,

A handwritten signature in cursive script that reads "Diana".

Diana Rader O'Brien
Governance Specialist
dobrien@kiwanis.org

ARTICLE VII. NOMINATION AND ELECTION OF OFFICERS

Section 1. The election of officers *and Finance and Structure committee members*, except as otherwise provided in these bylaws, shall be held at the annual convention. The official program of the convention shall indicate the time and place of the elections.

Comment: Since these persons are not district officers, they would not be mentioned in this Article. And the fact that they are elected is already covered by Art. V, Sec. 2b. So this addition is not approved and needs to be removed.

Section 2. The Secretary, who will assume office on October 1, shall be appointed by the Governor-designate, subject to the approval of the District Board-designate.

Section 3. The nominating and election procedure for officers to be elected at the annual convention shall be as follows:

a. The Governor-elect shall be the sole candidate for the office of Governor.

b. All qualified candidates for offices to be elected at the annual convention must submit written notice of candidacy to the District Secretary *no later than March 1*.

Comment: This change is fine. (The district can set any reasonable date it likes.)

- Candidates for District offices shall be a member of a club in good standing.

Comment: This is already covered by Art. III, Sec. 2, taken in conjunction with Art. I, which also covers the fact that the member himself/herself must be in good standing as well. (Please be aware that Article I applies to ALL occurrences throughout the bylaws.) For this reason, this addition is not approved and needs to be removed.

c. Qualified candidates for Governor and Governor-elect shall:

- Submit a signed agreement to Kiwanis International to fulfill the duties of office.
- Have a clear criminal history background check conducted and verified by Kiwanis International.
- Have served as a Lt. Governor in a Kiwanis International District.

Comment: This concept is fine. But it needs to be moved to Art. III, Sec. 2, so that all criteria to hold district office is stated in one place. The wording is shown further below.

d. Qualified candidates for District Treasurer shall:

- Have a clear criminal background check conducted and verified by Kiwanis International.
Comment: This concept is also fine, but, as a criteria to hold a district office, it also needs

to be moved to Art. III, Sec. 2, as shown further below.

e. Prior to elections, the District Secretary shall report the qualified candidates to the House of Delegates.

(Comment: The addition here was only the word "District." As such, it didn't need to be an amendment at all. No problem approving it.)

f. Nothing in this article shall be construed as limiting the right to make further nominations of qualified candidates during the House of Delegates session.

g. A majority of all valid votes cast shall be necessary for each office elected at the convention. In the event that no nominee receives a majority of valid votes cast, a new election shall take place immediately, with the nominee receiving the fewest number of votes eliminated from the ballot. This procedure shall be followed until one nominee receives a majority vote.

h. The voting shall be by ballot only where there are two (2) or more candidates for the same office.

- To be considered valid, all ballots cast by each delegate must be placed by the delegate in the ballot boxes distributed and collected by the tellers.
- There shall be a minimum of three (3) tellers to count the ballots. Tellers will be appointed by the District Governor and approved by the House of Delegates.
- When ballots are required a minimum of two counts of all ballots will be conducted with the results of each count matching in order to determine the election winner (s).

Comments:

- 1) This degree of detail should not have been placed in the bylaws under control of the House. It should be part of policies determined by the district board. This is because the district board already has full authority to manage details of the district convention. If the intent of whoever proposed this amendment was to remove these particular decisions from the district board and give them to the House, these details are considered an improper use of delegates' time. The district can still have these rules, but they should be included in policies, not the bylaws. I'll be happy to discuss this with anyone.
- 2) The first bullet would inadvertently preclude electronic voting such as has probably been used the last two years.
- 3) The House definitely should not be determining the number of tellers or electing them.
- 4) If the district feels strongly that the last bullet point should be in the district bylaws specifically so that it cannot be changed by some future district board, then that could be approved. Otherwise, this should be part of policy too. In any case, I don't believe this quite says what it means and re-wording may be in order. I believe THIS is what is meant: "When ballots are required, a minimum of two counts is required. However, if both counts do not produce the same counts, recounts shall continue until two counts produce the same counts." I'd like to discuss this with someone.

i. Cumulative voting shall not be permitted.

j. For the Finance and Structure committee member election, each delegate shall cast a ballot for two candidates. The two candidates receiving the highest vote total of all votes cast shall be elected to the committee.

Comment: This info is fine. But, since these persons are not district officers, it needs to be moved to Art. V, Sec. 2b, per below.

HOW THE BYLAWS WOULD READ WITH THE ADJUSTMENTS STATED ABOVE:

ARTICLE III. OFFICERS

Section 2. Each district officer shall be an active member in a club of the district. Each Lieutenant Governor shall be a member of a club in the division from which elected. The Governor and Governor-elect shall have served as a Lieutenant Governor of a district. The Governor, Governor-elect, and Treasurer shall have and maintain a clear criminal history background check conducted and verified by Kiwanis International.

ARTICLE V. COMMITTEES

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

b. The Finance and Structure Committee, which shall have eleven (11) members consisting of: two (2) Past Governors, one (1) Past Treasurer (these three to be selected by their respective groups), Governor, Governor-Elect, Treasurer, Immediate Past Treasurer, two (2) members elected by the House of Delegates, the President of the current class of Lt. Governors, and a Lt. Governor appointed by the Governor. The Past Governors and Past Treasurer will serve staggered three (3) year terms. Neither the Past Governors nor the Past Treasurer shall serve consecutive terms. Other members of the committee shall serve for a term of one (1) year. The Committee shall select its Chair, who shall not be an elected District Officer. The name of the Chair shall be submitted to the Governor-elect prior to September 1. If there are more than two candidates for members, each delegate shall cast a ballot for two candidates, and those receiving the highest number of valid votes cast shall be elected.

(Comment: You may want to consider splitting this paragraph into two, with the second paragraph being about terms and selection/election.)

In the event of a vacancy in one of the two members elected by the House of Delegates, the District Board shall elect a qualified Lt. Governor or a Past Lt. Governor who is an active member of a Kiwanis Club in the District to fill the office for the unexpired term.

The Finance and Structure Committee shall administer the district finances, budget, and office procedures under the direction of the District Board. The Committee shall submit recommendations to the Governor relative to the employment of the Secretary, all office personnel, and an outside auditor. The Committee shall meet quarterly, beginning in October, and shall report to the District Board at all Board Meetings and to the delegates at the District Convention. It shall take under advisement all matters referred to it for consideration, including the hearing of grievances, and make its recommendations to the appropriate District body.

ARTICLE VII. NOMINATION AND ELECTION OF OFFICERS

The only changes to Art. VII would be in Sec. 3b and 3e, as the district adopted them. Those are shown below. Additional amendments that were shown in Art. VII have either been placed in Articles III or V or are not approved. Per my original comments above, one of the bullet points under Sec. 3h *may* be permitted, if re-worded next year, though K.I. prefers it be moved to policies. We can discuss this.

Section 1. The election of officers, except as otherwise provided in these bylaws, shall be held at the annual convention. The official program of the convention shall indicate the time and place of the elections.

Section 2. The Secretary, who will assume office on October 1, shall be appointed by the Governor-designate, subject to the approval of the District Board-designate.

Section 3. The nominating and election procedure for officers to be elected at the annual convention shall be as follows:

- a. The Governor-elect shall be the sole candidate for the office of Governor.
- b. All qualified candidates for offices to be elected at the annual convention must submit written notice of candidacy to the District Secretary **no later than March 1**.
- c. Qualified candidates for Governor and Governor-elect shall:
 - Submit a signed agreement to Kiwanis International to fulfill the duties of office.
 - Have a clear criminal history background check conducted and verified by Kiwanis International.
- e. Prior to elections, the **District** Secretary shall report the qualified candidates to the House of Delegates.
- f. Nothing in this article shall be construed as limiting the right to make further nominations of

qualified candidates during the House of Delegates session.

g. A majority of all valid votes cast shall be necessary for each office elected at the convention. In the event that no nominee receives a majority of valid votes cast, a new election shall take place immediately, with the nominee receiving the fewest number of votes eliminated from the ballot. This procedure shall be followed until one nominee receives a majority vote.

h. The voting shall be by ballot only where there are two (2) or more candidates for the same office.

i. Cumulative voting shall not be permitted.

CAMPAIGN POLICIES AND CONDUCT

FOR DISTRICT OFFICE OTHER THAN DISTRICT TRUSTEES

191. Campaign Policies for District Office other than District Trustees (Section 501) (02/09)

Candidates will conform to the following ethical values; Honesty, Trustworthiness, Integrity, Good Character, Fairness, Caring and Respect. Candidates shall at all times conduct themselves and their campaigns in accordance with the basic rules of ethical conduct so as to uphold the good name of Kiwanis.

The following policies shall be followed in campaigning for offices other than Trustee in the California-Nevada-Hawaii District of Kiwanis International. They are established to give an equal opportunity to function within good practice and to provide candidates the means for presenting their qualifications and getting personally acquainted with as many Kiwanians as possible. (3/08)

191.1 Announcement and Publicity

- A. Candidates, with the exception of candidates for the office of Lieutenant Governor shall announce their candidacy in writing on or after October 1st of the administrative year during which the election will take place. This official notification of candidacy shall be in the form of a letter of intent delivered to the District Secretary/Executive Director by the candidate. Notification of the announcement will be sent to the District Board of Trustees in the next communication. (02/09) Said notification may be sent via email.
- B. Once candidates have declared their candidacy, they will be considered a candidate until the District Secretary/Executive Director has received a formal written withdrawal. The District Secretary/Executive Director shall acknowledge receipt of the withdrawal. Notification of the withdrawal will be sent to the District Board of Trustees in the next communication. (02/05)
- C. A candidate for District Office (with the exception of the office of Lieutenant Governor) shall neither announce nor campaign directly or indirectly for District Office until October 1 of the Kiwanis Administrative Year in which the election will occur. (08/03)
- D. District policies for campaigning shall be sent to each announced candidate by the District Office. (07/98)
- E. The Governor, Governor-elect, Immediate Past Governor, District Treasurer, District Trustees and all paid employees of the District Office shall not make any public endorsement in connection with any contested District election, except when campaigning on their own behalf. (02/09) Disparaging statements about any candidate are prohibited.
- F. When requested by an announced candidate, the District Office shall provide an electronic database of the following: Trustees, Lieutenant Governors, Lieutenant Governors-elect, Club Presidents, Club Secretaries, District Committee Chairs, Past District Governors and Immediate Past Lieutenant Governors. At the option of the candidate, the District Office shall provide two (2) free sets of mailing labels in lieu of the database file. (03/08)
- G. An announced candidate may send promotional materials to any Kiwanian after the District Secretary has received official notification of candidacy. (07/98)

- H. The District Secretary will invite candidates as observers to any meeting of the following committees of which they are not a member: Bylaws and Policies, Finance, Realignment and Strategic Planning. (02/05)
- I. A candidate, or a person on behalf of a candidate, shall not begin campaigning or raising funds for the candidacy until after the District Secretary has received official notification of candidacy. (02/05)

191.2

Information on Conferences, Conventions and General Campaigning

- A. Convention site campaign activity shall only be conducted at the candidate's convention space and the candidate's own hospitality suite. Convention site is defined as hotel or convention center function space and adjoining hallways and foyers. Candidates will assure that campaign supporters and workers do not block entry and exit ways to convention facilities. Each candidate for District Office (other than Lieutenant Governor, Treasurer or Trustee) will be provided with one standard cost-free space at the Mid-Year Conference(s) and District Convention. Promotional material and upkeep of the space shall be at the candidates' own expense. (08/12)
- B. The author of any campaign communication must be clearly identified. (07/98)
- C. All campaign material shall be prohibited on stage during any convention or conference session and by presenters at any seminar and when on duty on behalf of any of the following committees: Host Committees, Registration, Credentials, Pride in Kiwanis, Elections and Sergeant-At-Arms. (08/12)

191.3

Active and Personal Campaigning

- A. All candidates shall be responsible for the actions of their committees and shall accept full responsibility for their campaigns. (02/05)
- B. A campaign visit may be made to a division function, other than the division of the candidate's primary club, only by written invitation from the Lieutenant Governor. If an invitation is extended to one candidate, that candidate must inform the Lieutenant Governor extending the invitation that all candidates for the same office must be invited to the same meeting. (02/05)
- C. A campaign visit may be made to a club function, other than the clubs in the candidate's primary club division, only by written invitation by the club president. If an invitation is extended to one candidate, that candidate must inform the club president extending the invitation that all candidates for the same office must be invited to the same meeting. (02/05)
- D. Campaigning and/or campaign material of any kind is not permitted at the Governor's Official Visit. (03/08)
- E. A candidate and committee members shall promote only their candidacy and shall not campaign against any other candidate. (07/98)
- F. Candidates shall not solicit or allow the aid of members of Kiwanis Service Leadership Programs in their campaign. (02/05)

- G. Candidate Campaign Chair will provide the Elections Committee and District Secretary/Executive Director with a list of all their campaign committee members before the commencement of campaigning.

191.4 Limitations on Campaigning (06/20)

- A. Candidates for the office of Governor-elect who are certified by Kiwanis International to conduct CLE training shall not, after the announcement of their candidacy, continue to act as a CLE trainer until after the election for the office that such candidate may seek.
- B. Candidates for the office of Governor-elect shall not, after the announcement of their candidacy, conduct campaign activities or publicize their candidacy at SLP conventions, conclaves, or events until after the election for the office that such candidate may seek.

191.5 Specifically prohibited activity (8/20)

- A. Candidates shall not distribute any flyers, posters, cards, e-mails, social media posts, direct mail pieces via USPS or private carrier, or any other communications whether physical or electronic in connection with their candidacy that includes photographs or images of any District Officer, any Kiwanis International Officer, any paid employee of the California Nevada Hawaii District of Kiwanis International, or of any member of any SLP Club in Kiwanis International. Such photographs or images could be misconstrued as an endorsement, which is specifically prohibited elsewhere in this section.
- B. The District reserves the right to augment or supplement this listing of specifically prohibited activities at any time. The items enumerated above shall not be considered the exclusive list of prohibited activities.

191.6 Violations of Campaign Policies - Campaign Ethics Committee (8/21)

- A. The sole remedy for campaign policy violations is to report the alleged violation to the District Governor or District Secretary, as outlined herein.
- B. Any person who observes what they believe to be a campaign policy violation shall file a written complaint with the District office. All complaints regarding alleged violations of the campaign policies outlined above shall be delivered in writing to the Governor or District Secretary/Executive Director, in person or by mail or electronic delivery at the District Office and shall be signed by the witness to the alleged violation. The complaint regarding the alleged violation(s) shall provide specific details for example, the date, time, place, identity of those involved, and what was said or done in violation of the campaign policies outlined above, referencing the specific violation and/or policy violated. Anonymous complaints will be rejected, and no further action will be taken with respect to them.
- C. **The following procedure is available to address violations occurring in advance of the District Education Conference and Convention.** Upon receipt of a written allegation of a violation of the campaign policies outlined above, the Governor shall appoint a Campaign Ethics Committee ("Committee"). This committee will have a minimum of five (5) members. The chairman will be named by the Governor, and shall be a member in good standing of any

Kiwanis Club in the District. The committee will include a Chair, two (2) currently sitting District Trustees and two (2) Past District Governors, none of whom should be a declared candidate for any office. If the allegations are made against the sitting District Governor, then all the powers and functions of the Governor outlined in this section shall instead be carried out by the Governor-elect. A quorum for the Committee will be four (4) members. Any abstention vote will be considered a “no” vote.

- D. The committee will conduct a preliminary investigation of all alleged campaign policy violations which it receives from the Governor within 10 days of the receipt of the written complaint. The Committee shall make an initial determination regarding whether to conduct a formal hearing regarding the alleged campaign policy violations. The Committee will report their findings in writing to the Governor as soon as is reasonably possible, but in no event later than 21 days after the receipt of the written complaint by the Committee. (08/20)
- E. If the Committee recommends conducting a formal hearing, or if the Governor instructs the Committee to conduct a formal hearing regardless of the recommendation of the Committee, the Committee, in conjunction with the Governor and the District Secretary, shall set a date for a hearing within 15 days of the written report to the Governor. Written notice of the hearing will be given by the District Secretary to each member of the Committee, the Candidate and, if applicable, the alleged violator(s). The Candidate and/or alleged violator(s) shall receive a copy of the complaint made against them at least one week before the day of the hearing and be permitted the opportunity to provide evidence in their defense, but shall not be present during the Committee deliberations. The Committee will make a written report of its findings to the Governor within 5 days of the hearing and may recommend that the Governor take one of the actions outlined in section 191.6 F below. If the Committee is not unanimous in its findings, the Committee members in the minority may make their own report to the Governor. (08/20)
- F. The Governor shall review the findings of the Committee and take one or more of the following actions:
 - 1. No action based on no violation.
 - 2. Acceptance of an oral or written apology from the candidate and/or violator(s).
 - 3. A private reprimand given to the candidate and/or violator(s).
 - 4. A public reprimand notifying the District Board and/or the delegate body of the individuals violating the campaign policies.
 - 5. A written cease and desist order. (02/05)
- G. The Candidate, violator(s), or the Committee, each have a right to appeal from the action to be taken by the Governor to the District Board of Trustees. However, if the Committee wishes to appeal, it must do so by majority vote. If a District Board meeting is not scheduled prior to the end of the current or next District conference or convention, the right of appeal shall be to an ad-hoc committee appointed by the Governor and consisting of the Governor, the Governor-Elect, Immediate Past Governor, District Secretary/Executive Director, District Treasurer, at least two (2) Trustees and at least two (2) Past Governors. The decision of the District Board of Trustees, or of the ad hoc committee, shall be final. (03/08)
- H. The District Board of Trustees will be advised of the Governor’s action at the next board meeting. (02/05)

I. The following procedure is available to address campaign policy violations reported as having occurred during the District Education Conference and Convention, and also to address disruptive behavior by any person attending the Convention at General Sessions, Candidate Forums, the House of Delegates, or any other place at the Convention. If the sitting District Governor receives a complaint of campaign policy violations and/or disruptive behavior and deems the complaint to be credible, the District Governor may unilaterally impose any sanction specified in section 191.6 F upon any individual so accused. The District Governor shall inform all other members of the District Board of Trustees of any decision to impose such sanctions upon an individual at the District Education Conference and Convention as soon as possible, to the best of his or her ability to do so. In addition, as the result of the exigencies of ensuring compliance with campaign policies imposed by Kiwanis International and California Nevada Hawaii District of Kiwanis International during the Convention, and to address any disruptive behavior during the Convention, the District Governor may bar any person so accused from the District Education Conference and Convention forthwith, and direct that the Sergeant at Arms bar and/or eject any such individual from the Convention floor. The District Governor shall inform all other members of the District Board of Trustees of any decision to bar and/or eject an individual from the District Education Conference and Convention as soon as possible, to the best of his or her ability to do so. (8/21, Temporary-ends on 9/30/21)

J. Prior to the Convention, the District Governor shall appoint a committee to accept and review any appeal of the action(s) of the District Governor as set forth in section I above should they occur, and that committee shall consist of the Governor-Elect, any past District Governor that is present at the convention and who is not an employee of the District, and a member of the District Board of Trustees who is serving as a member of the Bylaws and Policies Committee who is present at the convention and if none any member of the District Board of Trustees who is present at the convention. If the District Governor takes any action outlined in section I above during the Convention, the District Governor shall immediately notify that committee of his or her action(s). If those affected by the action(s) of the District Governor appeal any such action(s), that committee shall act immediately after an appeal to determine whether the action of the District Governor was justified. That committee shall have the power to affirm or rescind the decision of the Governor, and/or to impose additional and/or different sanctions as provided by section I above. The decision of that committee regarding any such appeal shall be final. (8/21, Temporary-ends on 9/30/21)

Proposed addition to policy – District Parliamentarian

Added to section 104, so that the title of that section would be “Executive Committee & District Parliamentarian”

Section 104.3 – District Parliamentarian

- A. The District Governor shall name a District Parliamentarian. The District Parliamentarian shall be a member in good standing of a Kiwanis Club in the CalNevHa District.
- B. The District Parliamentarian shall attend all meetings of the Board of Trustees but shall have no right to vote. The District Parliamentarian shall serve at the pleasure of the District Governor.
- C. The District Parliamentarian shall have a working knowledge of the most recent edition of Robert’s Rules of Order and shall use that knowledge to assist the District Governor during meetings of the Board of Trustees and at the District Convention to ensure that the meetings are conducted in accord with the procedural rules adopted either at the meetings of the Board of Trustees or the District Convention. Other than as outlined herein, none of the advice provided by the District Parliamentarian shall be considered legal advice, financial advice, or any other professional advice outside the scope of advice concerning parliamentary procedure.
- D. The District Parliamentarian shall be considered to be a ‘District Officer’ as that term is used in sections 261.4 and 261.5 of this Policy Manual for purposes of reimbursement of expenses of travel and lodging at District Mid-Year Conferences and District Conventions, and for purposes of reimbursement of expenses of travel and lodging at International Conventions of Kiwanis International pursuant to Policy sections 280.1 A and 280.3.

Notes – Have to correct all PM references to ‘District Parliamentarian.’

271.2 – not clear what ‘convention expense’ refers to - need to clarify. Inconsistency between how travel/per diem allowances are described as between District functions and KI functions. i.e. ...

280.1 A – mentions Parliamentarian for travel reimbursement. 280.3 – does not mention Parliamentarian for per diem.