Proposed Amendments and Resolutions

for consideration at the
99th Annual Kiwanis International Convention
July 18, 2014
To all Kiwanis clubs:           April 2014

Proposed amendments to the Kiwanis International Bylaws, as well as one administrative resolution, will be presented for action at the 99th Annual Kiwanis International Convention in Japan. Several important issues will be considered and voted on at the House of Delegates on Friday, July 18, 2014. 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. The present 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 wording ..................Each club may hold a program.
Proposed changes shown ...Each club may shall hold a an annual program.
New wording would be ......Each club shall hold an annual program.

We hope your club will ensure it is well represented by sending two delegates to the 2014 Kiwanis International convention. We look forward to seeing you there.

Sincerely,

Stan D. Soderstrom
Executive Director
Kiwanis International
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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) is seconded from the floor. The presiding officer then places the motion before the House for discussion. The club delegate may speak to the motion (or amendment) first. Note: Once a motion is placed before the House by the presiding officer, it is under the control of the House and does not belong to the delegate making the motion. For example, it cannot be withdrawn later without permission of the House.

Seconds to motions: It is not necessary to agree with a motion to second it. A second only implies that 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: 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.

Postponing or referring: 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.

Closing debate or calling 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. If the motion to close debate or call the question is approved, there will be an immediate vote on the pending motion.

Tabling a motion: A motion to table is used only in an emergency. A motion to table (or to “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 “Referring or postponing” 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 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.

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.
Proposed Amendment 1
Board Authority and Responsibility

Submitted by: The Kiwanis International Board of Trustees
Purpose: To restate the existing authority and responsibility of the Kiwanis International Board to comply with “best practices” for nonprofit organizations.
Effective date: Immediately
Vote required to adopt: 2/3

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

• In 2002, the United States government adopted the Sarbanes-Oxley Act designed to help prevent fraudulent accounting practices and to improve general governance and oversight. Several other nations have adopted similar reforms. Though nonprofit organizations are not bound by most of these mandates, many of the principles involved are equally relevant to nonprofit management, and many nonprofits have taken steps to adopt improved governance practices to assure membership and donor confidence. These are now commonly referred to as “best practices.”

• The Board recently reviewed Kiwanis’ governing documents to assure the organization complies with relevant “best practices.” As a result, the Board revised several policies and procedures, but one bylaw amendment is needed as well.

• The first sentence already exists in the Standard Form for District Bylaws regarding the district board. The same principle will now apply to the Kiwanis International Board as well.

• This amendment does not change the way the Board currently operates or give the Board any new authority.

Amend Article XIII by adding a new Section 6 and revising existing Sections 6 and 8, as follows:

ARTICLE XIII. BOARD OF TRUSTEES

Section 6. The management and control of the affairs of the organization not otherwise provided in these bylaws shall be vested in the Board of Trustees. The Board shall provide effective and ethical management of the organization in compliance with all applicable laws and the mission of the organization.

Section 6-7. The Board of Trustees shall define the policies and shall have full administrative authority in all matters of Kiwanis International. All policies adopted by the Board of Trustees shall be published in an official publication within one hundred and twenty (120) days following such adoption. (6/2010)

Section 7-8. 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. To change the interpretation, the proposer must provide the wording of the proposed change. (7/1998)

Section 8-9. The Board of Trustees shall establish and implement a long-range strategic plan for Kiwanis International. The plan, which shall be reviewed annually and revised as necessary. (6/1989)
**Proposed Amendment 2**

**Kiwanis International Trustee Vacancies**

**Submitted by:** The Kiwanis International Board of Trustees  
**Purpose:** To clarify provisions related to filling a vacancy in the office of Kiwanis International trustee.  
**Effective date:** Immediately  
**Vote required to adopt:** Majority

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

- In four of the last five years, Kiwanis International has been faced with vacancies in the office of Trustee. These events have brought to light unanticipated challenges in the Bylaws in trying to properly fill the positions.
- The Kiwanis International Board referred those challenges to a special task force, which recommended the following amendments to clarify the process and provide a smoother transition when it is necessary to fill a vacancy.

**Amend** Article XIX, Sections 5 and 6, and add a new Section 17, as follows:

**ARTICLE XIX. VACANCIES IN OFFICE**

**Section 5.** In the event of a vacancy in the office of Trustee during the administrative year, subject to the provisions for guaranteed representation, to fill such office, the Board of Trustees shall elect a qualified club member from the same region who shall serve until the end of the administrative year. If the vacant term extends beyond the current administrative year, an election to fill the vacancy for the remainder of the term shall be conducted by the region, and the person elected shall take office on October 1 after election.

**Section 6.** In case of any vacancy or vacancies, regardless of reason, occurring in the office of Trustee for one (1) year or more, thus necessitating the election of a Trustee for a term of one (1), two (2), or three (3) years, the vacancy or vacancies shall be filled in accordance with the following procedures: (6/1997)

a. The Executive Director shall inform the district governors within the appropriate region, as well as the President of the European Federation and the Chairman of Kiwanis Asia-Pacific when appropriate, of the said one-, two-, or three-year term. The person shall be selected to fill such vacancy pursuant to the provisions for selecting a guaranteed Trustee. (7/1998)

b. The presiding officer shall announce the total number and the term or terms of Trustees to be elected. The presiding officer shall also announce any vacancy or vacancies to be filled.

c. If there is only the same number of Trustee candidates as the total number to be elected and the Trustees are to be elected for different terms, the delegates shall vote for one (1) less than the total number of Trustees to be elected, no more or no less. (6/1997)
d. 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
Trustees for the announced number of three-year terms; and those nominees
receiving the next greater number of votes shall be declared elected Trustee(s) to fill
the two-year term or terms; and the nominees receiving the next greater number of
votes shall be declared elected Trustee(s) to fill the one-year term or terms, if any.
(6/1997)

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:

a. If the number of Trustee candidates equals the number of Trustees to be elected,
   including vacancies, and the Trustees are to be elected for different terms, the
delegates shall vote for one (1) less than the total number of Trustees to be elected, no
more or no less.

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.

Section 17. Any matters related to vacancies in office not addressed in these bylaws
shall be determined by the Board of Trustees, subject to relevant provisions.
Proposed Amendment 3
Flexibility of Publications Fund

Submitted by: The Kiwanis International Board of Trustees
Purpose: To eliminate the required separation of subscription funds to allow them to be applied to various printed, electronic and digital communication vehicles now commonly used by Kiwanis members.
Effective date: October 1, 2014
Vote required to adopt: Majority

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

• The Bylaws require that a restricted fund be maintained to receive all subscription and advertising revenues for official publications. All expenses for magazine and other official publications are charged to this fund.

• This is the only restricted fund mandated by the Bylaws. All other funds are administered according to the Kiwanis International Board’s authority.

• Various types of communication vehicles other than printed media make use of the same articles, stories, photography and other content, thus blurring the boundaries between the magazine and other communication methods. These include group emails, Web sites, smart phone and tablet applications, social media and more, all of which are now commonly used by many members.

• Removing the restriction on subscription and advertising funds will allow more flexibility for budgeting and expensing in all media categories, which will still include but not be limited to printed materials.

Amend Article XXI, Section 5, as follows:

Article XXI. Official Publications

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.
Proposed Amendment 4
Revisions to Standard Form for District Bylaws

Submitted by: The Kiwanis International Board of Trustees
Purpose: To provide greater flexibility in district operations, in agreement with proposed revisions to the Standard Form for District Bylaws.
Effective date: October 1, 2014
Vote required to adopt: 2/3

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

• The Kiwanis International Board appointed the Task Force on Governing Documents to, among other things, conduct a comprehensive review of the Standard Form for District Bylaws, with the goal of allowing more flexibility for districts within specified parameters.

• The task force has proposed revisions to the Standard Form for District Bylaws, but before they can be implemented, some provisions of the Kiwanis International Bylaws must first be amended. Those are reflected in this amendment.

Note: The Standard Form for District Bylaws should not be confused with the Standard Form for Club Bylaws, the latter of which was comprehensively updated in 2011.

Amend Article IX, Sections 3-7, 10-15, 18, and 21; and Article XIX, Sections 14-16, as follows:

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. If so provided in the district bylaws, districts may designate an existing office or an additional office, hereinafter referred to as vice-governor, that shall be the sole candidate for governor-elect. There may be an acting governor appointed as provided in these Bylaws. (6/2010)

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;

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 an active member in good standing of 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. (6/2010)
Section 5. The board of trustees of a district shall consist of the district governor, the governor-elect, the immediate past governor, the lieutenant governors of each division and/or the trustees of each region, the treasurer, and the secretary of said district.

The district board may also include:
- The vice-governor, if the district has one;
- 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;

If there shall be appointed an acting governor, as provided in these Bylaws, said acting governor shall be a member of the board of trustees, during the incapacity of the district governor. The district bylaw may provide for not more than two (2) additional past governors to be members of said board. (6/2010)

NOTE: The term “district board of trustees” shall be changed to “district board,” wherever it appears in the Kiwanis International Bylaws.

Section 6. District officers shall be elected in the following manner, as specifically provided in the district bylaws: (6/2010)

a. The district governor, governor-elect, and vice-governor (if any) shall be elected at the annual district convention. (6/2010)

b. The lieutenant governors shall be elected at a meeting of representatives of the clubs in their respective divisions called expressly for this purpose and held not later than the second week in April. (6/2010)

c. The trustees of each region shall be elected at a meeting of representatives of the clubs in their respective regions called expressly for this purpose and held between the first week of the administrative year and not later than May 15. (6/2010)

b. The lieutenant governors and trustees (if any) shall be elected by club delegates from their divisions or regions, respectively, at a meeting called expressly for this purpose, to be held not later than the annual district convention. (6/2010)

Section 7. Officer terms shall be generally as follows, as specifically provided in the district bylaws, or until said officer’s successor shall be duly elected and qualified. The terms of all district officers shall begin on October 1. (6/2010)

a. The governor, governor-elect, vice-governor (if any), secretary, and treasurer shall serve for the term of one (1) year. (6/2010)

b. Each lieutenant governor shall serve for a term of up to two (2) years. (6/2010)

c. Each district trustee shall serve for a term of up to three (3) years. (6/2010)

c. All other officers shall serve a term of one (1) year, unless otherwise specified in the district bylaws.

Section 10. The board of trustees of each district shall hold at least two (2) regular meetings for each administrative year, one (1) prior to October 31, at such times and places as designated by the governor, and another in connection with the district convention, at such time and place as shall be determined by said board of trustees, and may hold special meetings as provided in the district bylaws. If the first meeting shall be
Section 11. Each district shall hold an annual convention as provided herein, unless in any year the International Board of Trustees shall determine that there exists a condition of emergency in the district, and because of such an emergency the holding of such convention would not be practical, in which case the International Board of Trustees by further resolution shall have power to establish and fix provisions and procedures for transacting, by any means deemed best by such Board of Trustees, any or all business that would normally be transacted by and at such convention that compels cancellation of the annual district convention, in which case the Board shall notify Kiwanis International and district clubs immediately and shall determine one of the following methods to transact any and all business that was to be transacted at the annual convention, as soon as practical. The preference will be to reschedule the convention, if possible, or, alternatively, to call a meeting of all persons having the status of delegates-at-large at district conventions, a majority of whom shall constitute a quorum. (7/1988)

Section 12. 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. The district secretary shall notify each club in the district and the Executive Director of Kiwanis International at least sixty (60) days prior to the date of the annual convention. (1/2012)

Section 13. Each member club of a district in good standing with Kiwanis International and with said district shall be entitled in all conventions of its district to three (3) delegates, one (1) of whom shall be the president, said delegates to be selected and to have such powers as are prescribed in the district bylaws. All officers and past district governors of the district who are active members of a club in the district shall be delegates-at-large to all district conventions. (7/1998)

Section 14. Each district, through its convention, shall adopt bylaws that conform to the Kiwanis International Bylaws and the Standard Form for District Bylaws established by the International Board of Trustees, as adopted or amended. Any modification of or amendment to said district bylaws shall become effective only upon approval thereof by the Board of Trustees. Any amendments not in conformity shall not be effective until or unless approved by the Kiwanis International Board. Any questions regarding conformity shall be determined by the Kiwanis International Board.
Section 15. Within thirty (30) days after the close of a convention, or a meeting of the board of trustees, or a conference of the officers of a district, the district secretary shall send to the Executive Director of Kiwanis International a written report of the proceedings, actions taken, approved by the district governor. This report shall summarize the proceedings, provide a synopsis of all actions taken, and include copies of all adopted district bylaw amendments, resolutions, and recommendations. (7/1998)

Section 18. Each club within the territorial limits of a Kiwanis district and in good standing as defined by Kiwanis International shall be a member of said district, so long as such club continues to comply with these Bylaws and the district bylaws.

Section 21. All districts must comply with all governmental reporting requirements for finances, taxation, employment and any other areas of operation. Each district shall report regularly annually on its financial status to the Kiwanis International Board, and at such other times and including such information as requested by the Board. (6/2012)

ARTICLE XIX. VACANCIES IN OFFICE

Section 14. In the event of a vacancy in the office of district governor for any district during the administrative year, by a two-thirds (2/3) majority vote of the entire district board of trustees, the vacancy shall be filled by a past governor, current or past trustee (if any), or a current or past lieutenant governor, or a past lieutenant governor of that district who is an active member of a club in the district. However, in any year in which a condition of emergency compels the cancellation of the annual district convention, the district officers to be elected under the district bylaws at the annual convention shall be elected for the following year by a district council meeting held during the period provided for district conventions, such council to be comprised of the district board of trustees and other persons who would have had the status of delegates-at-large at the canceled convention. (10/1990)

Section 15. In the event of disability or inability of a governor-designate to serve for the year for which elected, as certified by the district governor and affirmed by a two-thirds (2/3) vote of the entire district board of trustees-designate, the district board of trustees-designate for said year shall proceed to elect a successor as prescribed in the district bylaws for filling vacancies in office during the administrative year. (6/1989)

Section 16. In the event that a district governor is temporarily incapacitated and unable to discharge the duties of the office, the district board of trustees shall elect by a two-thirds (2/3) majority vote of the entire district board of trustees, a past governor, current or past trustee (if any), or a current or past lieutenant governor, or a past lieutenant governor of that district who is an active member of a club in the district to become acting governor of the district until the district governor is able to reassume said duties. While the district governor is so incapacitated, the acting governor shall be the executive officer of the district and shall have all the duties, responsibilities, and authority given to the district governor by the bylaws of the district and the Bylaws of Kiwanis International. If, after a period of sixty (60) days, it shall appear to the district board of trustees that the district governor continues to be incapacitated and is not able to reassume the duties and responsibilities of the office, the district board of trustees may declare the office of district governor vacant and the vacancy shall be filled in accordance with the provisions for filling vacancies in office as prescribed in the district bylaws. (6/1989)
Proposed Amendment 5
Protection of Youth

Submitted by: The Kiwanis International Board of Trustees
Purpose: To establish stronger disciplinary provisions to help protect the entire Kiwanis organization and the youth we serve.
Effective date: October 1, 2014
Vote required to adopt: 2/3

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

• At the 2013 Kiwanis International convention, the Board proposed an amendment regarding “members whose behavior involves moral turpitude or whose behavior with minors is found to be illegal.” Discussion during the House of Delegates indicated confusion, primarily over what qualified as moral turpitude, and the amendment was referred back to the Board. After further consideration, the Board proposes this revised amendment.

• Kiwanis International requires clubs to address allegations of conduct unbecoming a member of the Kiwanis family. However, Kiwanis International currently cannot require a club to remove that member if he/she is found to have committed the alleged conduct, even if such conduct involves depraved or unacceptable behavior in relation to children or youth.

• The Kiwanis International Board has clearly defined such behavior in a new policy, as follows:
  “Depraved or unacceptable behavior in relation to children or youth” includes but is not limited to:
  ♦ Documented and confirmed inappropriate touching;
  ♦ Documented and confirmed inappropriate sexual or bullying conversations;
  ♦ Documented and confirmed behavior that would be considered contributing to the delinquency of a minor (such as alcohol or drugs); or
  ♦ A felony conviction involving children or youth.

• If a member is removed from a club for such behavior, Kiwanis currently has no way to prevent that member from joining another Kiwanis club and potentially causing more harm to the club or to others related to club activities.

• The new provision allows a club the first opportunity to discipline its own members. Kiwanis International would act only in the absence of appropriate club action when the member’s behavior is so contrary to the core values of Kiwanis that continued membership would significantly harm the organization.

• This change will significantly reduce the amount of risk faced by clubs and the organization and, especially, the potential harm to the youth we serve.
Amend Article VIII, Section 8, and add a new Section 9, as follows:

ARTICLE VIII. CLUB MEMBERS

Section 8. 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. (6/2012)

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. (6/2012)

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. (6/2012)

d. A club shall discipline any member whose conduct is determined to be conduct unbecoming a member of the Kiwanis family and shall report such conduct and discipline to Kiwanis International; 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. (6/2012)

Section 9. Depraved or Unacceptable Behavior

a. A club shall remove any member whose behavior in relation to children or youth is or has been depraved or unacceptable as defined by the Kiwanis International Board in policy and shall report such member and such behavior to the proper authorities immediately and to Kiwanis International.

b. If the club does not take such action, Kiwanis International may remove the member and the club may have its charter suspended or revoked for being out of compliance with accepted standards for Kiwanis clubs.

c. Kiwanis International shall bar from membership in a Kiwanis club any former, current, or prospective member whose behavior in relation to children or youth is or has been depraved or unacceptable.
Proposed Amendment 6
Directors and Officers Insurance

Submitted by: The Kiwanis International Board of Trustees
Purpose: To assure that every Kiwanis club in North America is protected from liability through affordable directors and officers insurance coverage (D&O).
Effective date: The Bylaws wording change would be effective immediately. Coverage for clubs would begin November 1, 2014.
Vote required to adopt: Majority

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

• Kiwanis clubs are regularly exposed to potential risk from the actions and decisions of their directors and officers. Clubs are strongly encouraged but not required to have directors and officers (D&O) insurance. Clubs without D&O insurance are fully exposed to risk.

• Clubs consistently ask why Kiwanis International does not purchase D&O coverage for them, similar to the general liability program. This proposal is in direct response to these requests.

• The general liability insurance provided by Kiwanis International covers only bodily injury and property damage. D&O liability insurance provides protection for directors, officers, committee chairpersons and members for liability and legal expenses arising out of the performance of their duties that may result in claims, such as wrongful dismissal, harassment, discrimination, defamation, unfair hiring/firing practices (including volunteers), failure to follow club bylaws, and violation of state/provincial and federal laws. D&O insurance also covers club foundations and service leadership program (SLP) members.

• Clubs and districts in the United States and Canada are at a higher risk due to the legal environment. Kiwanis International plans to make D&O insurance mandatory for all clubs and districts in North America, effective November 1, 2014 (the beginning of the policy year).

• Clubs can currently purchase D&O insurance through an optional program negotiated by Kiwanis International at a cost of US$500 per year per club. Under the new program, clubs will receive a rate of only US$4 per member; thus, an average-sized club with 28 members would pay only US$112 per year. This cost is significantly less than most clubs would have to pay to purchase coverage individually. Districts in North America will also purchase D&O coverage at a cost of US$800 per year, a savings of approximately US$300 per year.

• D&O premiums can be paid from service funds, if desired.
Amend Article XXIV, Section 1, as follows:

ARTICLE XXIV. INSURANCE AND INDEMNIFICATION

Section 1. The Board of Trustees, at its discretion, may purchase a comprehensive or limited general liability insurance programs and/or limited blanket accident medical insurance program for the protection of all clubs and Kiwanis-sponsored organizations in the United States and Canada and the members, volunteers, and employees of such clubs and Kiwanis-sponsored organizations. The Board of Trustees, at its discretion, may provide such insurance programs to other parts of the Kiwanis world. (4/1999)

Section 2. Clubs covered by such insurance shall be billed for premiums by Kiwanis International, pro rata, based on membership, for the cost of such insurance and administrative costs. Clubs may pay insurance premiums from either administrative or service funds. (6/2009)

Section 3. The Board of Trustees may provide, through insurance or otherwise, indemnification to the past and present Trustees, officers, employees, or agents of Kiwanis International to the extent permitted by the laws of the State of Indiana applicable to not-for-profit corporations. (10/1998)
ADMINISTRATIVE RESOLUTION
Online Voting for Kiwanis International Business

The following administrative resolution is submitted by the Kiwanis International Board of Trustees. A majority vote is required to adopt it. If adopted, it will be effective immediately, directing the Board to move forward as stated in the Resolved clauses.

WHEREAS: All Kiwanis clubs are members of Kiwanis International, charged with voting on the election of Kiwanis International Board members, amending the Kiwanis International Bylaws, and considering proposed resolutions on other matters.

WHEREAS: Only those clubs that send delegates to the Kiwanis International Convention have the opportunity to vote on these matters. Though Kiwanis International has approximately 7,500 clubs worldwide, only about 20 percent of clubs send delegates to the convention. Online voting would allow a greater number of clubs to participate, providing an equal voice for all clubs.

WHEREAS: Proper electronic voting methods would allow all Kiwanis clubs from all areas of the world to vote on business matters, thereby making the voting process more inclusive, better reflecting the diversity of our organization, and significantly reducing costs. It would also allow the programming of the Kiwanis International convention to be repurposed to focus on other areas of interest to members.

WHEREAS: The technology exists that would allow secure and reliable online voting by clubs via secret ballot.

THEREFORE, BE IT RESOLVED that the House of Delegates of the 99th annual Kiwanis International convention in Japan, on July 18, 2014, directs the Kiwanis International Board of Trustees to investigate the option of allowing all clubs worldwide to vote electronically to elect Kiwanis International Board members, to amend the Kiwanis International Bylaws, and to consider proposed resolutions. Such plan will include the necessary technology, an appropriate process and timetable, and steps to educate clubs and club members.

AND BE IT FURTHER RESOLVED that the Kiwanis International Board is directed to present its report to the House of Delegates at the 100th annual Kiwanis International convention in Indianapolis, Indiana, in 2015.