



# Kiwanis®

## Amendments

considered at the 97th Annual  
Kiwaniis International Convention  
June 29, 2012





To all Kiwanis clubs:

May 2012

The enclosed proposed amendments to the Kiwanis International Bylaws will be presented for action at the 97th Annual Kiwanis International Convention in New Orleans, Louisiana, USA. Delegates to this year's convention will consider several important issues, including Kiwanis' long-term financial stability and greater flexibility in club operations. Voting will take place at the House of Delegates on Friday, June 29, 2012.

In accordance with the provisions of the Kiwanis International Bylaws, these proposals are being sent to the secretary of each chartered club. The position of the proposer of each amendment is stated, along with the reasons why the Kiwanis International Board supports or does not support it. The present provisions of each article and section are shown. Text to be added by the amendment is underlined (underlined), and text to be deleted is lined-out (~~lined-out~~).

*Example:*

Original wording .....Each club shall hold a program.

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

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

The Kiwanis International Bylaws (Art. XIV, Sec. 4) provide: "The International Council shall confer with and advise the Board of Trustees on matters relating to Kiwanis International," and "...the International Council may enact or amend any provisions of these Bylaws that require a majority vote." Council is composed of the District Governors, President of Kiwanis International-European Federation, Chairman of Kiwanis Asia-Pacific, Kiwanis International Board of Trustees, and Past International Presidents. Council met in January 2012 and voted to endorse certain amendments, as indicated within this booklet, and to adopt others, as shown starting on page 30.

Kiwanis International has taken on a major revision of the Standard Form for Club Bylaws to allow clubs greater flexibility. Before it can be adopted, some provisions of the Kiwanis International Bylaws first have to be amended. Those are reflected in Amendments 1-4, as well as several amendments that were adopted by Council. Please visit [www.KiwanisOne.org/proposedclubbylaws](http://www.KiwanisOne.org/proposedclubbylaws) for complete information on the proposed new club bylaws. There will also be two forums on the topic in New Orleans.

The Kiwanis International Board is proposing a membership dues increase of US\$15. The primary source of Kiwanis International revenue is members' dues. Kiwanis membership has been declining, meaning dues revenue has fallen. At the same time, Kiwanis' sponsored programs for youth and adults are expanding. Despite cost-cutting measures, a dues increase is necessary to continue to ensure the long-term financial stability of the organization and invest in new opportunities. See Amendment 13 for more information or visit [www.KiwanisOne.org/dues](http://www.KiwanisOne.org/dues).

We hope your club will ensure it is well-represented by sending two delegates to the 2012 Kiwanis International Convention. We look forward to seeing you in New Orleans.

Sincerely,

A handwritten signature in black ink, appearing to read 'SD Soderstrom'.

Stan D. Soderstrom  
Kiwanis International Executive Director

# PARLIAMENTARY PROCEDURE AT A GLANCE

(Robert’s Rules of Order–Newly Revised)

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

**Putting a motion on the floor:** To make a motion or an amendment to a motion, the maker should go to the microphone, be recognized by the presiding officer (International President), state his/her name and club, and 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.

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

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

**Refer or postpone:** A motion to postpone or refer to a committee can be made while a main motion or an amendment to a main motion is pending.

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

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

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

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

## Proposed Amendment 1 **APPROVED** Age requirement for club membership

*Endorsed by the Kiwanis International Council  
Required for the proposed new club bylaws*

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To allow greater flexibility to clubs in various areas by providing that members must be “adults,” (legal age of majority) where the club is located.

**Effective date:** October 1, 2012

**Vote required to adopt:** 2/3

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

- Research has revealed that, in more than 160 countries, the age of majority varies from 15 to 21. “Age of majority” is the age that children in a country become *adults* by law, legally responsible for their own actions and decisions.
- Clubs located in areas where the age of majority is higher or lower than 18 may encounter legal concerns with a specific age requirement of 18.
- This amendment allows a club greater flexibility in determining its own members and allows easier compliance with local laws.

**Amend** Article VIII, Section 2, as follows:

### **ARTICLE VIII. CLUB MEMBERS**

#### **Section 2.** Membership

- a. Membership in a club shall be primarily of the active class as defined herein. There may be only two (2) other classes of membership: senior and honorary, as defined herein.
- b. Membership in a club is open to ~~persons eighteen (18) years of age and over adults~~ who satisfy the qualifications for active, senior, or honorary membership. (6/2002)

## Proposed Amendment 2 **APPROVED** Member in good standing

*Endorsed by the Kiwanis International Council  
Required for the proposed new club bylaws*

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To allow a club greater autonomy and flexibility by providing that a club member’s rights and privileges are based on maintaining good standing with the club.

**Effective date:** October 1, 2012

**Vote required to adopt:** 2/3

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

- “Member in good standing” has never been clearly defined in Kiwanis.
- Club members have always been required to pay basic dues and fees and adhere to the attendance requirements established by the club.
- This provides that a member is only entitled to the rights and privileges of club membership if he/she maintains good standing status with the club.
- The Standard Form for Club Bylaws will provide that a club’s criteria for good standing must be in compliance with the Objects of Kiwanis.

**Amend** Article VIII, Section 3, as follows:

### **ARTICLE VIII. CLUB MEMBERS**

#### **Section 3.** Active Membership

- a. An active member must be a person of good character and community standing who resides or has other community interests within the area of the club. (7/1988)
- b. An active member must pay a ~~membership induction fee and annual membership dues, and applicable dues and fees and comply with any other criteria as may be established by the club.~~ Members in good standing shall be entitled to all rights and privileges of membership in that club. (6/1996)
- c. Active members shall maintain regular attendance at club meetings and shall actively participate in the activities of the club, and the board of directors of said club shall review ~~semiannually~~ the attendance and activity participation record of each club member. (6/1989)

## Proposed Amendment 3 **APPROVED** Frequency of club meetings

*Required for the proposed new club bylaws*

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To allow a club the flexibility to hold regularly-scheduled meetings once per month, if desired.

**Effective date:** October 1, 2012

**Vote required to adopt:** Majority

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

- This allows clubs to have more flexibility, letting them adopt new forms of club operations with more focus on service and less on club meetings to better meet the needs of members and potential members in their communities.
- This amendment has no effect on the frequency of club service projects or other activities, and clubs may still hold regularly-scheduled meetings as often as weekly, if desired.
- There are still numerous ways a club member can receive an attendance credit, if desired, including round table meetings, service projects, conventions and conferences, and sponsored programs meetings, and more.

**Amend** Article VI, Section 4, as follows:

### **ARTICLE VI. CLUB OPERATIONS**

**Section 4.** A club shall hold at least ~~two (2)~~ one (1) regularly scheduled ~~meetings~~ meeting each month, but not more than one (1) in any week, on such day and at such place as shall be determined by the board of directors. A club may hold such other meetings as the board of directors or membership may desire. (1/2006)

## Proposed Amendment 4 **APPROVED** Expansion of membership classes

*Endorsed by the Kiwanis International Council*

*Required for the proposed new club bylaws*

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To allow greater flexibility in club operations by expanding the membership classes clubs may use.

**Effective date:** October 1, 2012

**Vote required to adopt:** 2/3

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

- Clubs may retain the traditional classes of senior and honorary, if desired, by adopting them into club policy. Additionally, clubs would be able to establish other membership classes, allowing it greater flexibility to meet the needs of potential members in its own community.
- As is currently the case, clubs would continue to pay dues to Kiwanis International and the district for all members reported on the annual roster (active, senior, or otherwise) and continue to establish what criteria members in each class must meet.
- Clubs may continue to have "honorary members" by purchasing magazine subscriptions for them. As is currently the case, clubs would not be obligated to pay dues for honorary members, if they wish to retain that membership class.
- Life member status will continue to be available and applicable.

**Amend** Article VIII, Sections 1-11; Article XXII, Sections 1, 5, 6, and 7; Article XXI, Sections 4-6 and add a new Section 7, as follows:

*NOTE: The following provisions reflect the basic changes necessary. Other references in the Kiwanis International Bylaws to "senior" or "honorary" will be changed as appropriate. These occur in Art. IV, Sec. 1; Art. VI, Sec. 1; Art. IX, Sec. 3; Art. XI, Sec. 3; Art. XVI, Sec. 2b and Sec. 4; Art. XIX, Secs. 3, 11, and 13; and Art. XXI, Sec. 4.*

### **ARTICLE VIII. CLUB MEMBERS**

**Section 1.** The active members of a club shall represent the diversity in the community in which the club is located. (7/2005)

#### **Section 2.** Membership

- ~~Membership in a club shall be primarily of the active class as defined herein. There may be only two (2) other classes of membership: senior and honorary, as defined herein.~~
- ~~Membership in a club is open to persons eighteen (18) years of age and over who satisfy the qualifications for active, senior, or honorary membership. (6/2002)~~

#### **Section 3.** Active Membership

- ~~An active member must be a person of good character and community standing who~~

~~resides or has other community interests within the area of the club. (7/1988)~~

- ~~b. An active member must pay a membership induction fee and annual membership dues, and shall be entitled to all privileges of membership in that club. (6/1996)~~
- ~~c. Active members shall maintain regular attendance at club meetings and shall actively participate in the activities of the club, and the board of directors of said club shall review semiannually the attendance and activity participation record of each club member. (6/1989)~~

**Section 1.** The members of a club should represent the diversity in the community in which the club is located. Membership in a club is open to adults of good character and good community standing who are willing to maintain good standing with the club by payment of all relevant dues and fees and adherence to other standards (if any) stated in club policy. Members in good standing with a club shall be entitled to all privileges of membership in that club.

**Section 2.** Kiwanis International shall consider all members in a club to be active (regular) members. A club may designate additional membership types in its policies with privileges and obligations defined therein; however, Kiwanis International recognizes only active (regular) members.

#### **Section 4.** Qualifications for Senior Membership

- ~~a. Any active member of a club who shall have been an active member in good standing of one (1) or more clubs for not less than ten (10) years, and who is unable to meet attendance requirements because of health, business, or other extenuating circumstances, and who shall have met such other conditions as may be prescribed by a club in its bylaws, may be elected a senior member upon making written application. (6/1989)~~
- ~~b. The board of directors of each club shall review the list of senior members not less than once each year and shall have authority for such reasons as seem adequate to terminate any such senior membership, or to reinstate any member to active membership. (6/1989)~~
- ~~c. A senior member must pay annual membership dues and shall be entitled to all privileges of the club. (6/1989)~~
- ~~d. A senior member must meet the standards of attendance and participation as set forth by the board of directors of the club. (6/1989)~~

#### **Section 5.** Qualifications for Honorary Membership

- ~~a. Any person who has performed distinguished public service may be elected an honorary member of a club of which the person is not an active or senior member for a period of one (1) year and thereafter may be re-elected annually. (1/2006)~~
- ~~b. An honorary member shall pay neither a membership induction fee nor annual membership dues, and shall be entitled to all privileges of the club except those of voting and holding office. (6/1996)~~
- ~~c. Honorary members shall not be obligated to attend club meetings. (6/1989)~~

**Section 6-3.** Any active, senior, or honorary club member in good standing in a club shall be entitled to wear the emblem and/or other insignia of Kiwanis.

#### **Section 7-4.** Members Who Belong to More Than One Club

- a. A person may hold membership in more than one (1) club. (6/2000)
- b. Members who belong to more than one (1) club: (6/2000)
  - (1) Shall pay all mandatory dues and fees to each club (and to each district and federation, if applicable) and to Kiwanis International and shall be eligible for life member status in only one (1) club. (6/2000)
  - (2) ~~Must~~ Shall designate which club is their primary club. Life member status eligibility and subscription to official publications shall be based on the member's primary club. (6/2000)
  - (3) ~~Shall normally be of the active class, unless the member qualifies for senior or honorary class as defined herein. Such member shall have all the privileges and obligations of the class of membership and must meet the standards of attendance and participation as set forth by each club board of directors~~ May hold any type of membership offered by the respective clubs. (6/2000)
  - (4) May represent only one club for voting purposes at district or International functions. (6/2000)

#### **Section 8-5.** Interim Status

- a. Interim status may be granted to members in transition who have left membership in one (1) club without any outstanding obligations and anticipate joining a new club. (6/2000)
- b. Any active or senior member in good standing who resigns from a club may apply to Kiwanis International for interim status, for a period not to exceed one (1) year. (6/2000)
- c. The fee for interim status shall be the amount of annual International dues (and fees, if applicable), payable upon application. (6/2000)
- d. During interim status, the individual shall not have the privilege of representing a club at any club, district, or International functions. (6/2000)
- e. At the time such individual joins another club or if such individual does not join a club within the one-year period, interim status shall be terminated. (6/2000)

#### **Section 9-6.** Life Member Status

- a. Any Kiwanian holding ~~active or senior~~ membership may be granted life member status on a one-time payment of a fee of fifteen (15) times the annual International dues as prescribed herein. (6/1989)
- b. Upon a Kiwanian's attaining the status of life member, the member's club is thereby relieved of any further dues obligation to Kiwanis International for that member. The financial obligations to said member's local club and district, subscription to official publications, and the premium payable to defray the cost of insurance prescribed herein shall remain payable. (7/2007)
- c. Life member status shall be in force only during the time the member also is a member of an affiliated club. (6/1989)
- d. The quota of life memberships available in any administrative year shall be determined by the Board of Trustees of Kiwanis International. (6/1989)

**Section 10 Z.** Election of Members

- a. Qualified prospective active members shall be considered for election to membership only by invitation or by transfer from an active club, by a majority vote of the club board or membership: (1/2012)
- b. The election of senior and honorary members in any club shall be as provided in club policy. (1/2012)

**Section 11 8.** Discipline of Members

The discipline of members in any club shall be as provided in the Standard Form for Club Bylaws. (10/1987)

**ARTICLE XXII. REVENUE**

**Section 1.** Subject to Sections 2, 3, and 4 of this Article, each club shall pay to Kiwanis International for each member, with the exception of those holding life member status and honorary members, the sum of forty-two dollars (US \$42.00) per annum. Such sum shall be based on each club’s annual membership report as of September 30 of each year and shall be due annually on October 1 and payable by November 30. (6/2009)

*Note: Honorary members are not counted among a club’s membership numbers, even currently.*

**Section 5.** Each member club may be assessed by the district with which it is affiliated, for each member, with the exception of honorary members, a sum established by the district. These dues shall be based upon each club’s annual membership report. (6/2004)

**Section 6.** Each member of a club, with the exception of honorary members, shall pay to that club such membership induction fee and annual membership dues as are fixed by the bylaws of said club. (7/2005)

**Section 7.** Each member club shall pay dues and/or other costs as set forth in the federation bylaws to the federation with which it is affiliated for each member, except honorary members. (7/1988)

**ARTICLE XXI. OFFICIAL PUBLICATIONS**

**Section 4.** Each club in the United States and Canada, excluding the French-speaking clubs in Canada, shall make it a condition of membership that each of its active, honorary, and senior members member shall be a subscriber to the official publications of Kiwanis International and shall continue as such while a member. However, if spouses are both members of a club, one spouse may choose not to subscribe to official publications. (6/2010)

**Section 5.** The subscription price of the official publications of Kiwanis International shall be eight dollars (US\$8.00) per annum. All subscription funds shall be earmarked for official publications of Kiwanis International and shall not revert to the Kiwanis general fund. Billing shall be based upon the membership of the respective clubs as shown in their membership report to Kiwanis International. (1/2012)

**Section 6.** Each club in the United States and Canada, excluding the French-speaking clubs in Canada, shall collect from each of its members subscription price of the official publications together with the regular club membership dues. Such subscription shall be duly entered upon the books of the club in a special subscription account, and the subscriptions for official publications shall be forwarded to the Executive Director of Kiwanis International. However, clubs shall not collect the subscription price from both

spouses who are members of a club if one spouse has chosen not to subscribe to official publications. (6/2010)

**Section 7.** Clubs may purchase subscriptions to the official publications of Kiwanis International for nonmembers at the same rate as members. Nonmember subscriptions will be reflected on a club’s annual membership roster.

## Proposed Amendment 5 **APPROVED** Role and purpose of Kiwanis districts

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To streamline existing provisions in various governing documents about the role and purpose of districts.

**Effective date:** October 1, 2012

**Vote required to adopt:** 2/3

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

- Previous to this, the purpose and role of district have not been adequately defined in the correct governing documents.
- The text being added to the Bylaws currently exists in policy and procedure, and thus already applies to districts. However, as a key concept regarding districts, it is more appropriate to state it in the Bylaws.
- In addition to this change to the Bylaws, corresponding revisions will be carried out in Kiwanis International policies and procedures to further clarify the role and purpose of districts in the proper governing documents.

**Amend** Article IX, Section 1, and separate part into a new Section 2, as follows:

### **ARTICLE IX. DISTRICTS**

**Section 1.** For the purpose of promoting the best interests of Kiwanis, the Board of Trustees shall create, supervise, and control districts of clubs associated for administrative purposes and shall establish the boundaries thereof. A Kiwanis district shall exist to help Kiwanis clubs and Kiwanis International advance the Objects, objectives, policies and strategic goals of Kiwanis.

**Section 2.** The Board of Trustees shall have the power to change the boundaries of districts in such manner as it may deem best. Prior to any proposed change becoming effective, not less than ninety (90) days' notice shall be given to the affected federations, districts, and clubs. Within the next thirty (30) days after such notice, a federation, district, or club may submit a written statement of support or protest and/or may request that a hearing be held before the Board of Trustees during its meeting at the next annual International convention. If a hearing is requested, the Board shall schedule such hearing and give notice thereof to the affected federations, districts, and clubs. Before any change becomes effective, the Board shall consider all matters presented at the hearing, if held, and all written statements of support or protest. (7/1998)

*Note: Subsequent sections will be renumbered accordingly.*

## Proposed Amendment 6 **APPROVED** District reporting requirements

*Endorsed by the Kiwanis International Council*

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To provide that each district must comply with governmental reporting requirements and report regularly to Kiwanis International regarding its financial status.

**Effective date:** October, 1, 2012

**Vote required to adopt:** 2/3

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

- It clearly states reporting standards expected by Kiwanis International of its districts.
- Districts must, of course, comply with any government requirements applicable to them.
- It ensures Kiwanis International receives appropriate financial reporting for the district entities it has created and oversees.

**Amend** Article IX by adding a new Section 20, as follows:

### **ARTICLE IX. DISTRICTS**

**Section 20.** All districts must comply with all governmental reporting requirements for finances, taxation, employment and any other areas of operation. Each district shall report regularly on its financial status to the Kiwanis International Board, at such times and including such information as requested by the Board.

## Proposed Amendment 7 **APPROVED** Federation reporting requirements

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To provide that a federation must comply with governmental reporting requirements and report regularly to Kiwanis International regarding its financial status.

**Effective date:** October 1, 2012

**Vote required to adopt:** 2/3

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

- It clearly states reporting standards expected by Kiwanis International of its federations.
- Federations must, of course, comply with any government requirements applicable to them.
- It ensures Kiwanis International receives appropriate financial reporting for the federation entities it has created and oversees.

**Amend** Article X, by adding a new Section 18, as follows:

### **ARTICLE X. FEDERATIONS**

**Section 18.** All federations must comply with all governmental reporting requirements for finances, taxation, employment and any other areas of operation. Each federation shall report regularly on its financial status to the Kiwanis International Board, at such times and including such information as requested by the Board.

## Proposed Amendment 8 **APPROVED** Kiwanis International Board meetings

*Endorsed by the Kiwanis International Council*

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To separate provisions about regular vs. special meetings of the Kiwanis International Board.

**Effective date:** Immediately

**Vote required to adopt:** Majority

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

- It allows less advance notice for special meetings, which may be necessary to resolve time-sensitive issues.
- It clearly provides that the Board may meet and conduct business electronically.
- The revised provisions conform to state law and correspond to text recommended for districts and clubs.

**Amend** Article XIII, Sections 2 and 3 and add a new Section 3, as follows:

### **ARTICLE XIII. BOARD OF TRUSTEES**

**Section 2.** The Board of Trustees of Kiwanis International shall hold not less than three (3) regular meetings each year at such times and places as may be determined by ~~action~~ of the Board, or by call of the President, or by the written request of at least seven (7) members of the Board. Notification of the time and place of all regular meetings of the Board of Trustees shall be sent to each member of the Board by the Executive Director not less than thirty (30) days prior to said meeting. (1/2006)

**Section 3.** The Board of Trustees of Kiwanis International may hold special meetings at the call of the President or by the written request of at least seven (7) members of the Board. Notification of the time and place of all special meetings shall be sent to each member of the Board by the Executive Director not less than seventy-two (72) hours prior to said meeting. Each Board member should confirm receipt of notification prior to the meeting to ensure at least a quorum will be present.

**Section ~~3-4~~.** With the approval of the President, the Board of Trustees, ~~without meeting together, may transact business by mail as allowed by law, by voting upon proposed resolutions sent to them by the Executive Director by the most efficient and timely means possible as desired by the member. may meet and conduct business by any method that allows all participants to simultaneously communicate with one another or as otherwise allowed by law where Kiwanis International is incorporated. Participation by such methods constitutes attendance. Normal Board meeting rules and processes apply unless otherwise previously determined and announced by the Board. Any voice votes not clearly reflecting the necessary number for a motion to pass must be taken individually; however, only adoption or failure must be included in the minutes. If written votes are desired, they may be made by email, fax, or postal mail within a designated period of time following the meeting, as determined by the Board. If within twenty (20) days-~~

thereafter, a majority of the members of the Board of Trustees shall send in writing to the Executive Director their vote in favor of any such resolution, said resolution shall be deemed carried, provided, however, that no such affirmative action ~~However, no action adopted shall go into effect for ten (10) days after the Executive Director shall have sent to each member of the Board of Trustees a report of the tabulated result of such vote. The vote and report shall be recorded in the minutes of the meeting. The ballots, before being destroyed, are to shall be produced at the following meeting of the Board of Trustees before being destroyed.~~

*Note: Subsequent sections will be renumbered accordingly.*

## **Proposed Amendment 9 APPROVED**

### **Financial reporting duties of Kiwanis International officers**

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To align duties related to reviewing, accounting, and reporting of Kiwanis International finances.

**Effective date:** Immediately

**Vote required to adopt:** Majority

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

- This amendment brings all duties related to accounting and reporting of Kiwanis International finances under the responsibility of the Executive Director, who oversees day-to-day operational expenditures within the annual budget.
- Some of these duties originally belonged to the former position of Kiwanis International Treasurer, which no longer exists.
- It aligns the Bylaws with current practice.

**Amend** Article XII, Sections 4 and 5, and Article XXIII, Section 8, as follows:

#### **ARTICLE XII. DUTIES OF OFFICERS**

##### **Section 4.** Vice-President

~~The Vice-President shall regularly review and advise the Board of Trustees on the financial condition of Kiwanis International and make a report thereof at the annual International convention, and shall perform such duties as usually pertain to the office or as may be assigned from time to time by the President or the Board of Trustees.~~  
(7/2006)

##### **Section 5.** Executive Director

- d. The Executive Director shall sign all documents issued by Kiwanis International when required; affix the corporate seal of the organization when required; keep the financial accounts and records; and be responsible for proper internal control procedures, including the receipt, deposit, and disbursement of Kiwanis International funds in the manner authorized and prescribed by the Board of Trustees. The Executive Director shall regularly review and advise the Board of Trustees on the financial condition of Kiwanis International. The financial accounts, records, and books of Kiwanis International shall at all times be open to the inspection of the President, the Board of Trustees, and any auditors named by the Board of Trustees. (6/2010)
- e. The Executive Director shall make a report to Kiwanis International at the annual International convention and such other reports as directed by the President or the Board of Trustees. ~~The financial accounts, records, and books of Kiwanis International shall at all times be open to the inspection of the President, the Board of Trustees, and any auditors named by the Board of Trustees.~~ (6/2010)

## ARTICLE XXIII. FINANCE AND ACCOUNTING

**Section 8.** The Board of Trustees shall provide for the annual audit of the books of accounts of Kiwanis International by certified public accountants, or in its discretion, an audit at more frequent periods. For audit purposes, the Executive Director and Vice-President shall submit all books, records, and vouchers.

## Proposed Amendment 10 **APPROVED** Composition of the Board Executive Committee

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To revise the composition of the Executive Committee of the Kiwanis International Board to include the Vice-President.

**Effective date:** October 1, 2012

**Vote required to adopt:** 2/3

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

- This amendment provides that all four Kiwanis International officers, including the Vice-President, shall be members of the Board's Executive Committee and allows for as many as five additional Board members as well, each providing his/her unique perspective and experience.
- It adjusts numbers accordingly for quorum and calling a meeting.
- It also saves time for the committee in the event the President cannot preside at a particular meeting.

**Amend** Article XX, Sections 1 and 2, as follows:

### ARTICLE XX. COMMITTEES

**Section 1.** The President, by and with the consent of the Board of Trustees, shall appoint an Executive Committee consisting of ~~seven (7)~~ no more than nine (9) members from the Board of Trustees, ~~of whom three (3)~~ four (4) of whom shall be the President, President-Elect, ~~Vice-President~~, and Immediate Past President. The Executive Committee shall perform such administrative duties and shall exercise such administrative authority as may be delegated to said committee by the Board of Trustees. The President shall preside at all meetings of the Executive Committee. In the President's absence, the ~~committee shall elect a chairman~~ Immediate Past President shall preside.

**Section 2.** The Executive Committee shall meet at the call of the President or upon the written request of at least ~~three (3)~~ four (4) members of the committee. Notice of such meetings shall be sent by the Executive Director to all members of the International Board, to be received not later than three (3) days prior to the date of the meeting. ~~Four (4)~~ A majority of the members of the Executive Committee shall constitute a quorum. (7/1998)

## Proposed Amendment 11 **APPROVED** Conduct unbecoming a member of the Kiwanis family

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To provide that Kiwanis clubs will investigate and discipline any member the club determines has engaged in conduct unbecoming a member of the Kiwanis family.

**Effective date:** January 1, 2013

**Vote required to adopt:** Majority

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

- The amendment clarifies provisions related to conduct unbecoming a member of the Kiwanis family.
- It provides that clubs must investigate charges of conduct unbecoming and, if a member is found to have engaged in such conduct, the club will discipline the member. Clear instructions to carry out this process will be shared with clubs by the effective date.
- It provides that, if a club determines a member *did* engage in conduct unbecoming, but fails to discipline that member, the club may have its charter suspended or revoked for failing to comply with the accepted standards of Kiwanis club, including adherence to the spirit of the Kiwanis Objects.

**Amend** Article VIII, Section 11, as follows:

### **ARTICLE VIII. CLUB MEMBERS**

#### **Section 11.** Discipline of Members of the Kiwanis Family

- a. The general discipline of members in any club shall be as provided in the Standard Form for Club Bylaws. (10/1987)
- b. The definition of “conduct unbecoming a member of the Kiwanis family” and the process to be followed for an allegation of conduct unbecoming shall be as defined by the Kiwanis International Board.
- c. A member of the Kiwanis family, in cases of conduct unbecoming, is defined as members of Kiwanis clubs, Aktion Clubs, Circle K clubs, and Key Clubs.
- d. A club shall discipline any member whose conduct is determined to be conduct unbecoming a member of the Kiwanis family, or else the club shall be considered out of compliance with accepted standards for Kiwanis clubs and may have its charter suspended or revoked as provided in these Bylaws.

## Proposed Amendment 12 **APPROVED** Discipline of Kiwanis International officers

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To separate provisions about a Kiwanis International officer failing to perform the duties of office from provisions about conduct unbecoming.

**Effective date:** January 1, 2013

**Vote required to adopt:** Majority

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

- Because charges of failing to perform the duties of office are not necessarily related to charges of conduct unbecoming a member of the Kiwanis family, this amendment clearly separates the two and clarifies the process to be followed in each case.
- The amendment also clarifies that, if the officer in question is a district governor and if the office is declared vacant, the district shall fill the vacancy.

**Amend** Article XIX, Section 8, as follows:

### **ARTICLE XIX. VACANCIES IN OFFICE**

#### **Section 8.**

- a. ~~Whenever it shall appear to the President or two-thirds (2/3) of the Board of Trustees that a Kiwanis International officer may be failing to perform the duties of that office or is engaging in conduct unbecoming an International officer, written notice of the alleged facts shall be given to that officer within thirty (30) days. (6/2010)~~
- b. ~~A special meeting of the Board to consider the alleged facts shall be held within thirty-five (35) days thereafter, unless a regularly scheduled meeting shall take place within such thirty-five (35) day period, with at least twenty-one (21) days written notice being given to all members of the Board of such facts and meeting. Delivery of such notice shall be deemed effective five (5) days after such notice is mailed. The officer so accused shall have the right to attend such meeting, be presented with the alleged facts, and be given the opportunity to provide a defense to such charges as provided in Kiwanis procedure. (6/2010)~~
- c. ~~In the event that the Board, by a two-thirds (2/3) vote of the entire Board, finds such officer is not performing the duties of such office or has engaged in conduct unbecoming an International officer and takes action as provided in Kiwanis procedure or declares such office vacant, such vacancy shall be filled as provided herein. (6/2010)~~
- d. ~~“Conduct unbecoming an International officer” is defined as any conduct that:~~
  - (1) ~~is incompatible with the best interests of the public or of members of Kiwanis, and/or~~
  - (2) ~~tends to harm the standing of Kiwanis in the local or global community, as further defined in the Kiwanis International Board Policy on “Conduct Unbecoming an International Officer.” (7/2006)~~

a. If a Kiwanis International officer is alleged by the President or two-thirds (2/3) of the Board of Trustees to be failing to perform his/her duties, the Board shall investigate the allegation and determine the matter at a meeting held within forty-five (45) days or as soon as reasonably possible. Written notice of the allegation, investigation, and meeting shall be given to the accused member at least thirty (30) days prior to the meeting. The accused member shall be permitted to attend the meeting and present a defense. If the allegation(s) is sustained by no less than a two-third (2/3) vote of the entire board, the office shall be declared vacant.

b. If an allegation is made against a Kiwanis International officer of conduct unbecoming a member of the Kiwanis family, the President (or Immediate Past President, if the President is accused) shall consult the procedures to be followed for investigating such allegation and shall appoint a special investigator to investigate the matter within sixty (60) days from the date the President is notified of such allegation. If the investigation determines that there is a reasonable basis for the allegation, the President shall notify the accused officer and shall refer the matter to the Board to conduct a hearing, which shall be held within thirty (30) days after referral to the Board. The Board shall produce a report within seven (7) days of the hearing, setting forth its decision whether the officer did or did not engage in conduct unbecoming and, if so, the office shall be declared vacant. The officer may appeal the Board's decision and request a reconsideration by the Board. The Board's final decision shall stand.

c. If the Kiwanis International officer is a district governor and the office is declared vacant, the district shall be notified that the office is now considered vacant and should act to fill the vacancy, according to the district bylaws.

e. d. Whenever a district or International officer is removed from office for reasons involving conduct unbecoming a Kiwanian a member of the Kiwanis family or failure to perform the duties of office or resigns from office, that person may be declared by the International Board to be ineligible to hold an International office or appointment. (6/2010)

## **Proposed Amendment 13 REFERRED TO COMMITTEE** **Ensure financial stability of Kiwanis International**

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To help ensure continuing long-term financial stability of Kiwanis International by increasing the organization's dues.

**Effective date:** October 1, 2012

**Vote required to adopt:** 2/3

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

- **Inflation:** With today's dollar, Kiwanis would need more than \$53 to continue doing business at the same level as 2003 when delegates set dues at \$42.
- **Kiwanis membership:** The primary source of Kiwanis International revenue is members' dues. Since 2003–04, our membership has declined from 264,464 to 226,929 at the end of the 2010–11 year, and revenue from dues and fees has fallen from \$10.6 million to \$8.7 million.
- **Stewardship:** Every year, Kiwanis has cut expenses in various ways, including measures that have reduced services to our adult and youth clubs. As a result, the organization is operating efficiently and lean and has maintained an operating surplus every year since 2003—until last year. In order to return to fiscal stability, a dues increase is needed.
- **Opportunities:** Kiwanis also would like to take advantage of additional opportunities, such as:
  - o **Education:** New technology is available to improve the member experience through online education and club administration and support.
  - o **Program growth:** For each of the past four years, Aktion Club, Key Club and Builders Club set all-time membership records. K-Kids also has set membership records in all but one of these years. Kiwanis needs to maintain financial stability in order to continue its investment in these youth and adult programs.
- **Tiers:** Nations with a per-capita income between US\$5,000 and US\$10,000 would see a US\$10 increase to their dues, and nations with a per-capita income below US\$5,000 would see a US\$7 increase.
- To learn more, visit [www.KiwanisOne.org/dues](http://www.KiwanisOne.org/dues).

**Amend Article XXII, Sections 1 and 2, as follows:**

### **ARTICLE XXII. REVENUE**

**Section 1.** Subject to Sections 2, 3, and 4 of this Article, each club shall pay to Kiwanis International for each member, with the exception of those holding life member status and honorary members, the sum of ~~forty-two dollars (US \$42.00)~~ fifty-seven (US \$57.00) per annum. Such sum shall be based on each club's annual membership report as of September 30 of each year and shall be due annually on October 1 and payable by November 30. (6/2009)

**PROVISO to Section 1: Between October 1, 2010, and October 1, 2012:**

- For clubs organized between September 1 and December 31:
  - o For the year 2010-11, payment shall be based on the club roster as of September 30, 2010, and shall be due October 1, 2010, and payable no later than November 30, 2010.
- For clubs organized between January 1 and April 30:
  - o For the year 2010-11, payment shall be based on the club roster as of Sept. 30, 2010, and shall be due December 1, 2010, and payable no later than January 31, 2011;
  - o For the year 2011-12, payment shall be based on the club roster as of September 30, 2011, and shall be due October 1, 2011, and payable no later than November 30, 2011.
- For clubs organized between May 1 and August 31:
  - o For the year 2010-11, payment shall be based on the club roster as of Sept. 30, 2010, and shall be due February 1, 2011, and payable no later than March 31, 2011;
  - o For the year 2011-12, payment shall be based on the club roster as of Sept. 30, 2011, and shall be due December 1, 2011, and payable no later than January 31, 2012;
  - o For the year 2012-13, payment shall be based on the club roster as of September 30, 2012, and shall be due October 1, 2012, and payable no later than November 3

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

The schedule for payment shall be as follows: (6/2003)

- Tier A: Countries with per capita income US \$10,000 or more pay US ~~\$42.00~~ \$57.00. (6/2003)
- Tier B: Countries with per capita income US \$5,000 to US \$9,999 pay US ~~\$27.00~~ \$37.00. (6/2003)
- Tier C: Countries with per capita income US \$4,999 or less shall pay US ~~\$18.00~~ \$25.00. (6/2003)

**PROVISO to Section 2: Beginning June 27, 2009, and extending through September 30, 2012,** clubs shall be assessed for dues at the same tier as they were assessed during the 2008-09 administrative year. (6/2009)

**Proposed Amendment 14 APPROVED**  
**Freeze on tiered dues rates**

*SPECIAL NOTE: If Amendment 13 is not adopted as originally presented, the following amendment will be withdrawn by the Board.*

**Submitted by:** The Kiwanis International Board of Trustees

**Purpose:** To extend the freeze on tiered dues rates for two more years.

**Effective date:** October 1, 2012

**Vote required to adopt:** 2/3

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

- The world economy is slowly improving, so clubs in Kiwanis nations affected by the current proviso should be able to return to their normal dues levels soon. However, with the proposed dues increase, this amendment allows clubs in economically-depressed areas to prepare over the next two years to transition to their normal dues levels.
- Only six percent of all Kiwanis clubs currently qualify for Tier B or C dues rates.

**Amend** Article XXII, Section 2 Proviso, as follows:

**Article XXII. Revenue**

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

The schedule for payment shall be as follows: (6/2003)

- Tier A: Countries with per capita income US \$10,000 or more pay US \$42.00. (6/2003)
- Tier B: Countries with per capita income US \$5,000 to US \$9,999 pay US \$27.00. (6/2003)
- Tier C: Countries with per capita income US \$4,999 or less shall pay US \$18.00. (6/2003)

**PROVISO to Section 2: Beginning June 27, 2009, and extending through September 30, 2012,** clubs shall be assessed for dues at the same tier as they were assessed during the 2008-09 administrative year. (6/2009)

## **Proposed Amendment 15 DEFEATED** **Add a new Kiwanis Object**

**Submitted by:** The Kiwanis Club of Montavilla, Oregon, USA

**Purpose:** To add a new Kiwanis Object.

**Effective date:** October 1, 2012

**Vote required to adopt:** 2/3

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

- To reflect the increasingly diverse and inclusive nature of Kiwanis membership.
- To remove any challenges in our organization caused by differences in gender, age, disability, ethnicity, race, etc.
- The statement reflects the objectives of Kiwanis on a community ("serve"), club ("encourage, support"), and prospective member ("equal opportunity") levels.
- The amendment in general suggests an open attitude towards gaining prospective members and retention of current members.
- The amendment encourages fair treatment towards fellow club members by emphasizing that we are all volunteers in service.

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

- The spirit of diversity and inclusivity are already broadly captured in the existing Objects, especially the sixth, which have not been changed since their original adoption.
- While the Board appreciates the intentions behind this amendment, it would not actually remove any challenges.
- The Kiwanis International Committee on Inclusion has suggested in the past that promotion of diversity and inclusion might be better conveyed via other means, without changing the Objects.

**Amend Article II, Section 1, as follows:**

### **ARTICLE II. OBJECTS**

**Section 1.** The Objects of Kiwanis International shall be:

- To give primacy to the human and spiritual, rather than to the material values of life.
- To encourage the daily living of the Golden Rule in all human relationships.
- To promote the adoption and the application of higher social, business, and professional standards.
- To develop, by precept and example, a more intelligent, aggressive, and serviceable citizenship.

- To provide, through Kiwanis clubs, a practical means to form enduring friendships, to render altruistic service, and to build better communities.
- To cooperate in creating and maintaining that sound public opinion and high idealism which make possible the increase of righteousness, justice, patriotism, and goodwill.
- To encourage, support, and promote an equal opportunity to serve.

## Proposed Amendment 16 **DEFEATED** New Standing Committee of Past International Trustees

**Submitted by:** The Kiwanis Club of Starkville, Mississippi, USA

**Purpose:** To establish a new Kiwanis International Standing Committee composed of past Kiwanis International Trustees.

**Effective date:** Immediately

**Vote required to adopt:** 2/3

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

- This committee will focus on improving and enhancing our organization's commitment to growth, service, service leadership programs and our Global Campaign for Children.
- It will help Kiwanis with The Eliminate Campaign at all levels of membership and leadership.
- It will assist with the recognition of clubs, divisions, districts, and individuals if so requested by the Kiwanis International Board or President.
- This group can take on a major study on a specific topic and make recommendations to the Kiwanis International Board.
- There will be no cost to Kiwanis. All expenses of the committee members shall be borne by themselves.

**KI Board Position:** The Kiwanis International Board takes no position on this amendment.

**Amend** Article XX by adding a new Section 5, and Article XIV, Section 3, as follows:

### **ARTICLE XX. COMMITTEES**

**Section 5.** There shall be a Standing Committee of Past International Trustees, which shall be composed of all the Past International Trustees, and there shall be added thereto each year the retiring Trustees from the Kiwanis International Board. Past International Presidents shall not be eligible as members of this committee.

a. The quorum of the Committee of Past International Trustees shall be ten (10).

b. The Committee of Past International Trustees shall consider and report to the Kiwanis International Board of Trustees on all matters referred to it. The Committee may initiate subjects for consideration and report its conclusions to said Board. The Past International Trustees shall select one of its membership to serve as Chairman each year. A summary of the Committee's proceedings shall be provided to each member of the Committee, the Kiwanis International President, and the Executive Director.

c. The Committee shall meet at the annual Kiwanis International convention, and may hold such other meetings as the Committee Chairman may deem necessary, provided that such other meetings shall not be held less than thirty (30) days prior to the convention. All expenses of the Committee members shall be borne by committee members.

*Note: Subsequent sections of Article XX will be renumbered accordingly.*

### **ARTICLE XIV. INTERNATIONAL COUNCIL**

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

## Proposed Amendment 17 **APPROVED** Determination of minimum number of members to charter a new club

**Submitted by:** The California-Nevada-Hawaii District Board of Trustees

**Purpose:** To remove discretion of the Kiwanis International Board over the minimum number of members required to form new clubs.

**Effective date:** Immediately

**Vote required to adopt:** Majority

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

- The minimum number of active members required to charter a new club will be determined by the members and will be consistent throughout the Kiwanis world.
- Members should have this option because they are the “boots on the ground” building new clubs.
- The minimum number of active members required to charter a new club will not be at the discretion of the Kiwanis International Board of Trustees to set higher than 15 by adopting a procedure.

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

- The Bylaws provide that “Kiwanis International shall consist of Kiwanis clubs which have been accepted by the Board of Trustees...” (See Art. IV, Sec. 1). Additionally, Article V (see below) provides that most aspects related to new-club building and chartering are determined, approved, verified, or otherwise administered by the Board.
- Historically, the minimum number of members required to form new clubs has varied, at the Board's discretion.
- The Board should retain this discretion, acting on behalf of the organization, to ensure the starting numbers for new clubs help contribute to their long-term health and success.
- Under this proposal, the House must consider any change to the minimum number of members required to charter a new club. There is no proposed process for how this would occur.

**Amend** Article V, Section 4, as follows:

### **ARTICLE V. ORGANIZING AND CHARTERING OF CLUBS**

**Section 1.** Kiwanis clubs may be built in communities that provide acceptable conditions, and as prescribed in these Bylaws.

**Section 2.** A club may be organized and chartered in a community, which will ensure the standards of membership prescribed by Kiwanis International for clubs, and has the

potential of additional membership resources to ensure the future stability of the club. (7/2005)

**Section 3.** A charter shall be granted to each prospective club that meets all requirements and obligations, provided, however, that by the acceptance of such charter, the club agrees to be bound by the Bylaws of Kiwanis International as adopted or amended. (7/1988)

**Section 4.** The minimum number of members for the organization to organize and charter of a prospective club shall be determined by the Board of Trustees House of Delegates, but shall not be less than fifteen (15) active members.

**Section 5.** The organization of a new club shall be approved by Kiwanis International and the district and completed as instructed by Kiwanis International. (1/2012)

**Section 6.** Upon the approval of a petition for a new club by the Board of Trustees, the Board shall direct through its accredited representative and in cooperation with the district governor the completion of the organization of said club. (6/1989)

**Section 7.** Each new Kiwanis club, before receiving its charter, shall pay to Kiwanis International a fee per new club charter member at an amount determined by the Board of Trustees, but not to exceed the annual amount of dues, subscriptions fees for official publications, and liability insurance fees. (7/2007)

**Section 8.** Upon the organization of a club under the direction of the accredited representative, and upon approval of the Board of Trustees, there shall be issued to said club a charter from Kiwanis International signed by the President and the Executive Director of Kiwanis International. Upon organization, said club must have complied with the following conditions: (7/1998)

- a. Complied with all applicable laws and regulations of local jurisdiction. (1/2012)
- b. Adopted the Standard Form for Club Bylaws, modified only as approved by the Board of Trustees. (6/1989)
- c. Secured and maintained a charter membership of the required number of active members as established by the Board of Trustees. (6/1989)
- d. Elected officers, appointed committees, and completed club organization as required by the club bylaws.
- e. Certified to the Executive Director of Kiwanis International that the accredited representative has instructed the officers, committees, and members regarding their obligations. (7/1998)
- f. Complied with the applicable provisions of its district bylaws. (7/2005)
- g. Maintained all standard practices and principles for clubs as determined by the Board of Trustees.

**Section 9.** A club, after receiving its charter, may incorporate subject to the approval of the Board of Trustees, but only by the name designated in its charter, such as Kiwanis Club of..., and said club shall agree, as a condition precedent to incorporation, that it will, as an incorporated body, abide by the Bylaws of Kiwanis International. (7/1988)

## Amendments Adopted by the Kiwanis International Council January 14, 2012

The Kiwanis International Bylaws provide: "By a vote of two-thirds (2/3) of the entire Council at any meeting, the International Council may enact or amend any provisions of these Bylaws that require a majority vote... Amendments passed by the International Council shall remain in force, unless rescinded at the next succeeding International convention." No requests to rescind any provisions were received.

The following amendments were adopted by the Kiwanis International Council on January 14, 2012. Unless otherwise indicated, they were effective immediately upon adoption.

These amendments are presented to the delegates for informational purpose only and will not be voted on again at this convention.

### Amendment A Clarify club compliance with local laws and regulations

*Required for the proposed new club bylaws*

#### ARTICLE V. ORGANIZING AND CHARTERING OF CLUBS

**Section 8.** Upon the organization of a club under the direction of the accredited representative, and upon approval of the Board of Trustees, there shall be issued to said club a charter from Kiwanis International signed by the President and the Executive Director of Kiwanis International. Upon organization, said club must have complied with the following conditions: (7/1998)

a. Complied with all applicable laws and regulations of local jurisdiction.

a: b. Adopted the Standard Form for Club Bylaws, modified only as approved by the Board of Trustees. (6/1989)

b: c. Secured and maintained a charter membership of the required number of active members as established by the Board of Trustees. (6/1989)

c: d. Elected officers, appointed committees, and completed club organization as required by the club bylaws.

d: e. Certified to the Executive Director of Kiwanis International that the accredited representative has instructed the officers, committees, and members regarding their obligations. (7/1998)

e: f. Complied with the applicable provisions of its district bylaws. (7/2005)

f: g. Maintained all standard practices and principles for clubs as determined by the Board of Trustees.

### Amendment B Eliminate restrictions for cancellation of club meetings

*Required for the proposed new club bylaws*

**Effective date:** October 1, 2012

#### ARTICLE VI. CLUB OPERATIONS

**Section 5.** ~~If a club's regular meeting falls on a legal holiday or eve thereof, the board of directors may reschedule the meeting for another day during the affected week or cancel the meeting, provided not more than two (2) regular meetings are canceled during an administrative year.~~

*Note: Subsequent sections will be renumbered accordingly.*

### Amendment C Eliminate requirement for club vice-president

*Required for the proposed new club bylaws*

#### ARTICLE VI. CLUB OPERATIONS

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

### Amendment D Eliminate stated process for admission of new members

*Required for the proposed new club bylaws*

#### ARTICLE VIII. CLUB MEMBERS

**Section 10.** Election of Members

a. Qualified prospective active members shall be considered for election to membership only by invitation or by transfer from an active club, ~~under the following procedure: by a majority vote of the club board or membership.~~ (6/1995)

(1) (a) ~~Each proposal for membership shall be submitted by a member of that club to the club secretary or its committee on membership, which proposal shall bear the signature of the proposer and the endorsement of at least one (1) additional club member, both of whom shall be members in good standing. The proposal for membership shall then be submitted to the club board of directors for consideration.~~ (6/1995)

(b) Each proposal for transfer may be submitted by a member of an active club directly to the board of directors of another club for the purpose of changing club membership. Transfers must be requested within six (6) months of discontinuing active attendance in the original club. (6/1995)

(2) At a meeting of the club board of directors at which a quorum is present, members shall be elected and transfers accepted by a two-thirds (2/3) vote of those present. (6/1995)

(3) Upon favorable action by the club board of directors, the new and transferred members shall be personally notified concerning the action of the board and the appropriate membership induction fee shall then be secured. (6/1995)

b. The election of senior, and honorary members in any club shall be as provided in the Standard Form for Club Bylaws club policy. (10/1987)

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## Amendment E

### Reduce required club directors from five to three

*Required for the proposed new club bylaws*

**Effective date:** October 1, 2012

#### ARTICLE VI. CLUB OPERATIONS

**Section 1.** The officers of a club shall be a president, president-elect, immediate past president, one (1) or more vice-presidents, a treasurer, and a secretary, and such other officers as may be required by the club bylaws. No offices may be combined in one (1) person except the offices of president-elect and vice-president may be combined, and the offices of secretary and treasurer may be combined. No person shall simultaneously serve as an elected director and an officer. The officers, together with at least ~~five (5)~~ three (3) directors, shall constitute the board of directors. The officers and directors must be active, privileged, or senior members in good standing. The duties of the officers and the board of directors shall be such as are prescribed in the club bylaws. (6/96)

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## Amendment F

### Expand time frame for clubs to hold annual elections

*Required for the proposed new club bylaws*

**Effective date:** October 1, 2012

#### ARTICLE VI. CLUB OPERATIONS

**Section 7.** A club shall hold its annual meeting and election of officers and directors ~~not earlier than the first meeting in April and not later than the second meeting in May between January 1 and May 15.~~ The officers shall serve for the term of one (1) year or two (2) years, as shall be separately prescribed for each officer in the club bylaws, or until their successors are duly elected and qualified. The directors shall serve for the term prescribed in the club bylaws or until their successors are duly elected and qualified. The terms of the officers and directors shall begin on October 1. (6/2008)

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## Amendment G

### Remove administrative detail regarding new club formation

#### ARTICLE V. ORGANIZING AND CHARTERING OF CLUBS

##### Section 5.

a. ~~Application for~~ The organization of a new club shall be approved by Kiwanis International and completed as instructed by Kiwanis International made on the standard petition form as adopted by the Board of Trustees. The petition shall be ~~duly signed by ten (10) fifteen (15) persons eligible for active membership in the prospective club, and said petition shall be approved or disapproved by the district governor in whose district the club is to be organized. If the district governor disapproves the petition, the reasons for disapproval must be stated. The district governor shall immediately forward the petition to the Executive Director of Kiwanis International.~~

b. After reviewing the petition and the reasons for disapproval, the Board of Trustees shall determine if the new club will be organized.

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## Amendment H

### Eliminate approval requirement for clubs to use games of chance

#### ARTICLE VII. DISCIPLINE OF CLUBS

**Section 4.** Clubs may participate in lotteries, raffles, drawings, or other games of chance, provided that they are not in ~~contravention-violation~~ of the laws, mores, customs, and traditions of the country, state, or province in which the clubs exist, ~~and provided further that the district board of trustees or the governing authority of nondistricted clubs shall have given prior approval for the utilization of lotteries, raffles, drawings, or other games of chance to be employed in fund-raising activities. Such approval so granted does not constitute official endorsement of such activities by Kiwanis International.~~ Nothing contained herein shall permit any club by its activities to impugn the good name of Kiwanis. Should violations occur, appropriate disciplinary action may be taken in accordance with these Bylaws.

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## Amendment I

### Clarify club reporting of delegates and alternate to Kiwanis International convention

#### ARTICLE XVI. DELEGATES AND DELEGATES-AT-LARGE

##### Section 2.

e. The lieutenant governor, ~~past lieutenant governor, district secretary, or past district secretary~~ Club delegates and alternates shall be elected by ~~such clubs~~ the clubs they represent not less than sixty (60) days prior to the date of any annual International

convention, or not less than twenty (20) days prior to the date of any special International convention. Their election shall be evidenced by a certificate duly authenticated by the president and the secretary of the club. The status of persons as past lieutenant governors or past district secretaries shall be certified by the district governor or district secretary. (7/1998)

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## **Amendment J**

### **Update provisions related to Kiwanis International Board elections**

#### **ARTICLE XVII. CONVENTION PROCEDURE**

**Section 4.** Prior to each International convention, the President shall appoint a Committee on Credentials and a Committee on Elections, each to consist of ~~at least fifteen (15) no less than five (5) and no more than fifteen (15)~~ members from clubs. In the case of the Committee on Elections, all members shall be delegates or delegates-at-large. ~~Five (5) members of A majority of the members of each of the foregoing committee-s shall~~ constitute a quorum. (7/98)

#### **ARTICLE XVIII. NOMINATION AND ELECTION OF OFFICERS**

##### **Section 3.**

c. The voting shall be by ballot only where there are two (2) or more candidates for the same office. ~~Ballots shall be numbered consecutively.~~ Only accredited delegates or delegates-at-large shall be allowed to vote. (6/97)

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## **Amendment K**

### **Allow a district convention to be held in conjunction with the Kiwanis International convention**

**Effective date:** October 1, 2012

#### **ARTICLE IX. DISTRICTS**

**Section 11.** The annual convention of each district shall be held at such place and upon such dates between March 15 and September 15 as shall be fixed by the board of trustees of the district and approved by the Board of Trustees of Kiwanis International, except that no district shall schedule its convention to be held within the period of thirty (30) days prior to, during, or thirty (30) days following the annual convention of Kiwanis International unless approved by the Kiwanis International Board. In the event the annual convention of Kiwanis International is held within the geographic boundaries of a district, the district may hold its convention in conjunction with the Kiwanis International convention; in such cases, district functions may not be held during general sessions of the International Convention. Notice of the annual district convention shall be received by the Executive Director of Kiwanis International at least six (6) months prior to the dates of the convention.

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## **Amendment L**

### **Reduce level of administrative details stated in bylaws**

#### **ARTICLE XXI. OFFICIAL PUBLICATIONS**

**Section 5.** The subscription price of official publications of Kiwanis International shall be eight dollars (US\$8.00) per annum. All subscription funds shall be earmarked for official publications of Kiwanis International and shall not revert to the Kiwanis general fund. Billing shall be based upon the membership of the respective clubs as shown in their membership report to Kiwanis International. ~~Official publications of Kiwanis International may be made available to clubs in bulk orders of ten (10) or more copies at a cost to be determined by the Board of Trustees.~~ (6/2010)

#### **ARTICLE XXIII. FINANCE AND ACCOUNTING**

~~**Section 4.** All disbursements shall be made by voucher checks, which shall show the date, payee, type of service rendered or goods or property purchased, and the amount of payment.~~

*Note: Subsequent sections of Article XXIII will be renumbered accordingly.*



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