



Kiwanis[®]

California-Nevada-Hawaii District

www.cnhkiwanis.org

2016-2017 Policy Committee Teleconference Meeting

May 23, 2017 4:00 p.m.

AGENDA

(teleconference 877-794-7297 code 2012)

1. Welcome
2. Governor's remarks
3. Governance Task Force Proposals/Laws and Regulations Proposed Bylaws Amendment Wording
4. Key Club District Bylaws Updates
5. Policy Section 300 Updates (no report received)
6. Other items
7. Adjournment

Kiwanis

California-Nevada-Hawaii District

For Review by the CNH District Officers at the

March 3, 2017 Board Meeting

CNH District Task Force: Governance

Team Members:

- Doug Frost
- Gary Gray
- Grant Imper, Chair
- Jim Koontz
- Joni Ackerman, Governor-Elect
- Mark McDonald, Secretary
- Pete Edwards, Governor
- Rocio Brooks
- Ron Rothacher

Three Governance Issues prioritized by the Task Force and proposals prepared for Board consideration (sub-team drafters of the motions in parenthesis):

- Qualifications for Governor-Elect (Joni Ackerman)
- Committee Structure (Gary Gray)
- District Officers Background Check (Doug Frost)

1. CNH Governance Task Force recommendation regarding qualifications to run for Governor-Elect*

[Proposed for Discussion by Task Force]

In order to be eligible to run as a candidate for District Governor Elect, the candidate should:

1. Have served as District Trustee and have completed two years of the three year term;

OR

2. Have served as Lt. Governor/Trustee for a complete term when the Lt. Governors were the Board of Trustees.

**** Must determine placement of provision in amendment to the By-Laws.***

2. CNH Governance Task Force recommendation regarding CNH District Committee Structure and Trustees Requirement

[Proposed for Discussion by Task Force]

Providing Policy consistency in Board of Trustees Composition and Committee support for key CNH Board Committees. The current approved article is listed first, followed by proposed changes to the article with the purpose of seating at least two Trustees on each committee.

The Committees include:

- Policy
- Realignment
- Strategic Planning
- Convention Site and Selection
- Finance
- District Audit

In the proposed CNH District Policy paragraph deletions are reflected as ~~strikeout~~ type and insertions are underlined type.

Policy Committee

102.3 Composition

The Policy Committee shall be composed of from ten to sixteen members including the Governor, Governor-elect, Immediate Past Governor and District Secretary. Of the remaining members, no less than three members shall have served on the Policy Committee within the past year, and at least one member shall be a Trustee. The Governor-elect shall make the selection of the chair from the current committee. (3/08)

102.3 Composition

The Policy Committee shall be composed of from ten to sixteen members including the Governor, Governor-elect, Immediate Past Governor and District Secretary. Of the remaining members, no less than three members shall have served on the Policy Committee within the past year, and at least ~~one~~ two members shall be a Trustee. The Governor-elect shall make the selection of the chair from the current committee. (3/08)

Realignment Committee

103.2 Composition

The Realignment Committee shall be composed of from ten to sixteen members including the Governor, Governor-elect and the District Secretary/Executive Director. Of the remaining members, no less than four members shall have served on the Realignment Committee within the last two years and one must be a Trustee. The Governor-elect shall make the selection of the chair from the current committee. (3/08)

103.2 Composition

The Realignment Committee shall be composed of from ten to sixteen members including the Governor, Governor-elect and the District Secretary/Executive Director. Of the remaining members, no less than four members shall have served on the Realignment Committee within the last two years and ~~one~~ two must be a Trustees. The Governor-elect shall make the selection of the chair from the current committee. (3/08)

Strategic Planning Committee

112.2 Composition

This Committee shall be composed of from ten to sixteen members including the Governor, Governor-elect, Immediate Past Governor, District Treasurer, District Secretary, and a Trustee. No less than five (5) of the members shall have served on the Committee in the past year. The Governor-elect shall make the selection of the chair from the current Committee. (3/08)

112.2 Composition

This Committee shall be composed of from ten to sixteen members including the Governor, Governor-elect, Immediate Past Governor, District Treasurer, District Secretary, and ~~a~~ two Trustees. No less than five (5) of the members shall have served on the Committee in the past year. The Governor-elect shall make the selection of the chair from the current Committee. (3/08)

Committee on Convention Site and Selection

125.3 Composition

The Committee on Convention Site and Selection shall be composed of seven (7) members, including the Governor, Governor-elect, and District Secretary. No less than two (2) members shall have served on the Committee on Convention Site and Selection within the past two years, and at least one (1) member shall be a Trustee. The Governor-elect shall make the selection of the chair from the current committee. (3/08)

125.3 Composition

The Committee on Convention Site and Selection shall be composed of seven (7) members,

including the Governor, Governor-elect, and District Secretary. No less than two (2) members shall have served on the Committee on Convention Site and Selection within the past two years, and at least ~~one~~ two(~~1~~2) members shall be a Trustees. The Governor-elect shall make the selection of the chair from the current committee. (3/08)

Finance Committee

202.2 Composition

The Finance Committee shall be composed of from ten to thirteen members including the Governor, Governor-elect, District Secretary/Executive Director and District Treasurer. Of the remaining members, a minimum of two Trustees shall serve on the Committee and no less than three members shall have served on the Finance Committee within the past two year period. The composition of the Committee shall accommodate an appointment by the Governor-elect for the following administrative year after his or her election. Such appointment shall only be used if the Governor-elect's choice for a Chairman was not serving on the current Finance Committee. The Governor-elect shall make the selection of the chairman from the current Committee. (6/09)

No change recommended here as a minimum of two Trustees is already required.

CNH District Audit Committee

240.2 Composition

This Committee shall be composed of five (5) members not more than two (2) of who may also serve on the Finance Committee. The Committee cannot include staff members, the Governor, Governor-elect, Immediate Past Governor, District Treasurer, or District Secretary/Executive Director. One member of the Committee shall be a Trustee. (3/08)

240.2 Composition

This Committee shall be composed of five (5) members not more than two (2) of who may also serve on the Finance Committee. The Committee cannot include staff members, the Governor, Governor-elect, Immediate Past Governor, District Treasurer, or District Secretary/Executive Director. ~~One~~ Two members of the Committee shall be a Trustees. (3/08)

3. **CNH Governance Task Force recommendation regarding District Trustees Background Checks**

[Proposed for Discussion by Task Force]

Maintain consistency with requirements for Governor and Governor-Elect to have clear background checks, the task force is recommending consistency through District Policy for the Board of Trustees to have clear background checks.

The current approved article is listed first, followed by proposed changes to the article with the purpose of seating at least two Trustees on each committee. In the proposed CNH District Policy paragraph deletions are reflected as ~~strikeout~~ type and insertions are underlined type.

502.7 Qualifications of Candidates

No person shall be eligible to serve as a Trustee unless such candidate: (i) has served, or is currently serving, as a Lt. Governor of a Division within this District; (ii) has been a member in good standing of a Kiwanis Club within this District for at least five (5) years prior to the election; (iii) is currently an active or senior member in good standing of a Club within the Region which is the primary Club of the candidate; (iv) has been endorsed as a candidate for Trustee by the primary Club of the candidate; and (v) has given assurances of the candidate's willingness and ability to carry out the duties and responsibilities of the office of Trustee.

502.7 Qualifications of Candidates

No person shall be eligible to serve as a Trustee unless such candidate: (i) has served, or is currently serving, as a Lt. Governor of a Division within this District; (ii) has been a member in good standing of a Kiwanis Club within this District for at least five (5) years prior to the election; (iii) is currently an active or senior member in good standing of a Club within the Region which is the primary Club of the candidate; (iv) has been endorsed as a candidate for Trustee by the primary Club of the candidate; and (v) has given assurances of the candidate's willingness and ability to carry out the duties and responsibilities of the office of Trustee. In addition, the Trustees and candidates for District Trustee shall have and maintain a clear criminal history background check conducted and verified by Kiwanis International.

Laws and Regulations Committee

Proposed Bylaws Amendment Wording

In response to what the Governance Task Force submitted, the following wording is proposed for the 2016-2017 Bylaws Amendment:

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.
- 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.

d. No person shall be considered as a candidate for Governor-elect until or unless one of the following requirements have been met:

1. The candidate shall have served as District Trustee and have completed two years of the three year term; OR

2. The candidate shall have served as Lt. Governor/Trustee for a complete term when the Lt. Governors were the Board of Trustees.

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

e 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.

f 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.

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

h i. Cumulative voting shall not be permitted.



CALIFORNIA-NEVADA-HAWAII DISTRICT

8360 Red Oak St. Ste #201, Rancho Cucamonga, CA 91730-0608

District Bylaws

CALIFORNIA-NEVADA-HAWAII DISTRICT

KEY CLUB INTERNATIONAL

Approved by the House of Delegates meeting
in convention at Anaheim, California on
April 8, 2017



a Kiwanis-family member
Developing competent, capable, and caring leaders since 1925

DISTRICT BYLAWS

The following sets forth the Bylaws of the California-Nevada-Hawaii District of Key Club International as approved by the District House of Delegates meeting in convention at Long Beach, California on April 16,2011.

Article I: NAME AND TERRITORIAL LIMITS

Section 1. The name of this organization ~~shall will~~ be the California-Nevada-Hawaii (*CNH*) District of Key Club International. *Accepted and reasonable acronyms such as CNH may be used.*

Section 2. The boundaries within which it ~~shall will~~ function ~~shall is to~~ be coextensive with the boundaries of the ~~California-Nevada-Hawaii~~ *CNH* District of Kiwanis International. It ~~shall will~~ be sponsored by, but not a part of, Kiwanis International. It ~~shall will~~ operate under the responsibility and control of the Kiwanis District Board under which it functions.

Article II: OBJECTS

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

To promote the objects of Key Club International.

To coordinate the *district* projects ~~of member Key Clubs.~~

To strengthen and extend the Key Club movement.

To increase the fellowship and cooperative effort of the clubs within the district.

To promote participation of the clubs within the district in the general objectives, programs, and policies of the ~~CNH district~~ *District* and of Key Club International.

Section 2. Additional objects of this district ~~shall will~~ be:

To protect the environment and to promote the eco-friendly movement.

Article III: DIVISIONS

Section 1. The territory of this district ~~shall will~~ be divided into regions and divisions, the boundaries of said divisions ~~shall will~~ be coextensive with the boundaries of the divisions of the ~~California-Nevada-Hawaii~~ *CNH* District of Kiwanis International. However the boundaries of the Key Club Divisions may be further subdivided or combined. Regions are composed of one or more Key Club Divisions.

Article IV: MEMBERSHIP

Section 1. Each ~~Kiwanis sponsored~~ Key Club *chartered with Key Club International within the boundaries of CNH District in this district shall will* be a member of this district.

Section 2. Any member club more than sixty (60) days in ~~arrears debt for any indebtedness~~ to Key Club International, or to ~~this CNH District district,~~ *shall will* be considered not in good standing *with CNH District.*

~~Section 3. Any member club not in good standing with Key Club International shall will be considered not in good standing with this district.~~

~~Section 4. The district governor shall report the name of any member club not in good standing with the district at each meeting thereof and shall direct the District Treasurer to send notice that such club is not in good standing and the reasons therefore to the president of such club, to the president of the sponsoring Kiwanis Club, and to the Director of Key Club International.~~

Article V: OFFICERS

Section 1. The officers of ~~this district~~ *CNH District* shall ~~will~~ be the District Governor, ~~the District Secretary, and the District Treasurer,~~ one Lieutenant Governor for each division of the *CNH District*. ~~district, the Secretary, and the Treasurer.~~ Additional non-voting officers as called for in the District Policy Manual, or as deemed necessary by the District Governor may be appointed by the Governor with the approval of the Board of Trustees. Any district officer shall ~~will~~ be eligible to succeed ~~them self themselves~~. No District officer shall ~~will~~ be eligible to be a club officer in their own Key Club for the year which they were elected ~~or appointed~~ to ~~District~~ *district* office.

Section 2. Each officer shall ~~will~~ be an active member in good standing in a club of the district, and each Lieutenant Governor shall ~~will~~ be a member of a club in the division from which he/she will serve. No member shall ~~will~~ be elected to office who will graduate ~~before the next succeeding convention~~ *during his/her term as officer of CNH District.*

Section 3. ~~All elected District officers with the exception of the Lieutenant Governors shall be elected at the District Convention. District Governor, District Secretary, and District Treasurer are to be elected at the District Convention.~~ Each Lieutenant Governor shall ~~will~~ be elected at a ~~division caucuses~~ *Conclave prior to the District Convention.* ~~as proscribed by District Policy.~~ The ~~appointed~~ *non-voting* officers of *CNH District* shall ~~will~~ be nominated by the Governor and ~~elected~~ *approved* by the Board of Trustees. All ~~elected~~ officers ~~elected at or before the District Convention shall will~~ be inducted at the conclusion of the District Convention and shall ~~will~~ begin their official duties immediately. They shall ~~will~~ serve ~~for one (1) year or until the following District, their successors are duly inducted,~~ except for the District Secretary and Treasurer, who shall ~~may~~ continue in office until May 1, following the Convention.

Section 4. The duties of the officers shall ~~will~~ be as follows:

- a. The Governor shall ~~will~~ be the executive officer of the district and shall ~~will~~ preside at *CNH District* all conventions and at all *Board of Trustees* meetings ~~of the Board of Trustees~~. He/She shall ~~will~~ be an ex-officio member of all standing and special committees. It shall ~~will~~ be his/her duty to attend any convention of Key Club International.
- b. The Secretary shall ~~will~~ keep all records of the *CNH* district convention and of the meetings of the Board of Trustees. ~~He/She shall will submit a report to the annual convention and at such other times as the Governor or the Board of Trustees may require.~~ He/she shall ~~will~~ submit to the proper officials and committees all communications received from Key Club International. He/She shall ~~will~~ cooperate with the Governor in forwarding all official reports required by Key Club International. He/She shall ~~will~~ perform such other duties as may be assigned to ~~him~~ *he/she* by the Governor or the Board of Trustees.
- c. The Treasurer, shall ~~will~~ review the receipt of all district dues, convention registration fees, and other district income and shall ~~will~~ approve the disbursement of these funds as provided by the Board of Trustees or District Policy. The accounts and books shall ~~will~~, at all times, ~~will~~ be open to the inspection of the Governor, ~~Treasurer,~~ Board of Trustees, The *CNH* District ~~key~~ *Key Club* Administrator, the Secretary ~~of or~~ Treasurer of the ~~California-Nevada-Hawaii~~ *CNH* District of Kiwanis International, and any authorized auditor. The Treasurer shall ~~will~~ make a report at the annual convention and at such other times as the Governor or Board of Trustees may require. He/She shall ~~will~~ perform such other duties as may be assigned by the Governor or the Board of Trustees.
- ~~e-d.~~ The Lieutenant Governor shall ~~will~~ be the executive officer of the division and shall ~~will~~ preside over all division ~~conferences or~~ meetings. He/She shall ~~will~~ carry out the programs and policies of the District Governor and of Key Club International in his/her division. He/she shall ~~will~~ perform their assigned responsibilities as a member of the District Board of Trustees.

Article VI: BOARD OF TRUSTEES

Section 1. The Board of Trustees shall ~~will~~ consist of ~~the District Governor, District Secretary, District Treasurer, and Lt. Governors~~ officers of the District. ~~and the~~ *The Key Club District Administrator, or designee of CNH Kiwanis governor, will serve as the ex-officio member of trustee.*

Section 2. The management and control of the affairs of the district not otherwise provided for in these bylaws shall ~~will~~ be vested in the Board of Trustees and in District Policy, subject to the direction of the District Key Club Administrator, the sponsoring Kiwanis District Board, and the Board of Trustees of Key Club International.

Section 3. The Board of Trustees ~~shall will~~ hold at least two meetings during each administrative year, at such times and places ~~as shall will~~ be mutually agreed upon by the District Governor and the District Key Club Administrator. Upon the approval of the District Key Club Administrator, other meetings may be called if ~~they are~~ needed.

Section 4. The District Secretary ~~shall will~~ notify each member of the Board of Trustees, the Administrator of Key Club International, the International Board Representative, the officers of the sponsoring Kiwanis District, the Key Club Administrator and the members of the Key Club Committee, in writing, of the time, place, and date of any meeting. ~~at least two (2) weeks in advance of the date of such meeting.~~

Section 5. A quorum at a District Board of Trustees Meeting ~~shall will~~ be composed of one half (1/2) of the total number of members of the Board of Trustees, the provisions of section 4 having been complied with. All official actions of the Board of Trustees between conventions must be approved by a majority of district officers and the District Key Club Administrator. All official actions of the Board of Trustees between conventions must be signed by the District Governor, ~~The the~~ District Secretary, and the District Key Club Administrator.

Section 6. In the absence of the Governor from a meeting, the Board of Trustees ~~shall will~~ designate one of their members with the exception of the District Administrator, to act as Chairperson.

Section 7. Within thirty (30) days after any special or regular meetings of the Board of Trustees, the Secretary ~~shall will~~ make a report of the proceedings of the meeting, comprising a complete synopsis of all action taken, and ~~shall will~~ transmit a copy thereof to the District Board of Trustees, the District Administrator, members of the Key Club Committee, Administrator of Key Club International, and the International Board ~~Representative Counselor~~.

Section 8. In the event the Governor is in any way incapacitated, a special meeting of the Board of Trustees may be called by the District Secretary, the District Administrator, or two-thirds (2/3) of the Board of Trustees.

Article VII: DISTRICT POLICY

Section 1. The Board of Trustees ~~shall will~~ establish standard policies for the execution of the provisions of these bylaws, ~~and the Constitution and Bylaws of Key Club International.~~

Section 2. These policies ~~shall will~~ be compiled in a District Policy Manual and may be modified by majority vote by the Board of Trustees at any regular or special meeting.

Article VIII: COMMITTEES

Section 1. The Key Club District Committees ~~shall will~~ be those as specified in the District Policy Manual or as organized by the District Governor.

Section 2. The duties of the standing committees ~~shall will~~ be those specified in the District Policy Manual.

Article IX: CONVENTIONS

Section 1. The annual ~~convention of the CNH~~ District *Convention shall will* be held at such place and date between the middle of March and the end of May as ~~shall will~~ be mutually agreed upon by the Board of Trustees of ~~this CNH~~ District and the Board of Trustees of the ~~California-Nevada-Hawaii~~ *CNH* District of Kiwanis.

Section 2. The District Secretary ~~shall will~~ mail to each club and to the Director of Key Club International an official call to the annual convention at least sixty (60) days prior to the date of the convention. The Board of Trustees, in accordance with District Policy, ~~shall will~~ have full supervision and management of the convention under the supervision of the District Key Club Administrator and the Key Club Committee.

Section 3. Each club in good standing ~~shall will~~ be entitled to two (2) delegates and two (2) alternates in any convention.

Section 4. The members of the Board of Trustees ~~shall will~~ be delegates-at-large at all conventions.

Section 5. Each accredited delegate ~~shall will~~ be entitled to vote on each question submitted in any convention. There ~~shall will~~ be no voting by proxy.

Section 6. In the absence of the Governor from any convention of the district, the Board of Trustees ~~shall will~~

designate a member of the District Board, with the exception of the District Administrator, to act as *an executive officer Chairperson*.

Section 7. A quorum at any convention of the district ~~shall will comprise~~ *be comprised of* the official delegates present and representing not less than one-third (1/3) of the total number of clubs within the district.

Section 8. Within thirty (30) days after any convention, the District Secretary ~~shall will~~ make a report of the proceedings of the convention, including a complete synopsis of all action taken and ~~shall will~~ transmit a copy thereof to the members of the Board of Trustees, the Key Club District Administrator, members of the Key Club Committee, and to the Director of Key Club International.

Section 9. Each district convention program ~~shall will~~ include the following:

- a. Address by the Governor of the ~~California Nevada Hawaii~~ *the CNH District Kiwanis district*, or *the acting executive officer as designated by the Board of Trustees*. ~~their representative~~.
- b. The nomination and election of officers for the ensuing year.
- c. Such other activities as may be specified in District Policy.

Article X: VACANCIES IN OFFICE BETWEEN CONVENTIONS

Section 1. In the event between conventions of a vacancy in the office of Governor, the Board of Trustees ~~shall will~~ elect a qualified member of the Board of Trustees to become Governor for the unexpired term.

Section 2. In the event between conventions of a vacancy in the office of Lieutenant Governor, the ~~Board of Trustees District Governor~~ ~~shall will elect~~ *appoint* a qualified member of a club of the same division to *be appointed by the Board of Trustees* fill the office for the unexpired term.

Section 3. If a vacancy occurs in the office of the *District* Secretary, or *District* Treasurer between conventions, the Board of Trustees ~~shall will~~ elect a qualified member of a club in the district to fill the office for the unexpired term.

Section 4. Whenever it ~~shall will~~ appear to the Governor that any Lieutenant Governor, District Secretary, District Treasurer, or other elected or appointed officer of the district is failing to perform the duties of their office, the Governor ~~shall will~~ give such officer immediate notice of the fact and ~~shall will~~ follow District Policy in removing and replacing said officer with a duly qualified replacement to complete the term of office.

Section 5. Whenever it ~~shall will~~ become apparent to the Board of Trustees and District Administrator that the Governor is failing to perform his/her duties, it ~~shall will~~ be the responsibility of the District Secretary, with the approval of the Kiwanis District Governor, to call a special meeting of the District Board of Trustees to consider all facts and any reasons why the office ~~shall will~~ not be declared vacant. In the event that the District Board of Trustees ~~shall~~ find the alleged facts to be true, the District Board of Trustees will request the resignation of said District Governor. In the event that a resignation is not voluntarily offered, the District Board of Trustees ~~shall will~~, with the approval of the Kiwanis Governor, declare the office vacant and the vacancy ~~shall will~~ be filled in accordance with the provisions as contained in these bylaws.

Section 6. A member may also be dismissed for cause for violating the Code of Conduct during any Key Club function or while acting as a representative of Key Club. A dismissal for cause may be made by a majority of the elected members of the Executive Board upon request of the Governor and District Administrator. The accused member may present a defense to the charge at this time. Any member may appeal the decision dismissing ~~him or her~~ *him/her* to a hearing before the entire board. A special meeting of the Board may be called for this ~~appeal purpose~~.

Article XI: REVENUE

Section 1. Each member club ~~shall will~~ pay to the district for each and every member the sum of \$4.50 per annum as district dues ~~and district publications and subscription fees~~. These dues ~~and subscription fees shall will~~ accrue on October 1 and ~~shall will~~ be remitted to the *CNH* Key Club District Office by the individual club not later than December 1 of each year.

Section 2. The amount of district dues ~~and subscription fees shall will~~ be determined by the District Board of Trustees, with approval of the district Key Club Administrator, and subject to approval at the next district convention.

In no case ~~shall will~~ the total district dues ~~and subscription fees~~ exceed the maximum amount paid for each member in International dues.

Section 3. Assessments in excess of the annual dues may be made only upon a two-thirds (2/3) vote of all delegates attending an annual convention.

Section 4. All dues ~~shall will~~ be paid within sixty (60) days after the same ~~shall will~~ become payable.

Section 5. The dues to be paid to the district by any new club admitted to membership during any fiscal year ~~shall will~~ be the dues for each and every member for that year.

Section 6. Dues for members joining existing clubs, said clubs having already paid their dues obligation, ~~shall will~~ be determined by District Policy.

Article XII: RULES OF ORDER

Section 1. "Robert's Rules of Order" (Newly Revised) ~~shall will~~ be the parliamentary authority for all matters of procedure not specifically covered in these bylaws or in District Policy.

Article XIII: KEY CLUB YEAR

Section 1. The ~~California-Nevada-Hawaii~~ *CNH* District Key Club Administrative Year ~~shall will~~ be from the conclusion of the annual District Convention to the conclusion of the next annual District Convention.

Section 2. The Fiscal Year ~~shall will~~ be from July 1 through June 30.

Section 3. The Key Club Administrative Year ~~shall will~~ be as specified by Key Club International.

Article XIV: AMENDMENTS

Section 1. Amendments ~~to~~ these bylaws ~~shall will~~ be made only at conventions by a two-thirds (2/3) vote of delegates present, in accordance with the following:

- a. Any Key Club in good standing may make a proposal to revise the District Bylaws. In addition any member of the Board of Trustees may make a proposal to revise the Bylaws.
- b. A proposal to amend the Bylaws by a *CNH* Key Club in good standing must be submitted in writing to the *CNH* Kiwanis District Office and received not later than November 1 in order to be considered at the following House of Delegates. This proposal must be endorsed by the *CNH* Key Club Lt. Governor in that Club's Division and by the sponsoring Kiwanis Club President.
- c. All proposals for amendment of the Bylaws received by the District Office ~~shall will~~ be forwarded to the district standing committee as defined by the District Policy Manual to be responsible for district bylaws and policy Committee Chairperson and to the Key Club District Governor. Any proposals not within the above criteria will be returned with a letter stating the reasons for non-compliance.
- d. A proposal to revise the Bylaws by a member of the Board of Trustees must be endorsed by a majority of the Board of Trustees at the Winter Board Meeting.
- e. All qualifying proposals ~~shall will~~ be submitted by the district standing committee as defined by the District Policy Manual to be responsible for district bylaws and policy Committee Chairperson to the House of Delegates for action.

Article XV: APPROVAL

Section 1. These Bylaws and all amendments or additions ~~shall will~~ not become effective until they have been approved by the sponsoring Kiwanis District Board and the Key Club International Director and/or the Key Club International Board.

Approved by the Key Club District House of Delegates on April 8, 2017

District Bylaws Recommended Revisions

House cleaning changes:

- 1) Outdated CNH District logo to updated CNH District logo
- 2) "California-Nevada-Hawaii" to "CNH"
- 3) "Shall" to "will"
- 4) "Each Kiwanis-sponsored Key Club in this district shall be a member of this district" to "Each Key Club chartered with Key Club International within the boundaries of CNH District will be a member of this district."
- 5) "them self" to "themselves"
- 6) "All elected District officers with the exception of the Lieutenant Governors shall be elected at the District Convention." to "District Governor, District Secretary, and District Treasurer are to be elected at the District Convention."
- 7) "Division caucus" to "Conclave prior to the District Convention."
- 8) "Appointed" to "non-voting"
- 9) "key" to "Key"
- 10) "International Board Counselor" to "International Board Representative"
- 11) "Section I. The annual convention of the District shall be held at such place and date between the middle of March and the end of May as shall be mutually agreed upon by the Board of Trustees of this District and the Board of Trustees of the California-Nevada-Hawaii District of Kiwanis." to "Section I. The annual CNH District Convention will be held at such place and date between the middle of March and the end of May as shall be mutually agreed upon by the Board of Trustees of CNH District and the Board of Trustees of the CNH District of Kiwanis."
- 12) "Chairperson" to "an executive officer"
- 13) "district shall comprise the official delegates" to "district will be comprised of the official delegates"
- 14) "their representative" to "a chosen representative"
- 15) "him or her" to "him/her"
- 16) "purpose" to "appeal"

Changes to intent:

ARTICLE VI: BOARD OF TRUSTEES

- 1) "The Board of Trustees shall consist of the officers of the District and the Key Club Administrator." to "The Board of Trustees will consist of the District Governor, District Secretary, District Treasurer, and Lt. Governors officers of the District. The Key Club District Administrator, or designee of CNH Kiwanis governor, will serve as the ex-officio member of trustee."

a. Listing specific positions.

- 2) Removal of "at least two (2) weeks in advance of the date of such meeting" in "Section 4. The District Secretary will notify each member of the Board of Trustees, the Administrator of Key Club International, the International Board Representative, the officers of the sponsoring Kiwanis District, the Key Club Administrator and the members of the Key Club Committee, in writing, of the time, place, and date of any meeting, at least two (2) weeks in advance of the date of such meeting."

a. There may be the need for urgent meeting in case of an emergency situation.

Article VII: DISTRICT POLICY

- 3) "The Board of Trustees shall establish standard policies for the execution of the provisions of these bylaws, and the Constitution and Bylaws of Key Club International." to "The Board of Trustees will establish standard policies for the execution of the provisions of these bylaws."

a. The Board of Trustees of CNH District will establish CNH Key Club District Bylaws

Article X: VACANCIES IN OFFICE BETWEEN CONVENTIONS

- 4) "Section 2. In the event between conventions of a vacancy in the office of Lieutenant Governor, the Board of Trustees shall elect a qualified member of a club of the same division to fill the office for the unexpired term." To "In the event between conventions of a vacancy in the office of Lieutenant Governor, the District Governor will appoint a qualified member to fill the office until formally approved by the Board of Trustees for the remainder of the term."

a. It is more efficient for the District Governor to appoint and for the Board of Trustees to approve of the appointment

Article XI: REVENUE

- 5) Removal of "district publications and subscription fees."
 - a. **CNH District no longer collects money for district publications**
- 6) Removal of "and subscription fees"
 - a. **CNH District no longer collects money for district publications**

Article IV: MEMBERSHIP

7) Removal of "Section 3. Any member club not in good standing with Key Club International shall be considered not in good standing with this district."

a. Already stated in Article IV: MEMBERSHIP, Section 2.

8) "Section 4. The district governor shall report the name of any club not in good standing with the district at each meeting thereof and shall direct the District Treasurer to send notice that such club is not in good standing and the reasons therefore to the president of such club, to the president of the sponsoring Kiwanis Club, and to the Director of Key Club International."

a. This statement will be moved to the Policy Manual.

Article V: OFFICERS

9) In Section 3, "All elected District officers with the exception of the Lieutenant Governors shall be elected at the District Convention. Each Lieutenant Governor shall be elected at a division caucus as proscribed by District Policy. The appointed officers shall be nominated by the Governor and elected by the Board of Trustees. All officers elected at or before the District Convention shall be inducted at the conclusion of the District Convention and shall begin their official duties immediately. They shall serve for one (1) year or until their successors are duly inducted, except for the District Secretary and Treasurer, who shall continue in office until May 1, following the Convention." to "Section 3. District Governor, District Secretary, and District Treasurer are to be elected at the District Convention. Each Lieutenant Governor will be elected at a division conclave prior to the District Convention. The non-voting officers of CNH District will be nominated by the Governor and approved by the Board of Trustees. All elected officers will be inducted at the conclusion of the District Convention and will begin their official duties immediately. They will serve until the following District except for the District Secretary and Treasurer, who may have post-convention responsibilities to complete until May 1, following the Convention."

a. Clarifying the positions of district officers

b. Clarifying that the appointed officers are the non-voting members

Article IX: CONVENTIONS

10) "Section 9.a. Address by the Governor of the California-Nevada-Hawaii Kiwanis District, or their representative." to "Address by the Governor of the CNH District, or the acting executive officer as designated by the Board of Trustees."

a. Clarifying "their representative" to "the Board of Trustees."