

# BYLAWS NEW ENGLAND DISTRICT OF KIWANIS INTERNATIONAL



## ARTICLE I. NAME AND TERRITORIAL LIMITS

Section 1. The name of this organization shall be the New England District of Kiwanis International.

Section 2. The territorial limits of this district shall be confined to the states of Maine, New Hampshire, Vermont, Massachusetts, Rhode Island and Connecticut, and the islands of Bermuda. Neither the district name nor territorial limits shall be changed unless permission shall first have been obtained from the International Board of Trustees.

## ARTICLE II. OBJECTS

Section 1. The objects of this district shall be:

- a) To seek within the district and through the clubs of the district the attainment of the Objects of Kiwanis International as set forth in the Constitution.
- b) To increase the fellowship and cooperative effort of the clubs within the district.
- c) To cooperate with Kiwanis International in building new clubs and membership in existing clubs, educating club members, and strengthening club services within the district.
- d) To promote participation of clubs in the general objectives, programs, and policies of the district and Kiwanis International.

## ARTICLE III. DIVISIONS

Section 1. The territory of this district shall be divided into 26 divisions.

Section 2. The territorial limits of these divisions shall be such as delineated from time to time by the District Board of Trustees.

## ARTICLE IV. MEMBERSHIP

Section 1. Every chartered Kiwanis club in this district shall be a member of this district.

Section 2. Any member club more than sixty (60) days in arrears for any indebtedness to Kiwanis International or to this district shall not be considered "in good standing".

Section 3. Any member club that fails for two (2) successive years to have at least one (1) delegate present at the annual district convention and, within thirty (30) days after a request by the District Board of Trustees to furnish a satisfactory excuse for such failure, shall not be considered "in good standing".

Section 4. To retain the privileges of district membership, a club must be "in good standing" as defined from time to time by the Kiwanis International Board of Trustees.

## **ARTICLE V. OFFICERS**

### Section 1. District Officers

- a) The officers of the district shall be the Governor, Governor-elect, Immediate Past Governor, Secretary, Treasurer, and a Lieutenant Governor for each division. After their election and before their assumption of office, all officers shall be known and designated by the titles of the offices to which they have respectively been elected followed by the term "designate".
- b) No offices other than those of Secretary and Treasurer may be combined in one person.
- c) If in any year the Immediate Past Governor ceases to be an active, senior, or privileged member in a club of the district, the active, senior, or privileged member who served as Governor most recently prior to the Immediate Past Governor shall automatically become the Immediate Past Governor.

Section 2. The terms of all district officers shall begin on the first day of October of each year and continue for one (1) year or until their successors shall be duly elected and qualified, with the exception that Lieutenant Governors may serve for a term of either one (1) or two (2) years as determined by each individual division at its election conference.

Section 3. Each district officer shall be an active, senior, or privileged member in good standing in a club of the district; and each Lieutenant Governor shall be an active, senior, or privileged member in good standing in a club in the division from which elected.

Section 4. Each district officer has the duty and responsibility to:

- a) Promote the Objects and objectives of Kiwanis International; and
- b) Promote the interests of the clubs within the district.

Section 5. The Governor has the further duties and responsibilities:

- a) Be the chief executive officer of the district.
- b) Under the direction and supervision of the International Board of Trustees, further the Objects of Kiwanis International and promote the interests of the clubs within the district.
- c) Preside at all conventions and meetings of the District Board of Trustees.
- d) Attend all Conventions, Conferences, and Council Meetings of Kiwanis International.
- e) Be an ex-officio member of all standing and special committees.

- f) Perform such duties and responsibilities as are currently prescribed or as may be amended in the future in the Constitution and Bylaws, the Kiwanis International Board Policies and Procedures, or the district bylaws.

Section 6. The Governor-elect has the further duties and responsibilities:

- a) Attend the training conference for governor-elect.
- b) Be responsible for the training of district officers-designate.
- c) Be responsible for the training of club officers and members at the district convention.
- d) Perform such duties and responsibilities as are currently prescribed or as may be amended in the future in the Constitution and Bylaws, the Kiwanis International Board Policies and Procedures, or the district bylaws.
- e) Carry out such other duties and responsibilities as usually pertain to such office or as may be assigned by the District Board of Trustees.

Section 7. The Immediate Past Governor shall perform such duties and responsibilities as usually pertain to such office or as may be assigned by the District Board of Trustees.

Section 8. The District Secretary has the further duties and responsibilities:

- a) Keep all records of the district.
- b) Assist the Governor and the District Board of Trustees in conducting the business of the district.
- c) Be the executive in charge of the District Office and its departments and, subject to the direction and control of the District Board of Trustees, select and supervise the staff and employees.
- d) Submit to the proper officers, committees, or persons, all communications received from Kiwanis International, and cooperate with the Governor in forwarding all reports required by Kiwanis International.
- e) Attend and keep the minutes of the meetings of the District Board of Trustees and the district conventions.
- f) Attend all Conventions of Kiwanis International, and if invited, attend meetings of the International Council.
- g) Keep the financial accounts and records and be responsible for proper internal control, procedures, including the receipt, deposit, and disbursement, of district and sponsored organization funds in the manner authorized and prescribed by the District Board of Trustees.
- h) At all times, make available for inspection by the Governor, the District Board of Trustees, or any authorized auditors, the financial accounts, records, and books of the district and its sponsored organizations.
- i) Make a report to the district at its annual convention and other such reports as directed by the Governor or the District Board of Trustees.

- j) Perform other such duties and responsibilities as usually pertain to such office or as may be assigned by the Governor or the District Board of Trustees.
- k) Give bond for the faithful discharge of the duties of such office, in such amount and with such sureties as are required by the District Board of Trustees.

Section 9. The District Treasurer has the further duties and responsibilities:

- a) Be a member of the Finance Committee.
- b) Regularly review and advise the District Board of Trustees on the financial condition of the district and its sponsored organizations.
- c) Make a report at the annual convention.
- d) Perform such other duties and responsibilities as usually pertain to such office or as may be assigned by the Governor or District Board of Trustees.
- e) Give bond for the faithful discharge of the duties of such office, in such amount and with such sureties as are required by the District Board of Trustees.
- f) No person shall hold the office of District Treasurer for a period in excess of two (2) one year terms, consecutively or otherwise.

Section 10. The Lieutenant Governors have the further duties and responsibilities:

- a) Assist the Governor in the work of the district.
- b) Represent the Governor and, under the direction of the Governor, supervise the district executive work in their respective divisions.
- c) Perform such other duties and responsibilities as usually pertain to such office or as may be assigned by the Governor or District Board of Trustees.

## **ARTICLE VI. BOARD OF TRUSTEES**

Section 1. The District Board of Trustees shall consist of the Governor, Governor-elect, Immediate Past Governor, Secretary, Treasurer, and Lieutenant Governors. The District Secretary shall be a member of the District Board of Trustees, but shall be without vote.

Section 2. The management and control of the affairs of the district not otherwise provided for in these bylaws shall be vested in the District Board of Trustees, subject to the supervision and control of the International Board of Trustees.

Section 3. The District Board of Trustees shall hold at least two (2) meetings during each year, one prior to October 31 at such time and place as designated by the Governor, and another in connection with the district convention at such time and place as shall be determined by the board. If the first meeting is held prior to October 1, any action taken shall become effective on October 1.

Section 4. A special meeting of the District Board of Trustees may be called by the Governor or two-thirds (2/3) of the voting members of the entire Board or the District Secretary. The Board of Trustees may conduct business at special meetings without physically meeting together by any method that allows all participants to simultaneously communicate with one another. Participation in such meeting constitutes attendance. Normal board meeting rules and processes apply. Any

voice votes not clearly reflecting the necessary number must be taken individually; however, only adoption or failure must be included in the minutes. If written votes are desired, they may be made by e-mail, fax, or postal mail within a designated period of time following the meeting, as determined by the board.

Section 5. The District Secretary shall notify each member of the District Board of Trustees and the Executive Director of Kiwanis International, in writing, of the time, place, and date of any meeting at least three (3) weeks in advance of the date of such meeting.

Section 6. In the absence of the Governor (or Acting Governor) from a meeting, the District Board of Trustees shall designate one of its members to act as chairman.

Section 7. One-half (1/2) of the total voting members of the District Board of Trustees shall constitute a quorum, and a majority of those present and eligible to vote, shall decide any question, with the exception of those questions for which a greater proportion is specifically required in these bylaws.

Section 8. Within thirty (30) days after any special or regular meeting of the District Board of Trustees, the District Secretary shall make a written report, as approved by the Governor, providing a synopsis of the actions taken and transmit the report to the Executive Director of Kiwanis International, and to each member of the Board of Trustees. A copy of the report shall either be sent to the secretary of each chartered club within the district or be published in the next district bulletin.

#### **ARTICLE VII. COMMITTEES**

Section 1. The titles, structure, and duties of district standing committees shall be those defined by the International Board of Trustees and set forth in appropriate documents of Kiwanis International.

Section 2. Each standing committee shall at all times cooperate with the appropriate Committee of Kiwanis International and promote programs suggested by the Governor and shall perform such duties as may be defined in their creation.

Section 3. Subject to the approval of the District Board of Trustees, special committees may be appointed by the Governor and shall perform such duties as may be defined in their creation.

Section 4. All committee members shall be subject to removal by the Governor.

#### **ARTICLE VIII. CONVENTIONS**

Section 1. The annual convention of the district shall be held at such place and date, between March 15 and September 15, as shall be mutually agreed upon by the District Board of Trustees and the International Board of Trustees, except that no district convention shall be held within the period of thirty (30) days prior to, during, or thirty (30) days following the Convention of Kiwanis International. In determining the location of an annual convention, the District Board of Trustees may be guided and advised by the majority vote of the qualified delegates present and voting at an annual convention.

Section 2. An invitation from any chartered club for holding an annual convention in its city shall be delivered in writing to the District Secretary.

Section 3. Special conventions of the district shall be called by the Governor upon the request of a majority of the chartered clubs in good standing, or upon the request of three-fourths (3/4) of the members of the District Board of Trustees, eligible to vote.

Section 4. The District Secretary shall mail to each chartered club and to the Executive Director of Kiwanis International an official call to the annual convention at least sixty (60) days prior to the date of the convention, and an official call for any special convention at least thirty (30) days prior to the date of such convention. The District Board of Trustees shall have full supervision and management of all conventions.

Section 5. For each convention, the Governor shall appoint a Committee on Credentials and a Committee on Elections, each to consist of at least five (5) members. All members of the Committee on Elections shall be delegates or delegates-at-large. Three members of each of the foregoing committees shall constitute a quorum.

Section 6. At any convention, each chartered club in good standing in the district shall be entitled to seat up to three (3) delegates. Two (2) of the delegates should be the club president and president designate. To assure proper representation, each chartered club may choose up to three (3) alternate delegates.

Section 7. Official delegates of a newly organized Kiwanis club shall be granted full privileges at district conventions after the charter has been approved by the Board of Trustees of Kiwanis International, even if it has not been formally presented to such club.

Section 8. The delegates and their alternates shall be active, senior, or privileged members in good standing of the chartered clubs they represent, and shall be elected by such clubs not less than thirty (30) days prior to the date of the annual convention or less than fifteen (15) days prior to the date of any special convention. Their election shall be evidenced by a certificate to the District Secretary duly authenticated by the president and secretary of the club. Should any chartered club fail to so certify the election of its delegates and alternates, then the Committee on Credentials shall have the right to determine the seating of the delegates or alternates for such chartered club.

Section 9. All officers and Past Governors of the district who are active, senior, or privileged members of a Kiwanis club of the district shall be delegates-at-large to all district conventions. Also, a Past Lieutenant Governor may represent any one club in their present division not otherwise represented by three delegates, provided that the Past Lieutenant Governor is a member of a Kiwanis club in good standing and the club within the division has chosen them as a delegate at a duly held Board Meeting of such club. Lieutenant Governors-designate shall be Delegates-at-Large to the Annual District Convention.

Section 10. Each accredited delegate and delegate-at-large present shall be entitled to vote on each question submitted to any convention. There shall be no voting by proxy or absentee ballot. To be accredited, a delegate or delegate-at-large must be certified according to the provision of these bylaws and must have paid a convention registration fee, if such is required.

Section 11. The District Board of Trustees may establish uniform convention registration fees to be paid by all persons attending any convention of the district. The proceeds derived from such registration fee and one dollar (\$1.00) from dues paid by each member shall be allocated to a functions fund and shall be expended solely upon approval of the Board.

Section 12. The convention may propose, discuss, and adopt resolutions, and recommend matters or concerns to Kiwanis International. The convention shall also consider and act upon matters submitted to it by Kiwanis International.

Section 13. In the absence of the Governor (or Acting Governor) from any convention of the district, the District Board of Trustees shall designate the Governor-elect, the Immediate Past Governor, or a Lieutenant Governor to act as chairman.

Section 14. A quorum at any convention of the district shall comprise the official delegates present, and representing not less than one-third (1/3) of the total number of clubs within the district.

Section 15. Within thirty (30) days after any convention, the District Secretary shall make a written report, as approved by the Governor, providing a complete synopsis of the actions taken and shall transmit the report to the Executive Director of Kiwanis International. A copy of the report shall be sent to each member of the Board of Trustees. A copy shall also be sent to the secretary of each chartered club within the district or published in the next district bulletin.

Section 16. In the event that in any year the District Board of Trustees shall determine by resolution that there exists a condition of emergency in the district that compels cancellation of the annual district convention, the Board shall then establish procedures to transact any and all business that would normally be transacted by and at such convention. The preference will be to call a council meeting to be held during the period provided for district conventions. Such council shall be comprised of the Board and other persons having the status of delegates-at-large to all district conventions.

## **ARTICLE IX. CONVENTION PROCEDURE**

Section 1. The official program of a convention as approved by the District Board of Trustees shall be the order of the day for all sessions. Changes in the program may be made from time to time by a majority vote of the delegates and delegates-at-large present and voting.

### Section 2. Resolutions

- a) Proposed resolutions may be submitted by majority vote of a club's board of directors to the District Secretary not less than thirty (30) days prior to the date of the district convention. Proposed resolutions may also be submitted by the District Board of Trustees or originated by the Committee on Resolutions.
- b) All proposed resolutions shall be referred to the Committee on Resolutions for its consideration and recommendation to the convention. No resolutions other than those so submitted to or originated by the Committee on Resolutions shall be considered unless consideration thereof shall be recommended by two-thirds (2/3) vote of the District Board of Trustees or two-thirds (2/3) vote of the members of the convention present at any session. Debate on such resolutions shall not be in order until the Committee on Resolutions or the Board has reported them out.

Section 3. 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 Kiwanian shall speak longer than five (5) minutes at one time, except as provided in the order of the day or by a majority vote. 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.

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

### Section 1. Officers Other than Lieutenant Governors

- a) The election of officers, except the District Secretary and the Lieutenant Governors, shall be held at the annual convention

- b) No person shall be nominated for the offices of Governor or Governor-elect unless that person has been a member of Kiwanis International for at least the past five years continuously, and shall have been a past president of a Kiwanis Club, and has completed at least one term as the Lieutenant Governor of a Division.
- c) The District Secretary shall be appointed by the Governor-designate, with the approval of the District Board of Trustees-designate.
- d) The official program of the annual convention shall indicate the time and place of the election of officers.
- e) The nominating and election procedures for officers to be elected at the annual convention shall be as follows:
  - (1) The Governor-elect shall be the sole candidate for the office of Governor.
  - (2) All candidates for the offices of Governor, Governor-elect and Treasurer must submit written notice of candidacy to the District Secretary no later than the beginning of the first business session of the annual convention. At that session, the Secretary shall make a report of the candidates giving such notice. All candidates for the office of Governor-elect shall submit a signed agreement to Kiwanis International to fulfill their duties.
  - (3) A majority of all valid votes cast for each position shall be necessary for the election of the Governor and Governor-elect and Treasurer. In the event that any ballot cast for Governor or Governor-elect or Treasurer does not show a majority for any nominee for the foregoing offices, the Governor 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 a nominee shall have received a majority of all valid votes cast.
- f) 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. There shall be no voting by proxy or absentee ballot.
- g) Nothing in this Article shall be construed as limiting the right to make further nominations from the floor of the convention.
- h) Cumulative voting shall not be permitted.

## Section 2. Committee on Elections

- a) Before the election, the District Secretary shall make available to the Committee on Elections a list of the delegates and delegates-at-large as shown by the report of the Committee on Credentials.
- b) The Committee of Elections shall have general charge of the election and of distributing and counting the ballots.
- c) The Committee on Elections shall report promptly to the convention the results of the balloting and the report shall be signed by a majority of the committee.

## Section 3. Election of Lieutenant Governor and Lieutenant Governor-elect.

- a) The Lieutenant Governor of each division shall hold, not later than the second week in April preceding the expiration of the current Lieutenant Governor's term, a conference for the purpose of electing a Lieutenant Governor and a Lieutenant Governor-elect. The time and place of this conference shall be designated by the Lieutenant Governor. Written notice shall be sent, not later than 10 days prior to the conference, to the president of each club in the division, and to all Past Governors and Past Lieutenant Governors of that division who are active, senior, or privileged members of a club in the division, and to the District Administrative Secretary.
- b) The personnel of the conference shall be the president and immediate past president of each club in the division, or their duly elected alternates, the Lieutenant Governor of the division, and all Past Governors and Past Lieutenant Governors of that division who are still active, senior, or privileged members of a club in the division.
- c) The representatives present, representing not less than two-thirds (2/3) of the clubs of the division, shall constitute a quorum at the conference, and each club shall have one (1) vote for each representative present. The Lieutenant Governor and the Past Governors and Past Lieutenant Governors in attendance at the conference shall have the privilege of the floor without the right to vote, except in the event of a tie vote, in which case the Lieutenant Governor shall be entitled to vote.
- d) The Immediate Past Lieutenant Governor shall be the chairman of the conference or, if absent, the immediate predecessor, and so on. In the absence of a Past Lieutenant Governor, the conference shall elect one of its members as chairman. The conference shall elect one of its members as secretary, and such tellers as may be necessary. The conference shall determine, by majority vote, prior to elections, whether the Lieutenant Governor and the Lieutenant Governor-Elect will be elected to one year or two year terms.
- e) No person shall be nominated as a candidate for Lieutenant Governor who will not have been a Past President or a Past Secretary of a Kiwanis Club, unless the Board of Trustees shall, due to the absence of a candidate having such qualifications, otherwise permit.
- f) Upon completion of organization as above outlined, the conference shall proceed to elect a Lieutenant Governor and a Lieutenant Governor-elect. The current Lieutenant Governor-elect shall be the sole candidate for the office of Lieutenant Governor. However, nothing shall preclude additional nominations from the floor. A majority of all votes cast for each office shall be necessary for elections. In the event that no candidate receives a majority of the valid votes cast, a new election shall take place immediately, and the person receiving the fewest number of votes shall be eliminated. This procedure shall be followed until one person receives a majority vote. No person shall be submitted to the conference as a candidate for Lieutenant Governor or Lieutenant Governor-elect without the consent of said person first being obtained. Each candidate for Lieutenant Governor shall give assurances of a willingness and ability to carry out the duties and responsibilities of the office of Lieutenant Governor, to attend the leadership education conferences and to officially visit the clubs of the division.
- g) A Lieutenant Governor-elect is not a district officer.
- h) The division conference shall be guided by the principles, traditions, and precedents of Kiwanis International in its election of officers, and particularly consider the ability, the service, and experience in Kiwanis of a proposed candidate.
- i) The Lieutenant Governor shall certify the results of the election to the District Secretary and Kiwanis International immediately following the conference.

## **ARTICLE XI. VACANCIES IN OFFICE**

Section 1. In the event of a vacancy in the office of Governor, during an administrative year, by a two-thirds (2/3) vote of the voting members of the entire District Board of Trustees, the Board shall elect a Past Governor, Lieutenant Governor, or Past Lieutenant Governor who is an active, senior, or privileged member of a Kiwanis club in the district to become Governor for the unexpired term.

Section 2. In the event of a vacancy in the office of Governor-elect or Treasurer during an administrative year, the vacancy for the unexpired term shall be filled by the District Board of Trustees, by a two-thirds (2/3) vote of the voting members of the entire District Board, from the Lieutenant Governors or Past Lieutenant Governors who are active, senior, or privileged members of Kiwanis clubs in the district.

Section 3. In the event of a vacancy in the office of Secretary during the administrative year, the Governor shall appoint a qualified member of a chartered club of the district to fill that office for the unexpired term. This appointment shall be subject to the approval of the District Board of Trustees at its next meeting.

Section 4. In the event of a vacancy in the office of Lieutenant Governor during an administrative year, the Governor shall notify the presidents of the affected division that a replacement Lieutenant Governor may be elected by a conference of the division within thirty (30) days from the date of such vacancy. In the absence of a replacement being elected by a division conference, the Governor shall appoint a qualified member of a chartered club in the same division to fill the office for the unexpired term, which appointment shall be subject to the approval of the District Board of Trustees at its next meeting.

In the event that a division does not elect a Lieutenant Governor no later than the second week in April in accordance with Article X Section 3, then prior to October 1, the Governor Elect shall notify the presidents of the clubs in the affected division and the Governor Elect may appoint a qualified member of a club in the same division to fill the office, which appointment shall be subject to the approval of the District Board of Trustees Designate. If no Lieutenant Governor has been nominated and approved prior to October 1, then the Governor and the Board of Trustees may appoint a Lieutenant Governor for that division following the same procedures.

Section 5. In the event after election and before October 1 of disability or inability of the district officer to serve for the year for which elected, the District Board of Trustees-designate for said year shall proceed forthwith to appoint or elect the successor in the manner provided for filling vacancies in office during the administrative year. The Governor-designate shall give reasonable notice of the time and place of such election and, if absent or disabled, the Governor of the district shall act.

Section 6. In the event that the Governor is temporarily incapacitated and is unable to discharge the duties of the office, the District Board of Trustees shall elect, by a two-thirds (2/3) vote of the voting members of the entire District Board, a Past Governor, Lieutenant Governor, or Past Lieutenant Governor who is an active, senior, or privileged member of a Kiwanis club in the district to become Acting Governor until the Governor is able to resume the duties of the office. While the Governor is incapacitated, the Acting Governor shall be the executive officer of the district and shall have all the duties, responsibilities, and authority given to the Governor by these bylaws and the Constitution and Bylaws of Kiwanis International. If, after a period of sixty (60) days, it appears to the Board that the Governor continues to be incapacitated and is not able to resume the duties and responsibilities of office, the Board may declare the office of Governor vacant and the vacancy shall be filled in accordance with the provision for filling vacancies in such office as contained in these bylaws.

## **ARTICLE XII. REMOVAL OF OFFICERS**

Section 1. Whenever it shall appear to the Governor or majority of the District Board of Trustees that an officer may be engaging in conduct unbecoming a Kiwanian or is failing to perform the duties of that office, the District Board shall give written notice of the alleged facts to the officer within thirty (30) days.

A special meeting of the Board to consider the alleged facts shall be held within thirty-five (35) days thereafter, with at least twenty-one (21) clear days written notice being given to all members of the Board of such meeting. Service of such notice shall be deemed effective five (5) days after such notice is mailed. In the event that the Board, by two-thirds (2/3) vote of the voting members of the entire Board, finds that an officer has engaged in conduct unbecoming a Kiwanian, or is not performing the duties of such office and declares such office vacant, a new officer to fill such vacancy shall be elected or appointed forthwith as provided in these bylaws.

## **ARTICLE XIII. PUBLIC ACTIVITIES**

Section 1. The district may, from time to time, express by proper means its attitude on questions of public importance and any proposed legislation affecting communities within the territory of the district, provided that no Kiwanis clubs outside the district are affected by the same.

Section 2. When Kiwanis clubs outside the district are affected by any such public question or proposed legislation, before expressing any opinion, the district shall refer the matter, with its recommendations, to the International Board of Trustees. Upon approval of the recommendation by the International Board, the district may publicly express its opinion through legal and proper means.

Section 3. The district shall not be used in any way for political purposes, nor shall it as a district actively participate in the political candidacy of any person.

Section 4. Notwithstanding Sections 1, 2, and 3 above, no substantial part of the activities of the district shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the district shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 5. No Kiwanis club, Kiwanian or affiliated Kiwanis Organization in the New England District of Kiwanis International, except the Kiwanis Foundation of New England, Inc which is governed by its Board of Directors, shall employ the services of a professional Fund raising group or organization, for the purpose of raising funds from the General Public for Kiwanis or Kiwanis Activities without first having the agreement or contract for services approved by the Board of Trustees of the New England District of Kiwanis International or its representatives. The Board of Trustees of the New England District of Kiwanis International shall establish the criteria on which to judge the suitability of professional fundraisers or organizations. This article of the Bylaws shall be strictly enforced to protect the good name and trademarks of Kiwanis International, including but not limited to placing such club violating this bylaw on "Not in Good Standing" status in accordance with the constitution, bylaws, policies and procedures of Kiwanis International.

## **ARTICLE XIV. REVENUE**

Section 1. Each member club shall pay to the district for each of its members, with the exception of honorary members, the sum of \$25.00 per annum as dues. The total amount shall be due annually on October 1, payable at the same time as payment of International Dues, not later than sixty (60) days thereafter, and is to be based upon the annual membership report of the respective clubs to Kiwanis International as of September 30. The total amount shall include all

district charges other than the new member add fee and registration fees for district conventions and conferences.

PROVISO: Between October 1, 2010, and October 1, 2012:

- For clubs organized between September 1 and December 31:
    - For the year 2010-11, payment shall be based on the club roster as of September 30, 2010, and shall be due October 1, 2010, and payable no later than November 30, 2010.
  
  - For clubs organized between January 1 and April 30:
    - For the year 2010-11, payment shall be based on the club roster as of Sept. 30, 2010, and shall be due December 1, 2010, and payable no later than January 31, 2011;
    - For the year 2011-12, payment shall be based on the club roster as of September 30, 2011, and shall be due October 1, 2011, and payable no later than November 30, 2011.
  
  - For clubs organized between May 1 and August 31:
    - For the year 2010-11, payment shall be based on the club roster as of Sept. 30, 2010, and shall be due February 1, 2011, and payable no later than March 31, 2011;
    - For the year 2011-12, payment shall be based on the club roster as of Sept. 30, 2011, and shall be due December 1, 2011, and payable no later than January 31, 2012;
    - For the year 2012-13, payment shall be based on the club roster as of September 30, 2012, and shall be due October 1, 2012, and payable no later than November 30, 2012.
- a) A club shall be relieved of any obligation to pay district dues for any club member for a period of two (2) years from the date of joining that club, provided such member was a former member of Key Club or Circle K. The financial obligations to said member's local club shall remain payable.

Section 3. New member add fees, as established by the house of delegates, shall be paid to the district in the amount of six (\$6.00) dollars.

Section 4. Registration fees for district conventions and conferences, as established by the District Board of Trustees, shall also be paid to the district.

Section 5. The dues to be paid to the district by any new club admitted to membership during any fiscal year shall be prorated according to the unexpired portion of the fiscal year in which said club was completed.

Section 6. No financial obligation other than revenues provided in this Article shall be placed upon the clubs by the district, except:

- a) By a two-thirds (2/3) vote of the delegates at a convention; or
- b) By a two-thirds (2/3) vote upon a referendum submitted to all clubs of the district, and with the approval of the International Board of Trustees.

Section 7. Kiwanis Foundation of New England, Inc.

- a) The Kiwanis Foundation of New England, Inc. is hereby recognized as the principal charitable body of the New England District of Kiwanis International.

- b) The Board of Trustees of the New England District of Kiwanis International shall forward all sums collected on behalf of the Kiwanis Foundation of New England Inc. and Kiwanis International Foundation, Inc. to the Treasurer of the respective foundations within fourteen (14) days of receipt.
- c) Each club in the New England District shall have a committee entitled "New England Foundation Committee" composed of not less than three (3) members, one of whom shall be designated as the Club Foundation Representative. The name of the person designated as the Club Foundation Representative shall be reported to the District Office prior to October 1<sup>st</sup> of each year.

**ARTICLE XV. FINANCE**

Section 1. The fiscal year of the district shall begin on October 1 and terminate on the following September 30.

Section 2. Not later than October 15, the District Board of Trustees shall approve a budget of estimated revenues and expenses, including capital expenditures, for the year.

Section 3. The books of account of the district shall be audited at least once each administrative year by an independent auditing firm selected by the District Board of Trustees. A copy of the audit report shall be sent to the Executive Director of Kiwanis International by March 31 and to members of the current Board of Trustees.

Section 4. The audit must be certified.

Section 5. The District Board of Trustees shall determine the official depository or depositories, which shall either be state or federally insured, and in which all district funds shall be deposited through the District Office, and shall designate those persons who shall sign checks.

Section 6. The necessary traveling expenses of all district officers when engaged in the business of the district may be paid by the district in accordance with the provisions of the budget.

Section 7. The necessary expenses of the Governor incurred in attending the Convention, Council, and any conference of Kiwanis International may be paid by the district.

**ARTICLE XVI. NATIONAL OR LOCAL REQUIREMENTS**

Section 1. Provisions required by national or local laws are as follows: [list provisions, if any]:

NONE

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**ARTICLE XVII. OTHER AUTHORITIES**

Section 1. For authority on all matters not specifically covered by these by laws, the following documents, current or as amended in the future, shall be consulted in order of priority to determine such matters:

First- Kiwanis International Constitution and Bylaws  
Second- Kiwanis International Policies and Procedures

#### **ARTICLE XVIII. PARLIAMENTARY AUTHORITY**

Section 1. *“Robert’s Rules of Order Newly Revised”* shall be the parliamentary authority for all matters of substance or procedure not specifically covered in these bylaws.

#### **ARTICLE XIX. AMENDMENTS**

Section 1. Amendments to these bylaws, if in conformity with the Constitution and Bylaws of Kiwanis International, may be adopted by a two-thirds (2/3) vote of the delegates and delegates-at-large voting at any convention. Proposed amendments, which shall be submitted only by a club in good standing or by the District Board of Trustees, shall be received by the District Secretary at least sixty (60) days prior to the date of the convention. The Secretary shall send a copy of all proposed amendments to the secretary of each chartered club not less than thirty (30) days prior to the date of the convention.

Section 2. If these bylaws are in conflict with the Kiwanis International Constitution and Bylaws, current or as amended in the future, this district shall amend these bylaws to bring them into conformity with the Kiwanis International Constitution and Bylaws.

#### **ARTICLE XX. NOT FOR PROFIT ORGANIZATION**

Section 1. This district shall operate as a not-for-profit organization incorporated within the laws of the Commonwealth of Massachusetts.

#### **ARTICLE XXI. SEVERABILITY**

Section 1. In the event that any provision of these bylaws is held invalid, all other provisions shall remain in effect.

#### **ARTICLE XXII. APPROVAL OF KIWANIS INTERNATIONAL**

Section 1. These bylaws and all amendments or additions, including any districting, redistricting, or grouping of clubs, shall not be effective unless approved by the International Board of Trustees.

**Approved by the New England District of Kiwanis International:**

With Amendments:

August 21, 2010 \_\_\_\_\_ (date)

David Koohy \_\_\_\_\_ District Governor

Frank Dennett \_\_\_\_\_ District Secretary

**Approved by Kiwanis International:**

October 14, 2010 \_\_\_\_\_ (date)

Note: Two (2) copies of these bylaws and/or any amendments shall be forwarded to the Executive Director of Kiwanis International and one copy will be returned to the district with noted approval.