



Kiwanis®

Amendment Results

from the

**102nd Annual Kiwanis International Convention
July 14, 2017**

PARIS ❖ 2017 KIWANIS INTERNATIONAL ❖
ANNUAL CONVENTION



Kiwaniis®

To all Kiwanis clubs:

April 2017

Proposed amendments to the Kiwanis International Bylaws will be presented for action at the 102nd Annual Kiwanis International Convention in Paris, France. Several important issues will be considered and voted on at the House of Delegates on Friday, July 14, 2017. Complete information is included in this booklet.

In accordance with the provisions of the Kiwanis International Bylaws, these proposals are being sent to the secretary of each chartered club 90 days prior to the convention. The reasons for each proposal are stated, along with the Kiwanis International Board's position on the proposal. The current provisions of each Bylaws article and section are shown. Text that would be added by the proposed amendment is underlined (underlined), and text that would be deleted is lined out (~~lined out~~).

Example:

Original wordingEach club may hold a program.

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

New wording would beEach club shall hold an annual program.

We hope each club will send two delegates to this convention, ensuring that important decisions on the organization's future are made by a wide array of Kiwanians. We look forward to seeing you in Paris.

Sincerely,

Stan D. Soderstrom
Executive Director

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PARLIAMENTARY PROCEDURE AT A GLANCE

(Per Robert's Rules of Order—Newly Revised)

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

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

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

Amendments to motions: Bylaw amendments are main motions. A main 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.

Referring: A motion to refer to a committee can be made while a main motion or an amendment to a main motion is pending. A motion to refer should only be used if problems are identified with the content of the motion that indicate more study or adjustments are needed. A referral should not be made without instructions regarding what aspects are to be addressed before the motion is brought back to the House. **Referral should not be used to kill the motion on the floor or to put off a difficult decision. If a delegate does not like a motion, he/she should simply vote against it.** (Note: It takes a majority vote either to refer or defeat.)

Closing debate or calling the question (same motion): A delegate must go to a microphone and wait for recognition to move to close debate or call the question. To proceed, the motion must receive a second. There is no discussion, and it takes a two-thirds (2/3) vote. If the motion to close debate or call the question is approved, there will be an immediate vote on the pending motion.

Postponing or tabling a motion: A motion to postpone can be made while a main motion or an amendment to a main motion is pending. A motion to table (or to “lay on the table”) is used only in an emergency; it should not be used to kill the motion on the floor or to postpone consideration of the motion. If a delegate does not like the motion, he/she should vote against it. If a delegate believes there is good

reason to discuss the motion at a later time, he/she can move to postpone. There is no such motion as “table until xxxx time.” Instead, the correct motion would be “postpone until xxxx time.” A motion cannot be postponed until the next annual convention.

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 address 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.

Point of information: A delegate should call for a point of information if he/she wishes to *request* information. To ask for a point of information, go to a microphone and let the sergeant know you wish to do so. If the delegate wants to *provide* information, he/she must do so by being recognized for debate.

Questions: If a delegate wishes to make a motion and is not sure how to proceed, the delegate should ask the presiding officer. Any questions or concerns about the process used *during* the House of Delegates must be made known and addressed during the session. Questions or concerns cannot be addressed after the session.

STANDING RULES FOR THE HOUSE OF DELEGATES

Rule 1: The official language of this Convention shall be English. Simultaneous interpretations may be made available, as designated in the official program.

Rule 2: Only delegates with official delegate badges may present or speak on motions and vote.

Rule 3: Only delegates may be seated in the area designated for delegates.

Rule 4: The House of Delegates shall allow delegates to leave and re-enter; however, individual electronic voting units shall not leave the House. Delegates leaving the House early must surrender voting units to an Elections Committee volunteer at the pass-out door; voting units will be returned to delegates upon re-entry to the House. In no case will a delegate be allowed to cast a ballot for any votes conducted in his/her absence.

Rule 5: Any main motion or amendment shall be written in English, signed by the maker and seconder, and presented to the Executive Director or designee before it is moved.

Rule 6: No delegate may speak in debate more than three (3) minutes at a time unless allowed to do so by a majority vote of the delegates.

Rule 7: No delegate may address the assembly a second time on the same question until all other delegates who desire to speak on the topic have spoken.

Rule 8: The maker of a motion shall be entitled to speak first in support of such motion or may immediately yield the floor to another delegate.

Rule 9: Microphones shall be designated by number. Speakers for the main motion shall use the odd-numbered microphones, and speakers against the main motion shall use the even-numbered microphones. The chair will recognize microphones in rotating order. Debate on each issue will begin at Microphone One and alternate between those speaking for and those speaking against a motion.

Rule 10: A delegate shall not speak for or against a motion and move to close debate on the same recognition.

Rule 11: An assistant Sergeant at Arms shall be positioned at each microphone to relay to the chair priority motions, such as a point of order, a point of information, etc. Any microphone may be used to make priority or secondary motions.

Rule 12: Debate on main motions (i.e., any resolution or proposed amendment to the Bylaws) shall be limited to 15 minutes, at which time the vote shall be taken on the resolution or amendment, unless the House, by a majority vote, orders debate to be extended. Debate on debatable secondary motions from the floor, such as amendments or motions to refer, shall be limited to five (5) minutes, which shall not apply to the 15-minute limit on debate on the main motion. Debate may be closed by a two-thirds (2/3) vote on any immediately pending motion or series of motions at any time.

Rule 13: If the submitting body wishes to withdraw a motion after it has been moved and seconded, the House, by a majority vote, may grant permission for withdrawal.

Rule 14: Subject to the discretion of the chair, no proposed amendment to the Bylaws shall be introduced later than 15 minutes before the scheduled adjournment of any morning or afternoon session.

Rule 15: Candidates for the offices of Kiwanis International President and President-Elect may have one (1) nominating speech not to exceed three (3) minutes.

Rule 16: Candidates for the office of Kiwanis International Vice-President shall have a nomination not to exceed one (1) minute, and each candidate shall have up to five (5) minutes to personally address the House of Delegates. In the event of a run-off election, each of the candidates involved shall return to the stage before the second ballot to present remarks not to exceed two (2) minutes.

Rule 17: Candidates for the office of Kiwanis International Trustee shall have a nomination, the content of which shall include only: (a) the nominator's name and club; and (b) the name of the candidate and the office the candidate is seeking. Each candidate shall have up to three (3) minutes to personally address the House of Delegates.

Rule 18: Candidates whose remarks require interpretation shall be allowed no more than twice the normal time limit for the presentation of their remarks and interpretation combined. Candidates must provide their own interpreters.

Rule 19: Any candidate who is unopposed for office may be elected by a voice vote.

Rule 20: Any of the above rules may be suspended by a two-thirds (2/3) vote.

Rule 21: *Roberts Rules of Order Newly Revised* shall be the parliamentary authority for all matters of procedure not specifically covered by the Bylaws of Kiwanis International and these standing rules.

Rule 22: The Kiwanis International Board and Staff are authorized to make nonsubstantive corrections that may be necessary as a result of adopting Bylaw amendments that cause unintentional conflicts or inconsistencies in terminology, grammar, numbering, cross-references, etc.

Proposed Amendment 1 - Passed **District Equivalency for Background Checks**

Submitted by: Kiwanis International Board

Purpose: To remove the provision that allows criminal history background checks conducted by districts to be considered equivalent to those conducted by Kiwanis International.

Effective date: October 1, 2017

Vote required to adopt: Majority

Board's position: The Kiwanis International Board proposes this amendment for the following reasons:

- This provision, as originally presented by a club and adopted by the House of Delegates, is poorly worded and hard to understand. It had to be interpreted by the Kiwanis International Board in order to be implemented.
- Since adoption in 2013, only two districts have applied to have preferred background check providers verified as being equivalent to the background checks conducted by Kiwanis International. One district did not qualify. The other district was initially approved, but further testing led to rescinding that approval.
- A district that uses its own background check provider is potentially subject to additional and unnecessary risk and liability costs. Those districts also must accept responsibility for safe keeping of members' confidential information, such as governmental identification, date of birth and credit card number.
- Any background check provider selected by Kiwanis International must provide significant and verifiable quality and integrity at a reasonable cost to members and the organization.
- Kiwanis International uses a fully-automated electronic process. Accepting background checks from districts would require more work for the district and Kiwanis International, with the results still not fully integrated. These districts would not have the full functionality of the electronic process and would require manual data entry of the information, causing delays and increased Staff time.
- Any district that applies to use this provision must have its background check provider vetted by Kiwanis International, which involves extensive and continual testing by Kiwanis International. No districts have shown interest since 2013. Instead, several districts have requested that Kiwanis International provide background check services for the district.

I-Plan strategy: To perform meaningful service, with service to children as our priority.

Financial impact: The indirect financial impact is in additional Staff time to manage a manual process as well as in additional liability risk for districts.

ARTICLE IX. DISTRICTS

Section 3. The officers of a district shall be a district governor, a governor-elect, the immediate past governor, a lieutenant governor for each division of the district, and/or a trustee for each region of the district, a secretary, and a treasurer. There may be an acting governor appointed as provided in these Bylaws. (7/2014)

The officers of the district may also include:

- A vice-governor, whose occupant shall normally succeed to the offices of governor and governor-elect;
- Any positions required by applicable laws.
- Any other positions as determined by the district house of delegates and stated in the district bylaws, provided any person filling such position is an active member in good standing of a club in good standing in the district; (7/2014)

~~Where a district requires that an officer, candidate or volunteer working with children submit and have a clear criminal history background check, meeting or exceeding the current Kiwanis International standards, the issuance of a certification of a clear criminal history background check by a district approved screening provider shall be accepted by Kiwanis International as meeting the requirements of this Section. (6/2013) (See also Interpretations.)~~

Section 4. Each district officer shall be an active member in good standing in a club in good standing of the district; and each lieutenant governor shall be a member of a club in the division from which elected and each trustee shall be a member of a club in the region from which elected. Each candidate for the office of governor, governor-elect, and vice-governor (if any) also shall have a clear criminal history background check conducted and verified by Kiwanis International. (7/2014)

Proposed Amendment 2 - Passed as amended Resolving Tie Votes for Kiwanis International Elections

Submitted by: Kiwanis International Board

Purpose: To correct an oversight in the bylaws by providing a way for tie votes in elections to be resolved in accordance with *Robert's Rules of Order*.

Effective date: October 1, 2017

Vote required to adopt: Two-thirds

Board's position: The Kiwanis International Board proposes this amendment for the following reasons:

- It was recently discovered that Kiwanis International has no provision for resolving a tie vote when electing board members.
- With no existing provision, Kiwanis would refer to its parliamentary authority, *Roberts Rules of Order Newly Revised*, for guidance. However, it would be best to have a clear provision in the bylaws.

I-Plan strategy: Compliance with best practices for good governance.

Financial impact: No financial impact.

Amend Kiwanis International bylaw provisions as follows:

ARTICLE XVIII. NOMINATION AND ELECTION OF OFFICERS

Section 3.

- e. A majority of all valid votes cast for each position shall be necessary for the election of the President and the President-Elect. In the event that any ballot cast for President or President-Elect does not show a majority for any nominee for the foregoing offices, the President shall designate a time and a place for further balloting for such office. Prior to the second ballot, the nominee having the lowest vote on the first ballot shall be dropped; and on each succeeding ballot, the same procedure shall be followed until some nominee shall have received a majority of all valid votes cast. (6/1997)
- f. A majority of all valid votes cast shall be necessary for the election of the Vice-President, and the entire house of delegates shall vote for one (1) nominee. In the event that a nominee does not receive a majority of the valid votes cast, the President shall designate a time and a place for a run-off election for such office. For the run-off election, the two (2) nominees receiving the greater number of valid votes cast shall be voted on, and the nominee then receiving a majority of the valid votes cast shall be elected. (6/1997)

Section 4. The nominee for a guaranteed office of Trustee for a region shall be presented to the delegate body and declared elected to the Board of Trustees as of the ensuing October 1. (6/2010)

Section 5. The nominees for Trustees for regular three-year terms from the United States and Pacific Canada Region receiving the greater number of valid votes shall be

declared elected. When necessary to fulfill the requirements of guaranteed representation for the at-large position of Trustee, as provided in these Bylaws, the nominee receiving the greater number of valid votes shall be declared elected. (6/2010)

Section 6. In the event of a tie vote for any office, the House of Delegates shall take a new ballot on the affected tied candidates.

(Sections 6-8 shall be renumbered as 7-9.)

Proposed Amendment 3 - Failed

Dues for Members Who Belong to More Than One Club

Submitted by: Kiwanis Club of Rijn en Gouwe, Netherlands, and the Kiwanis Club of Rheden "de Veluwezoom," Netherlands

Purpose: To provide that members who belong to more than one club shall pay Kiwanis International and district dues only to their primary club but not their secondary club(s).

Effective date: October 1, 2017

Vote required to adopt: Two-thirds

Proposer's position: The club advocates this amendment for the following reasons:

- Every Kiwanis member has only one personal number with Kiwanis International, even if he/she belongs to more than one club.
- Each Kiwanis member has one vote although he/she is obliged to pay more membership dues if he/she joins more than one club.
- A person being a member in more than one club provides extra support to Kiwanis.
- A club in need of support can be helped by a supporter who will be part of that club as a member. This can be encouraged by reducing the dues obligations for membership in more than one club.

Board's position: The Kiwanis International Board does not support this amendment for the following reasons:

- This proposal might seem to increase the total number of members in Kiwanis because multi-club members would be counted as unique individuals in each club. However, the board does not believe this change would actually increase unique new members significantly.
- A key component of Kiwanis' strategic plan, the I-Plan, is to simplify the business structure and processes related to organizational dues. This amendment would instead make it more complicated, creating additional complexity not only for Kiwanis International but for club secretaries when adding new members and updating club rosters online.
- This system would be open to abuse by clubs. For instance, if two clubs each had 10 members who all agree to be members of both clubs, that could potentially qualify both clubs for awards or recognition for having 20 members without having actually earned the awards or recognition.

Financial impact: As of Sept. 30, 2016, Kiwanis had record of 1,850 members who belonged to more than one club. At \$52 each, that would be lost revenue of \$96,200/year for each year. There are also financial ramifications for the districts, which would receive less income in district dues.

Amend Kiwanis International bylaw provisions as follows:

ARTICLE VIII. CLUB MEMBERS

Section 4. Members Who Belong to More Than One Club

- a. A member may hold membership in more than one (1) club. (6/2015)
- b. Members who belong to more than one (1) club. (6/2000)
 - (2) (1) Shall designate which club is their primary club. Life member status eligibility ~~and subscription to official publications~~ shall **only** be based on the member's primary club. (6/2012)
 - (2) Shall pay to each club all mandatory club dues and fees.
 - (1) (3) Shall pay to the member's primary club all mandatory dues and fees to each club (and to each for the district, and federation; if applicable); and to Kiwanis International, and shall be eligible for life member status in only one (1) club including subscription to the official publication.
 - (3) (4) May hold any type of membership offered by the respective clubs. (6/2012)
 - (4) (5) May represent only one club for voting purposes at district or International functions. (6/2000)

ARTICLE XXII. REVENUE

Section 1. Subject to Sections ~~2 and 3~~ 2-4 of this Article, each club shall pay to Kiwanis International for each member, with the exception of those holding life member status, the sum of fifty-two dollars (US\$52) 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. (6/2015)

Section 3. If a club member belongs to more than one Kiwanis club, a club shall not be obligated to pay International, district, or federation dues for any such member who has not designated that club as his/her primary club. However, if the member's additional club(s) is in a different district(s) from his/her primary club, each club shall pay district dues for such member.

(Sections 3-6 will be renumbered as Sections 4-7.)

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 member shall be a subscriber to the official publications of Kiwanis International and shall continue as such while a member. However; (a) if spouses are both members of a club, one spouse may choose not to subscribe; or (b) if a member belongs to more than one Kiwanis club, then this provision shall apply only to the member's designated primary club. (6/2012)

Section 6. Each club in the United States and Canada, excluding the French-speaking clubs in Canada, shall collect from each of its members as provided in Section 4 the 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.~~ (6/2012)

Proposed Amendment 4 - Failed

District Limitation on the Kiwanis International Board

Submitted by: Kiwanis Club of Springfield-Downtown, Illinois, USA

Purpose: To remove the limitation that only one person from a district may serve on the Kiwanis International Board at the same time.

Effective date: October 1, 2017

Vote required to adopt: Two-thirds

Proposer's position: The club advocates this amendment for the following reasons:

- It allows talent to be utilized sooner on the Kiwanis International Board rather than waiting for another person to complete their service. Facing severe membership challenges, our organization cannot afford to keep needed skills away from board service simply because of where a person lives.
- It promotes diversity on the board by opening more opportunities for candidates.
- A maximum of two persons still prevents one district from dominating the board.

Board's position: The Kiwanis International Board does not support this amendment for the following reasons:

- There are 19 elected seats on the Kiwanis International Board and 46 districts that may offer candidates for those seats.
- Because large districts have a larger membership base from which to draw potential candidates, this amendment favors large districts.
- This amendment also would reduce the potential number of districts that would serve on the Kiwanis International Board any given year, thereby reducing diversity at the top leadership level of the organization.

Financial impact: No significant financial impact.

Amend Kiwanis International bylaw provisions as follows:

ARTICLE XIII. BOARD OF TRUSTEES

Section 1.

- d. No district may have more than ~~one (1) member~~ two (2) members on the Board of Trustees.

Proposed Amendment 5 - Failed **District 'Dark Year' Restriction on the Kiwanis International Board**

Submitted by: Kiwanis Club of Springfield-Downtown, Illinois, USA

Purpose: To remove the restriction that a person may not serve on the Kiwanis International Board for one full year after someone else from the same district has left service on the board (the 'dark year' provision)

Effective date: October 1, 2017

Vote required to adopt: Two-thirds

Proposer's position: The club advocates this amendment for the following reasons:

- It allows talent to be utilized on the Kiwanis International Board as soon as possible rather than waiting an arbitrary time frame to serve.

Board's position: The Kiwanis International Board does not support this amendment for the following reasons:

NOTE: The rationale for opposing this amendment is purposely the same as that for Amendment 4.

- There are 19 elected seats on the Kiwanis International Board and 46 districts that may offer candidates for those seats.
- Because large districts have a larger membership base from which to draw potential candidates, this amendment favors large districts.
- This amendment also would reduce the potential number of districts that would serve on the Kiwanis International Board any given year, thereby reducing diversity at the top leadership level of the organization.

Financial impact: No significant financial impact.

Amend Kiwanis International bylaw provisions as follows:

ARTICLE XIII. BOARD OF TRUSTEES

Section 1.

- e. ~~A district shall not have a club member on the Board of Trustees for one (1) administrative year after another member from that district has completed service on the Board of Trustees, except where necessary to fill a guaranteed seat as provided in these Bylaws. (6/2015)~~

Proposed Amendment 6 - Failed

Secure Web-Based Voting for Kiwanis International Business

Submitted by: Capital District Board

Purpose: To provide for candidate nominations and initial review of proposed amendments and resolutions at the Kiwanis International convention, with final voting permitted to take place via secure Web-based balloting.

Effective date: October 1, 2018

Vote required to adopt: Two-thirds

Proposer's position: The district advocates this amendment for the following reasons:

- Over the course of the last decade, only an average of 20 percent of the active clubs in Kiwanis International have been represented at the business sessions of Kiwanis International conventions. However, all clubs in good standing, regardless of their financial ability to send delegates to the convention, should have the privilege of participating in the decision-making process.
- This amendment, which is revised from the past two years' proposal, now permits live nominations as well as in-person debate and the ability to amend amendments at the Kiwanis International convention. Voting on the final amended amendments and candidate elections will still take place securely online for all clubs worldwide. This proposal thereby addresses the primary concerns expressed during past opposition.

Board's position: The Kiwanis International Board does not support this amendment for the following reasons:

- This proposal could cause a decrease in attendance at the annual Kiwanis International convention.
- This amendment mandates that business will be presented during the convention and the final voting results will be announced before the convention ends. This allows no more than 48 hours for online voting. It also provides that amendments may be changed on the floor. Forty-eight hours is not considered to be enough time for clubs to cast educated, informed votes under such circumstances. It does not allow clubs time to meet and discuss revised proposals before instructing their delegates how to vote. Some clubs may not even be aware of changes made during the convention.
- Electronic voting is not a good substitution for human interaction. Candidates should not be elected based on whether they have the best website or produce the best video, and hearing live debate does sometimes affect the voting results on amendments and resolutions.
- This amendment may have a number of unintended consequences that have not yet been identified or considered.
- The Board is taking the matter of remote online voting under advisement to consider long-term consequences and solutions.

Financial impact: Implementing secure, Web-based balloting would cost the organization approximately US\$20,000, but the additional costs necessary for building new Web-based resources and processes are unknown.

SUBSTANTIVE CHANGES

ARTICLE XVI. DELEGATES AND DELEGATES-AT-LARGE

Section 1. ~~For any International convention, Each club in good standing shall be entitled to two (2) delegates and two (2) alternates, chosen by the club votes, which shall be cast by the club president and club secretary unless the club designates another member(s) as delegates. (7/1998)~~

Section 2. ~~Each club delegate shall be an active member in good standing of the club represented. However, for voting during live convention sessions, any club not represented by two (2) club members may designate one of the following to represent it as a delegate:~~

- ~~The lieutenant governor or a past lieutenant governor from the club's division;~~
- ~~A past district secretary who is a member of a club in the same division; or~~
- ~~The current district secretary, regardless of division. (7/1998)~~
 - a. ~~Each club's alternates shall be designated as alternate number one (1) and alternate number two (2) and shall serve in the numerical order certified for either of the two (2) delegates of the club, if either or both such delegates shall be absent from the convention. (7/1998)~~
 - b. ~~Each delegate and alternate shall be an active member in good standing of the club represented, or be a lieutenant governor, a past lieutenant governor, the district secretary, or a past district secretary. (7/1998)~~
 - c. ~~The lieutenant governor, a past lieutenant governor, or a past district secretary may each represent any club, but only in the division of which the lieutenant governor's, past lieutenant governor's, or past district secretary's present club is a member and not otherwise represented by two (2) delegates. (7/1998)~~
 - d. ~~The district secretary may represent any club in that secretary's district not otherwise represented by two (2) delegates. (7/1998)~~
 - e. ~~Club delegates and alternates shall be elected by 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 members as past lieutenant governors or past district secretaries shall be certified by the district governor or district secretary. (6/2015)~~
 - f. ~~In the event any club shall fail to certify the election of its delegates and alternates, the Committee on Credentials shall determine the seating of the delegates or alternates for such club. (6/1989)~~

Section 3. ~~Official delegates of a newly organized club shall be granted full privileges at International conventions after the charter has been approved by Kiwanis International, even if it has not been formally presented to such club.~~

Section 4 3. Elective International officers as defined in Article XI, Section 1, Past International Presidents, Chairmen of current International, Standing, and Special

Committees of Kiwanis International, governors-elect, district trustees, district treasurers, district secretaries, lieutenant governors, lieutenant governors-designate, and past district governors who are active members shall be delegates-at-large to all International conventions and entitled to one (1) vote each. (6/2015)

Section 5.4. Each accredited delegate and delegate-at-large present shall be entitled to one (1) vote on each question submitted in any International convention, except as prescribed may be restricted in these Bylaws. There shall be no voting by proxy or absentee ballot. Clubs formally organized no later than sixty (60) days before the date voting begins shall have voting privileges. (7/1998)

Section 6.5. No delegate shall be entitled to vote in a convention on any question presented during a live convention session unless and until the delegate's registration fee has been paid. However, this provision does not apply to secure Web-based voting conducted outside of convention sessions. (7/1998)

Section 7.6. The quorum of any International convention shall consist of not less than five hundred (500) delegates and delegates-at-large, provided that in time of emergency, three hundred (300) delegates and delegates-at-large shall constitute a quorum. At least five hundred (500) votes are required for voting results to be considered valid, provided that, in times of emergency, only three hundred (300) votes are required. (7/1998)

Section 8. On all matters of Kiwanis International put to vote in the House of Delegates, accredited delegates and delegates-at-large may abstain from voting on any proposition. In determining the outcome of any vote, the presiding officer shall make a determination on the votes actually cast; abstentions, if any, shall be excluded from all such consideration.

Section 7. On any business of Kiwanis International designated in these Bylaws to be determined by delegates, voting is permitted by secure Web-based means via a method determined and announced by the Kiwanis International Board. Any unforeseen matters shall be resolved by the Kiwanis International Board. At least five hundred (500) votes are required for voting results to be considered valid, provided that, in times of emergency, only three hundred (300) votes are required. Technological difficulties that may prevent or reduce the ability of a small number of voters to participate fully in voting which occur through no misdeed or no substantial failure of Kiwanis International shall not invalidate the outcome of the results, provided those who were able to participate fully did so in sufficient numbers to meet the minimum number of required votes.

Section 8. Prior to the annual voting process, the President shall appoint a member from a club in good standing to serve as Credentials Chairperson who will oversee the certification of delegates. The President shall also appoint a member of a club in good standing to serve as Elections Chairperson, who will oversee the elections process selected by the Kiwanis International Board.

ARTICLE XVII. CONVENTION PROCEDURE

(Note: No changes are necessary to Sections 1-3.)

Section 4. Prior to each International convention, the President shall appoint a Committee on Credentials and a Committee on Elections, each to consist of 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. A majority of the members of each committee shall constitute a quorum. (1/2012)

Section 5. Reports of committees, communications to the International convention, resolutions, amendments, and all motions may be debated during the House of Delegates, except those “undebatable” under Robert’s Rules of Order Newly Revised, or unless the convention, by a two-thirds (2/3) vote, dispenses with debate. No member shall speak longer than five (5) minutes at one time, except as provided in the order of the day or by a majority vote. (6/2015)

Section 6.4.

- a. Proposed resolutions may be submitted by: (7/1998)
 - (1) The International Board of Trustees; (7/1998)
 - (2) A district board or district house of delegates; or (7/1998)
 - (3) A club, by a majority vote of the members. (7/1998)
- b. The Executive Director must receive all proposed resolutions ~~prior to the next scheduled International convention but~~ no later than October 31 of the administrative year during which they will be considered. (6/2013)
- c. Within sixty (60) days thereafter, the International Committee on Resolutions shall meet to consider such proposed resolutions, as well as any resolutions which may be initiated by the committee. (7/2007)
- d. Not later than ninety (90) days prior to the start date of ~~the International convention voting by delegates~~, the Executive Director shall ~~send to notify~~ the secretary of each club a copy of all proposed resolutions to be considered that administrative year, other than memorial and appreciation resolutions. No other resolutions other than those so sent to clubs shall be considered by the ~~International convention~~ unless recommended by a two-thirds (2/3) vote of the International Board of Trustees. (6/2013)
- e. ~~Debate on any resolution shall not be in order until it has been reported out by the Resolutions Committee. At any time prior to the voting thereon by the delegate body, the Resolutions Committee shall be authorized to make editorial changes in any resolution, provided the import of the resolution is not changed thereby.~~
- f. ~~The members of the Committee on Resolutions shall have the privilege of the floor during the time that the resolutions are being considered by the delegate body, but no member of the Resolutions Committee shall have the right to vote on the resolutions, unless said member is an accredited delegate.~~ (4/1999)

ARTICLE XVIII. NOMINATION AND ELECTION OF OFFICERS

Section 1. The official program of the annual International convention shall indicate the day and time of the session for the nomination ~~and election~~ of officers and shall be subject to change only in accordance with the rules of convention procedure. (7/1998)

Section 2. The Committee on Elections shall have general charge of the nominations and elections, including the distribution and tabulation of the ballots. (6/1989)

Section 3.

- a. The nomination and election procedures for officers ~~to be elected at the annual International convention~~ shall be as follows: (7/1998)

- (1) The President-Elect shall be the sole candidate for the office of President. (6/1995)
- (2) The Vice-President shall be the sole candidate for the office of President-Elect. (6/1997)
- (3) All candidates for the offices of President-Elect, Vice-President, and Trustees for the announced number of terms available must submit notice of candidacy to the Executive Director no later than ~~the opening of the first business session of the annual International convention~~ thirty (30) days before the polls open. (6/2010)
- (4) No person shall be considered as a candidate until or unless the following requirements have been met: (6/2010)
 - The candidate shall have completed a full term as a district governor prior to announcing his/her candidacy to Kiwanis International. (6/2013)
 - Written consent of such person has been given. (6/2010)
 - The candidate has been endorsed by the candidate's district house of delegates prior to the candidate announcing his/her candidacy to Kiwanis International. If extenuating circumstances make it impossible for the district house of delegates to endorse a candidate, he/she may be endorsed instead by the district board in authority during the administrative year in which the election will take place. (6/2013)
 - A clear criminal history background check has been conducted and verified by Kiwanis International. (6/2010)
- (5) ~~Except as otherwise provided by these Bylaws, nothing contained in this Section shall be construed as limiting the right to make further nominations from the floor of the convention. In the event that fewer candidates than the number of terms to be filled declare themselves by the deadline or in the event of the loss of a declared candidate after the deadline which reduces the total number of candidates to less than the number of terms to be filled, additional qualified candidates may declare their intention to run before any voting begins in accordance with a procedure prescribed by the Board of Trustees.~~ (6/2010)
- b. Prior to the nominations, the report of the duly qualified candidates shall be presented to the delegate body. The candidates shall be nominated and voted upon in an order determined by the International Board. (6/2008)
- c. ~~The voting shall be by ballot only where there are two (2) or more candidates for the same office. Only accredited delegates or delegates-at-large shall be allowed to vote.~~ (1/2012)
- d. ~~No ballot shall be counted whereon it appears that the elector has voted for a greater or lesser number of nominees for an office than there are vacancies to be filled.~~ (6/1997)
- e. ~~A majority of all valid votes cast for each position shall be necessary for the election of the President and the President-Elect. In the event that any ballot cast for President or President-Elect does not show a majority for any nominee for the foregoing offices, the President shall designate a time and a place for further balloting for such office. Prior to the second ballot, the nominee having the lowest vote on the first ballot shall be dropped, and on each~~

succeeding ballot, the same procedure shall be followed until some nominee shall have received a majority of all valid votes cast. (6/1997)

- f. ~~A majority of all valid votes cast shall be necessary for the election of the Vice-President, and the entire house of delegates shall vote for one (1) nominee. In the event that a nominee does not receive a majority of the valid votes cast, the President shall designate a time and a place for a run-off election for such office. For the run-off election, the two (2) nominees receiving the greater number of valid votes cast shall be voted on, and the nominee then receiving a majority of the valid votes cast shall be elected. (6/1997)~~
- c. The nominee receiving a majority of the valid votes cast for President, President-elect and Vice-President shall be declared elected. When the elections for President, President-elect, and Vice-President, are conducted via secure Web-based means, preferential balloting shall be used.
- d. ~~**Section 4.** The nominee for a guaranteed office of Trustee for a region shall be presented to the delegate body and declared elected to the Board of Trustees as of the ensuing October 1. (6/2010).~~
- e. ~~**Section 5.** The nominees for Trustees for regular three-year terms from the United States and Pacific Canada Region receiving the greater number of valid votes shall be declared elected. When necessary to fulfill the requirements of guaranteed representation for the at-large position of Trustee, as provided in these Bylaws, the nominee receiving the greater number of valid votes shall be declared elected. (6/2010)~~
- f. ~~**Section 6.** Cumulative voting shall not be permitted. (6/1997)~~

~~**Section 7-4.** The Committee on Elections Chairperson shall report promptly to the voting results prior to the conclusion of the annual International convention, the results of the balloting and the report shall be signed by a majority of the committee. After the committee has so reported, the chairman shall deliver all ballots to the Executive Director to be kept for a period of ninety (90) days after the close of the convention when the ballots shall be destroyed. (7/1998)~~

(Note: No change is necessary to Section 8.)

ARTICLE XXVIII. AMENDMENTS TO BYLAWS AND RESCISSION OF INTERPRETATIONS

~~**Section 1.** The Bylaws of Kiwanis International may be enacted and amended at an International convention by two-thirds (2/3) of the valid votes cast. The articles and sections specified in Section 7 of this Article may be enacted or amended by a majority of the valid votes cast, provided that the amendment does not alter, change, modify, or revise any article or section other than those specified in Section 7. (7/2007)~~

The Bylaws of Kiwanis International also may be enacted and amended by the International Council as provided in Article XIV, Section 4. (7/2007)

~~**Section 2.** Prior to the next scheduled International convention but No later than October 31 of the administrative year during which they will be considered, the Executive Director must receive: (6/2013)~~

- a. Proposed amendments to the Bylaws ~~to be voted on at an International convention~~ (except those passed by the International Council and those initiated by the Board of Trustees); (6/1991)

- b. Proposals to rescind the Bylaws adopted by the International Council; or (6/1991)
- c. Proposals to change or rescind an interpretation of the Bylaws by the Board of Trustees. (6/1991)

Section 3. Proposed amendments to the Bylaws, proposals to rescind the Bylaws adopted by the International Council, or proposals to change or rescind an interpretation of the Bylaws by the Board of Trustees must be submitted by: (6/1991)

- a. The International Board of Trustees; (7/1988)
- b. A district board of trustees or district house of delegates; or (6/1991)
- c. A club, by a majority vote of the members. (7/1988)

Section 4. Not later than ninety (90) days prior to the start date of the International convention, voting by delegates, the Executive Director shall send to notify the secretary of each club a copy of all proposed amendments to be considered that administrative year, including those amendments passed by the International Council, and all proposals to rescind the Bylaws adopted by the International Council or to change or rescind an interpretation of the Bylaws by the Board of Trustees. (6/2013)

Section 5. A majority of the valid votes cast shall be necessary for changes to or rescission of interpretations of the Bylaws shall be made at an International convention of Kiwanis International by a majority of the valid votes cast. (7/1998)

Section 6. Two-thirds (2/3) of the valid votes cast by written or electronic ballot by the House of Delegates shall be required to amend the following provisions of these Bylaws: (7/2007)

- Article I: All Sections
 - Article II: Section 1
 - Article III: Section 1
 - Article IV: Sections 1, 3
 - Article V: Sections 1, 3, 7, 9
 - Article VII: Section 1
 - Article VIII: Sections 1, 3, 4a
 - Article IX: Sections 1, 2, 11, 14, 18-19
 - Article X: All Sections
 - Article XI: All Sections
 - Article XIII: Sections 1, 7, 8
 - Article XIV: All Sections
 - Article XV: Sections 1, 4
 - Article XVI: Sections 1, 4, 5, 8
 - Article XX: Sections 1, 3, 8
 - Article XXI: Sections 1, 4
 - Article XXII: Sections 1-8
 - Article XXVII: All Sections
- (Updated 6/2016)*

Section 7. A majority of the valid votes cast by the House of Delegates shall be required to amend the following provisions of these Bylaws: (7/2006)

- Article IV: Section 2
- Article V: Sections 2, 4-6, 8
- Article VI: All Sections

Article VII: Sections 2-6
Article VIII: Sections 2, 4b, 5-9
Article IX: Sections 3-10, 12-13, 15-17, 20, 21
Article XII: All Sections
Article XIII: Sections 2-6, 9
Article XV: Sections 2, 3, 5-8
Article XVI: Sections 2, 3, 6, 7
Article XVII: All Sections
Article XVIII: All Sections
Article XIX: All Sections
Article XX: Sections 2, 4-7, 9, 10
Article XXI: Sections 2, 3, 5-7
Article XXII: Section 9
Article XXIII: All Sections
Article XXIV: All Sections
Article XXV: Section 1
Article XXVI: Section 1
(Updated 6/2016)

INCIDENTAL CHANGES

ARTICLE IV. MEMBERSHIP OF CLUBS IN KIWANIS INTERNATIONAL

Section 3. Notwithstanding any other provision of the Kiwanis International Bylaws, the Standard Form for Club Bylaws, or the Standard Form for District Bylaws, the International Board of Trustees may admit into Kiwanis membership and/or permit the creation of new forms of Kiwanis membership consistent with the Objects of Kiwanis International, which may extend for a period not exceeding five (5) years without approval of the ~~House of Delegates~~ voting delegates. The Executive Director of Kiwanis International shall make an annual report to the ~~House of Delegates~~ covering any such Board actions taken or authorized and make an evaluation of their current effectiveness. (7/2007)

ARTICLE V. ORGANIZING AND CHARTERING OF CLUBS

Section 4. The minimum number of members to organize and charter a prospective club shall be determined by the ~~House of Delegates~~ voting delegates, but shall not be less than fifteen (15) active members. (6/2012)

ARTICLE VIII. CLUB MEMBERS

Section 4. Members Who Belong to More Than One Club

- b. Members who belong to more than one (1) club: (6/2000)
 - (4) May represent only one club for voting purposes at for district or International ~~functions~~ matters. (6/2000)

ARTICLE XI. OFFICERS

Section 6. The President, President-Elect, and Vice-President shall be ~~elected at the annual International convention for a period of one (1) administrative year~~ each serve a one-year term. In order to occupy any such office, the member must have served two (2) years as Trustee. (6/2015)

Section 11. In the event that a Trustee with a remaining term in office of one (1) year seeks to be elected to an office above the level of Trustee, the term of office of said Trustee shall end on September 30 ~~following the annual International convention at~~ of the year during which the Trustee seeks higher office. (7/1998)

ARTICLE XIII. BOARD OF TRUSTEES

Section 1.

- c. The Trustees of the Board of Trustees shall be elected so as to provide that: (6/1997)
 - (4) The United States and Pacific Canada Region is guaranteed nine (9) Trustees to be elected ~~at-large~~ by delegates from that Region by secure Web-based voting in a manner prescribed by the Board of Trustees at the annual International convention until such time that an alternate plan is presented by the Region and approved by the Board of Trustees. (6/2010)
 - (6) At-Large Seat. Until such time that all defined regions have at least one (1) guaranteed seat on the Kiwanis International Board, there shall be one at-large seat, which shall be filled by a nominee from any region other than the United States and Pacific Canada Region and shall be elected ~~at-large at an annual International convention~~ by delegates ~~and delegates-at-large~~ from all regions by secure Web-based voting in a manner prescribed by the Board of Trustees. (6/2010)

Section 8. The interpretation of these Bylaws by the Board of Trustees shall be final and binding, unless such interpretation is changed or rescinded ~~at a subsequent International convention~~ as provided in these Bylaws. To change the interpretation, the proposer must provide the wording of the proposed change. (7/1998)

ARTICLE XIV. INTERNATIONAL COUNCIL

Section 4. The International Council shall confer with and advise the Board of Trustees on matters relating to Kiwanis International. 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, provided a copy of any proposed amendment is sent to each member of the Council not less than thirty (30) days prior to the meeting of the Council. Amendments to these Bylaws passed by the International Council shall remain in force, unless rescinded ~~at the next succeeding International convention, in accordance with~~ as provided in these Bylaws. (7/2007)

ARTICLE XV. INTERNATIONAL CONVENTIONS

Section 1. An International convention shall be held once each administrative year at such time and place as shall be determined by the Board of Trustees in the manner provided herein, unless in any year the Board of Trustees shall determine that there exists a condition of emergency and that, because of such emergency, the holding of such convention would not be practical, in which case the Board of Trustees, by further resolution, shall have the power to establish and fix provisions and procedures for transacting, by any means deemed best by the Board of Trustees, any or all business that would normally be transacted by and at an annual International convention, ~~except election of the officers,~~ as provided in these Bylaws. (7/1998)

ARTICLE XIX. DISCIPLINE OF OFFICERS AND VACANCIES IN OFFICE

Section 6. In the event the vacancy is for a Trustee representing the United States and Pacific Canada Region or the At-Large seat, the following process shall apply: (7/2014)

- b. Trustees shall be elected by the vote of the delegates ~~present and voting~~ and the nominees receiving the greater number of votes so cast shall be declared elected to the two-year term(s), if any, and those nominees receiving the next greater number of votes shall be declared elected to the one-year term(s), if any. (7/2014)

Section 13. In any year in which ~~no annual International convention is held~~ the election of officers cannot be transacted via secure Web-based voting, the International Council in such year shall elect a qualified member of a club for the succeeding administrative year for each of the following offices: President, President- Elect, Vice-President, and Trustee for the normal term of said office, subject to the provisions for guaranteed Trustees. (7/1998)

ARTICLE XX. COMMITTEES

Section 5. There shall be a Standing Committee on Resolutions, which shall consist of seven (7) members from clubs, at least one (1) of whom shall be a Past International President. (6/1989)

- a. The quorum of the Committee on Resolutions shall be four (4). (6/1989)
- b. The Committee on Resolutions shall consider and make recommendations of resolutions properly submitted as provided in these Bylaws for action ~~at annual International conventions by the delegates~~. The Committee shall also have the authority to originate resolutions and to modify, combine, edit, or not accept any resolution submitted to it. When the Board of Trustees of Kiwanis International proposes to the Resolutions Committee programs for the ensuing administrative year, the Committee on Resolutions shall embody such program or programs in an appropriate resolution or resolutions. (7/1998)

ARTICLE XXII. REVENUE

Section 9.

- c. Any activity authorized by this section shall not involve the release or use of the Kiwanis International Directory or mailing list, including names, addresses, or telephone numbers of the members of clubs, for entering into third party agreements unless such release or use is expressly authorized by the prior consent of a majority of ~~the delegates at an annual International convention~~ voting delegates. (7/1998)



Kiwanis®

3636 Woodview Trace, Indianapolis, IN 46268 USA

USA and Canada: 1-800-KIWANIS

Worldwide: +1-317-875-8755

www.kiwanis.org