

# NEW YORK DISTRICT



## KIWANIS INTERNATIONAL INC.

# Bylaws

Last Approved Amendment: August 2009, Albany

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**BY-LAWS OF THE  
NEW YORK DISTRICT KIWANIS OF KIWANIS INTERNATIONAL, INC.**

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# NEW YORK DISTRICT BYLAWS

## Article I

### NAME AND TERRITORIAL LIMITS

**Section 1.** The name of this organization shall be the New York District, Kiwanis International, Inc.

**Section 2.** The territorial limits of this District shall be confined to New York State. These shall be changed only with approval of the Board of Trustees of Kiwanis International.

## Article II

### OBJECTS

**Section 1.** The Objects of this District shall be:

*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. To increase the fellowship and cooperative effort of the clubs within the District. To cooperate with Kiwanis International building new clubs and in educating and strengthening clubs within the District. To promote participation of the clubs of the District in the general objectives, program and policies of the District and of Kiwanis International.*

## Article III

### DIVISIONS

**Section 1.** The territory of this District shall be divided into as many divisions as the District Board of Directors shall determine.

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

## 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 be considered not in good standing.

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

**Section 4.** A chartered club may participate in lotteries, raffles, drawings or other games of chance provided they are not contravention of the laws, mores, custom and traditions of New York State or of the municipality in which the club exists. Such authority to do so does not constitute official endorsement of such activities by Kiwanis International or the New York District. Nothing contained in this section shall permit any club, by its activities, to impugn the good name of Kiwanis. Should violations occur, appropriate disciplinary action may be taken in accordance with the By-laws of Kiwanis International.

**Note:** (Lotteries, raffles and drawings are in New York State at the present date licensed service organizations may operate bingo or other specific games of chance when permitted by local municipal law).

## Article V

### OFFICERS

**Section 1.** The officers of the District shall be a Governor, a Governor-Elect, the Immediate Past Governor, next most recent Past Governor, a Lieutenant Governor for each Division, a Treasurer and a Secretary. If in any year the Immediate Past Governor ceases to be an active, privileged, or senior member in a club of the District, the active, privileged or senior member who served as District Governor most recently prior to the Immediate Past Governor shall automatically become the Immediate Past Governor. No offices, other than those of Secretary and Treasurer, may be combined in one person.

**Section 2.** Each officer shall be an active, privileged, or senior member in good standing in a club of the District; and each Lieutenant Governor shall be a member of a club in the division from which he/she is elected.

**Section 3.** The terms of all 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.

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

- (a) The Governor shall be the executive officer of the District and shall preside at all conventions and at all meetings of the Board of Directors. He/She shall be an ex-officio member of all standing and special committees. Under the direction and supervision of the Board of Trustees of Kiwanis International, the Governor shall have the duty of furthering the Objects of Kiwanis International and of promoting the interests of the clubs within the district. It shall be his/her duty to attend any convention of Kiwanis International.
- (b) The duties of the Governor-elect shall be to assist the Governor in the work of the District when requested by the Governor and to perform such other duties as may be assigned to him/her from time to time by the Board of Directors.
- (c) The Lieutenant Governors shall assist the Governor in the work of the District. They shall represent the Governor and shall have full responsibility under the direction of the Governor in supervising the District executive work in their respective Divisions. The Lieutenant Governors shall also perform such other duties as may be assigned to them by the Governor or the Board of Directors.
- (d) The Treasurer shall have custody of and keep up-to-date all books of account of the District and shall receive from the Secretary bank receipts indicating the deposit of all funds of the District received by the Secretary and deposited in the official depositories of the District. He/She shall receive all bills, accounts and claims, and shall disburse District funds except reserve funds hereinafter described, in the manner authorized by the Board of Directors. His/Her designated substitute shall sign all checks. His/Her accounts and books shall at all times be open to the inspection of the Governor the Board of Directors, the District Finance Committee and any authorized auditor. He/She shall make a report of the financial condition of the District at the annual District convention and at such other times as the Governor or Board of Directors may require. He/She shall give a good and sufficient bond and in an amount set by the Board of Directors.

- (e) The Secretary shall keep all records of the District and minutes of the convention and of the meetings of the Board of Directors. He/She shall collect all funds due the District and shall promptly deposit the same in one of the official depositories of the District and transmit to the treasurer bank receipts for all deposits. He/She shall submit a report to the Annual District Convention and at such other times as the Governor or the Board of Directors may require. He/She shall submit to the proper officials and committees all communications received from Kiwanis International. He/She shall cooperate with the Governor and Governor-elect in forwarding all official reports required by Kiwanis International. He/She shall perform such other duties as may be assigned to him/her by the Governor or the Board of Directors. He/She shall give a good and sufficient bond and in an amount set by the Board of Directors.
  
- (f) The Assistant Secretary shall understudy and assist the District Secretary in district administrative work as assigned to him/her by the District Secretary. He/She shall perform such other duties as may be assigned by the Governor or District Board, The Assistant Secretary is not a District Officer. He/She shall be bonded in an amount set by the Board of Directors.

## **Article VI**

### **BOARD OF DIRECTORS**

**Section 1.** The Board of Directors shall consist of the Governor, the Governor-elect, the Immediate Past Governor, the several Lieutenant Governors, and the next most recent Past Governor who shall be a member in good standing of a Kiwanis Club within the District.

**Section 2.** The management and control of the affairs of the District not otherwise provided for in these Bylaws shall be vested in the Board of Directors, subject to the direction of the Board of Trustees of Kiwanis International.

**Section 3.** The Board of Directors shall hold at least three (3) meetings for each administrative year at such time and place as are designated by the Governor. If the first meeting shall be held prior to October 1, any action taken shall become effective on October 1. At the first meeting of the District Board of Directors, the District Secretary, Assistant Secretary and the District Treasurer shall be appointed by such Board. The Board of Directors shall have the authority to enter into employment agreements for more than one (1) year, provided that said agreement is first approved by a majority of the delegates at its annual District Convention.

**Section 4.** A special meeting of the Board of Directors may be called by the Governor, or in his/her absence or disability, by the Immediate Past Governor and such meeting shall be called upon written request of one third (1/3) of the Board of Directors.

**Section 5.** The Secretary shall notify each member of the Board of Directors and the Secretary of Kiwanis International, in writing of the time, place, and date of any meeting at least two (2) weeks in advance the date of such meeting

**Section 6.** In the absence of the Governor or Acting Governor (if one there be) from a meeting, the next most recent Past Governor beginning with the Immediate Past Governor shall preside. In the Absence of any Past Governor, the Board of Directors shall designate one of its members to act as chairman.

**Section 7.** One half (1/2) of the total members of the Board of Directors shall constitute a quorum, and a majority vote of those present 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 Board of Directors, the Secretary shall make a report of the proceedings of the meeting, comprising a complete synopsis of all action taken, and shall transmit a copy thereof to the Secretary of Kiwanis International, a copy to each member of the District Board of Directors, and a copy on written request, received from the president or the secretary of any chartered club within the District.

## **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 Committee among the clubs of the district.

**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. Such Committees shall consist of at least three (3) members. Each Committee shall be responsible to the Governor and shall make such reports as he/she may direct. All Committee members shall be subject to removal by the Governor.

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

## **Article VIII**

### **DISTRICT CONVENTIONS**

**Section 1.** The annual convention of the District shall be held at such place and date between the fifteenth day of March and the fifteenth day of September, except that no District convention shall be held within the period of thirty (30) days Prior to, during, or 30 days following the convention of Kiwanis International, as shall be mutually agreed to by the Board of Directors of the District and the Board of Trustees of Kiwanis International.

**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 Board of Directors.

**Section 4.** The Secretary shall mail to each chartered club and to the Secretary 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 the same. The Board of Directors shall have full supervision and management of all conventions.

**Section 5.** On or before January 1<sup>st</sup> of each year, the Governor shall appoint a Committee on Credentials, a Committee on Elections, and a Committee on Campaign Practices, each to consist of at least five (5) members. All members of the Committee on Elections shall be delegates or delegates at-large. Three (3) members of each of the foregoing committees shall constitute a quorum.

**Section 6.** Each chartered club in good standing in the District shall be entitled in any District Convention to three (3) delegates, one (1) of whom shall be the President designate, one (1) of Whom shall be the Secretary-designate, and one of whom may be the current President. The club shall designate one (1) alternate for each delegate to the Convention. A past Lieutenant Governor may be an alternate delegate for any club, not otherwise represented by three (3) delegates, provided that the past Lieutenant Governor is a member of a chartered club in good standing in the same division as the club he or she is to represent.

**Section 7.** Any newly organized club in good standing in the District having had its charter issued by Kiwanis International, shall have all the rights and privileges, at the District Convention, or any District function, of a chartered club, even though its charter has not been formally presented.

**Section 8.** The delegates and their alternates shall be active, privileged, or senior members in good standing of the chartered clubs they represent, or in the case of a past Lieutenant Governor, a chartered club within the same division as the club to be represented, and shall be elected by such clubs not less than thirty (30) days prior to the date of the annual convention and not less than fifteen (15) days prior to the date of any special convention, and 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 certify the election of its delegates and alternates as herein set forth, then the Committee on Credentials shall have the right to determine the seating of the delegates or alternates for such chartered club.

**Section 9.** The Elective Officers, the District Secretary, the District Treasurer, the Lieutenant Governors and Past Governors of the District, and any Past International President, Vice President, Past International Trustee, and all District Committee Chairpersons and Administrators who are active, privileged or senior members in good standing of a Kiwanis Club of the District shall be delegates-at-large to all conventions.

**Section 10.** Each accredited delegate and delegate-at-large Present shall be entitled to vote on each question submitted in any convention. There shall be no voting by proxy.

**Section 11.** The Board of Directors may establish a uniform convention registration fee to be paid by all persons attending any convention of the District. The proceeds derived from such registration fee shall be expended solely upon approval of the Board of Directors.

**Section 12.** The convention may propose, discuss, and adopt resolutions recommending legislation to Kiwanis International. It shall also consider and act upon matters submitted to it by Kiwanis International.

**Section 13.** In the absence of the Governor or Acting Governor (if one there be) from any convention of the District, the Immediate Past Governor of the District shall preside and in case of the absence of the Immediate Past Governor, the next most recent Past Governor of the District shall preside, or in the event no Past Governor is present, the Board of Directors shall designate one of the members to act as Chairperson.

**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) the total number of clubs within the District.

**Section 15.** Within thirty (30) days after any convention, the Secretary shall make a report of the proceedings of the convention comprising a complete synopsis of all action taken, and shall transmit a copy thereof to the Secretary of Kiwanis International, to members of the District Board, and a copy on written request received from the President or the Secretary of any chartered club within the District.

## Article IX

### CONVENTION PROCEDURE

**Section 1.** The official program of a convention 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.** All resolutions submitted thirty (30) days prior to the date of the District Convention shall be referred to the Committee on Resolutions for its consideration and recommendation to the convention. No resolutions other than those so submitted or originated by the Committee on Resolutions shall be considered unless consideration thereof shall be recommended by two-thirds (2/3) vote of the Board of Directors. Debate on such resolutions shall not be in order until they have been reported out by the Committee on Resolutions.

**Section 3.** Reports of committees, communications to the convention, resolutions presented by the Committee on Resolutions, and all motions save such as are "unbeatable" may be debated upon the floor of the convention unless by a two-thirds (2/3) vote the convention decides to dispose of them without debate.

## Article X

### NOMINATION AND ELECTION OF OFFICERS

**Section 1.** The election of officers, except the Secretary and the Treasurer, and the Lieutenant Governors, shall be held at the annual convention. The official program of the annual convention shall indicate the time for the District nominating conference and a later time for the election of officers, and the places for both, and such times and places shall be subject to change only in accordance with the rules of convention procedure.

### ELECTION OF LIEUTENANT GOVERNORS

#### Section 2.

- (a) The Lieutenant governor of each division shall by ten (10) days written notice to the President of each club of the division, call 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 and shall be held as early as practical in the administrative year, but not later than the second week in April.
- (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, the Lieutenant Governor-elect and all Past Governors still active, privileged or senior members of a club of the Division.
- (c) The representatives of two-thirds (2/3) of the clubs of the division in good standing shall constitute a quorum at the conference, and each club in good standing shall have one vote for each representative present (see Article V Section 2). The Lieutenant Governor shall have the privilege of the floor without the right to vote except, however, in the event of a tie vote, in which case he/she shall be entitled to vote. Each Past Governor, Past Lieutenant Governor, and Lieutenant Governor-elect in attendance at the conference shall have the privilege of the floor without the right to vote unless he/she is a duly elected alternate from his/her club substituting for an absent delegate.
- (d) The Immediate past Lieutenant Governor shall be chairperson of the conference, or in his/her absence his/her immediate predecessor, and so on. In the absence of a Past Lieutenant Governor the conference shall elect one of its members as chairperson. The conference shall elect one of its number as secretary and such tellers as may be necessary.

- (e) Upon completion of organization as above outlined, the conference shall proceed to elect a Lieutenant Governor and a Lieutenant Governor-elect. When the number of names presented to the Division conference is in excess of two, a vote shall be taken and the person receiving the fewest number of votes shall be eliminated after the first ballot, and this procedure shall be followed until one person receives a majority of votes on the first ballot he/she shall be considered the named candidate for the office. No person shall be submitted to the conference as a candidate for Lieutenant Governor unless he/she shall have served one full term as Immediate Past President of a Kiwanis Club by the end of the then current year. The person selected shall consent in writing to fulfill all requirements of the office, including attendance at leadership training conferences for his/her District and Division as outlined by Kiwanis International and the New York District, and shall make the required official visits to the Clubs of the Division.
- (f) A Lieutenant Governor-elect is not a District officer.
- (g) The Division conference shall, in the consideration of all names presented, be guided by the principles, traditions and precedents of Kiwanis International in its election of officers, and particularly consider the ability of the proposed candidate and his/her service and experience.
- (h) The Lieutenant Governor-elect shall be a candidate for the following year. Additional nominations may be made from the floor of the Division Conference. The duties of the Lieutenant Governor-elect shall be to assist the Lieutenant Governor in the work of the Division only in the specific duties assigned to him/her by the Lieutenant Governor which will be of value as training for the Lieutenant Governor position and which will supplement the total program of the Division.
- (i) The Lieutenant Governor shall certify the results of the election to the District Secretary and Kiwanis International immediately following the conference.

## **DIVISIONAL MEETING - DELEGATES TO DISTRICT - NOMINATING CONFERENCE**

### **Section 3.**

- (a) In any year when not more than four (4) candidates for Governor or Governor-elect have announced their candidacies officially by May 31, the Lieutenant Governors shall be advised at least thirty (30) days prior to the convention that it will not be required to elect delegates to a District Nominating Conference. Nevertheless a Divisional meeting may be called by the Lieutenant Governor of delegates from the clubs of their Division to discuss District candidates, District, Division, and convention business. When a District Nominating Conference is required because there are more than four (4) candidates for Governor or Governor-elect, a Division meeting shall be held and delegates from the Division will be elected in accordance with the procedures hereinafter specified.
- (b) At times designated and announced by the District Governor and at places designated and announced by the respective Lieutenant Governors all at the site of and prior to the time of the nominating conference at the annual District convention there shall be held a Divisional meeting for each Division in the District presided over by the Lieutenant *Governor* of the Division. If the Lieutenant Governor of any Division is absent from the convention, the place of meeting and the presiding officer thereof for his/her Division shall be designated by the Governor.
- (c) All delegates-at-large and delegates in attendance at the convention from clubs within a given division shall be eligible to attend the meeting for that division; and one-third (1/3) of such delegates shall constitute a quorum at such meeting; and a majority of such persons present at such meeting shall decide all choices and questions in such meeting.
- (d) The meeting shall proceed forthwith, upon nomination from the floor and a vote, to elect three (3) delegates in attendance at the convention from clubs within that Division as the representatives of that Division to the District Nominating Conference. Such delegates may include delegates-at-large.

- (e) The chairperson of the Division meeting shall then, immediately upon adjournment of the Division meeting, certify to the District Secretary the names of the three said representatives to the District Nominating conference.
- (f) Upon receiving such certification from such Division meeting, the District Secretary shall further certify all such representative names to the chairperson of the District Nominating Conference, and no person other than those whose names are so certified (except the presiding officer of the District Nominating Conference) shall be permitted to attend the District Nominating Conference.

## **DISTRICT NOMINATING CONFERENCE**

### **Section 4.**

- (a) In any year when not more than four (4) candidates for Governor or Governor-elect have announced their candidacies officially by filing written statements of intent with the District Secretary by May 31, the District Secretary shall certify such fact to the District Governor and shall notify each District Officer and Kiwanis Club Secretary that a District Nominating Conference will not be held at the District Convention. The District Secretary, at the appropriate time in the convention program, shall place in nomination those candidates who qualify in compliance with District By-laws and District Policy. When a District Nominating Conference is required because there are more than four (4) candidates for Governor or Governor Elect a District Nominating Conference will be held in accordance with hereafter specified.
- (b) The chairperson of the conference shall be the Immediate Past Governor, or in his/her absence the next most recent Past Governor present, and so on, but without vote. In the event of the absence of all the Past Governors, the conference shall select one (1) of its members to act as chairperson with the right to vote. The conference shall further select one (1) of its members to act as Secretary, and the chairperson of the conference shall appoint such tellers as may be considered necessary.
- (c) Two-thirds (2/3) of the representatives as certified to the District Secretary shall constitute a quorum at the conference.
- (d) Upon completion of organization as above outlined, the conference shall proceed to select the candidates for the offices of Governor, Governor-elect, Immediate Past Governor, and most recent Past Governor. The candidates are to be selected and submitted to the convention in accordance with the following provisions
  - (1) The conference shall submit to the Convention the name of the Governor-elect as a sole candidate for the office of Governor, the name of the Immediate Past Governor as sole candidate for that office and the name of the next most recent Past Governor as a sole candidate for that office and shall submit all candidates for the office of Governor elect provided, however, if more than four (4) candidates are suggested to the conference for any of the said offices the conference shall vote (by such means as the conference shall determine) on the candidates for such office separately, and in such voting the four (4) candidates receiving the highest number of votes for such office shall be submitted by the conference to the convention. When the number of names presented to the District Nominating Conference for an office is in excess of four (4) a vote shall be taken and the person receiving the fewest of votes shall be eliminated after the first ballot and that procedure shall be repeated until the persons with the highest number of votes are ascertained for submittal to the convention.
  - (2) No person shall be submitted to the conference as a candidate for any office with out the consent of said person being first obtained nor without assurance from said person that he/she will attend the training schools held for his/her District, Division and club as outlined by Kiwanis International. No person shall be eligible to election as Governor or Governor-elect unless he/she has served as a Past Lieutenant Governor of a Kiwanis Division.

- (e) Prior to the convening of the next regular session of the annual convention succeeding the adjournment of the conference, the presiding officer of the conference shall certify to the District Secretary the result of the conference as to all recommendations for nomination for each office, same to be verified by the tellers and secretary of the conference, said record to be preserved by the District Secretary until the adjournment of the convention.
- (f) When the nomination of candidates for District offices shall become the order of business of the annual convention, the report of the conference shall be presented by the District Secretary.
- (g) Nothing in this section shall be construed as limiting the right to make further nominations from the floor of the convention.

## **CONVENTION ELECTION PROCEDURE**

**Section 5.** The Committee on Elections shall have general charge of the election and of distributing and counting the ballots. Before the election, the District Secretary shall provide the Committee on Elections with a list of the delegates and delegates-at-large as shown by the report of the Committee on Credentials. All elective officers shall be chosen by ballot by the delegates and delegates-at-large, present and voting, except when there is one candidate only for an office, the voting method may be decided by the delegate body. There shall be no voting by proxy. A majority of all votes cast shall be necessary to determine the choice of any officer to be elected. In the event that any ballot cast does not show a majority for any nominee for any particular office, the Governor shall designate a time and 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 ballot the same procedure shall be followed until some nominee shall have received a majority of all votes cast. Cumulative voting shall not be permitted. 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 6.** In the event that in any year the Board of Directors Shall by resolution determine that there exists a condition of widespread emergency so affecting the District as to compel cancellation of the annual District convention, the Board of Directors shall then have power to elect District officers for the normal term of office, and to transact all other business that could otherwise be transacted at an annual District convention, at a council meeting held during the period provided for the District convention, such council to be comprised of the Board of Directors and other persons having the status of delegates-at large to all District conventions. Such council shall formulate its own procedure.

## **Article XI**

### **VACANCIES IN OFFICE**

**Section 1.** In the event during an administrative year of a vacancy in the office of Governor, the Board of Directors shall elect a Past Governor or one of the Lieutenant Governors or former Lieutenant Governors who is an active, privileged, or senior member of a Kiwanis club in the District to be come Governor for the unexpired term.

**Section 2.** In the event during an administrative year of a vacancy in the office of Governor-elect the vacancy shall be filled by the Board of Directors from the Lieutenant Governors or former Lieutenant Governors who are active, privileged, or senior members of Kiwanis clubs in the District.

**Section 3.** In the event during an administrative year of a vacancy in the office of Lieutenant Governor, the Board of Directors shall elect a qualified Past President of a chartered club of the same Division to fill the office for the unexpired term.

**Section 4.** Whenever it shall appear to the Governor that any Lieutenant Governor, District Secretary or District Treasurer is failing to perform the duties of his/her office, the Governor shall give such District officer immediate notice of the fact and shall call a meeting of the Board of Directors to be held not less than three weeks thereafter to consider such facts and any reasons why the office shall not be declared vacant. In the event that the Board of Directors shall find the alleged facts to be true, said Governor shall have the power to declare such office vacant, and the Board of Directors shall proceed to elect a new officer to fill such vacancy provided that in the instance of the office of Lieutenant Governor the new Lieutenant Governor shall be selected from the Division of the office so declared vacant.

**Section 5.** In the event of a vacancy occurring on the Board of Directors on the part of a Past Governor, the Board of Directors shall promptly elect the most recent Past Governor in good standing of a Kiwanis club within the District to fill the vacancy.

**Section 6.** In the event after his/her election and before October 1, of disability or inability of a District officer to serve for the year for which he/she was elected. The Board of Directors-designate for said year shall proceed forthwith to election of his/her successor in the manner now provided for filling vacancies in office during the administrative year. The Governor-designate shall give reasonable notice of the time and place of such action and in his/her absence or disability the Governor of the District shall act.

**Section 7.** In the event that the Governor shall be temporarily so incapacitated as to be unable to discharge the duties of his/her office, the Board of Directors may appoint a Past Governor, or one of the Lieutenant Governors or former Lieutenant Governors, who is an active, privileged, or senior member of a Kiwanis club in this District to become Acting Governor until the Governor is able to resume his/her duties. 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 By-laws and the Constitution and By-laws of Kiwanis International. If, after a period of sixty (60) days, it shall appear to the Board of Directors that the Governor continues to be incapacitated and that he/she is not able to reassume the duties and responsibilities of his/her office, the Board of Directors may declare the office of Governor vacant and the vacancy shall be filled in accordance with the provisions for filling vacancies in office by these bylaws.

**Section 8.** In the event that a Lieutenant Governor shall be temporarily so incapacitated as to be unable to discharge the duties of his office, the Board of Directors may appoint a past Lieutenant Governor who is an active, privileged, or senior member of a Kiwanis Club of the same division to become Acting Lieutenant Governor until the Lieutenant Governor is able to resume his/her duties. While the Lieutenant Governor is incapacitated, the Acting Lieutenant Governor shall represent the Governor in the Division and shall have all the duties, responsibilities, and authority given to the Lieutenant Governor by these By laws and the Constitution and International. If after a period of sixty (60) days, it shall appear to the Board of Directors that the Lieutenant Governor continues to be incapacitated and that he/she is not able to resume the duties and responsibilities of his/her office, the Board of Directors may declare the office of Lieutenant Governor vacant, and the vacancy shall be filled based on the recommendations of the Division concerned, and in a accordance with the provisions for filling vacancies in office as contained in these bylaws.

**Section 9.** In the event during the administrative year of a vacancy In the office of Lieutenant Governor-elect, the Lieutenant Governor of the Division involved shall call a special Divisional conference to fill the vacancy and follow the procedures of Article XI1-Section 2 for designation of a Lieutenant Governor-elect for the remainder of the administrative year.

## Article XII

### PUBLIC ACTIVITIES

**Section 1.** The District may, from time to time, express by proper means its attitudes on questions of public importance and any proposed legislation affecting communities within the territory of the District, provided that no Kiwanis clubs without the District are affected by the same.

**Section 2.** When Kiwanis clubs without the District are affected by any such public question or such proposed legislation, the District shall refer its favorable or unfavorable recommendations to the Board of Trustees of Kiwanis International. After action on such matters by the Board of Trustees of Kiwanis International, the District may give expression to Its attitude provided that such action is consistent with that of Kiwanis International.

**Section 3.** No action on any public question or proposed legislation shall be taken by the District until the same shall first have been submitted to the Committee on Citizenship Services and the recommendations of that committee have been received and considered by the Board of Directors of the District.

**Section 4.** 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 persons.

## Article XIII

### REVENUE

**Section 1.** Each member club shall pay to the District for each of its members, with the exception of its honorary members, \$19.50 per annum as dues and \$4.50 per annum as a reimbursement contribution to the District Foundation for its cost in issuing the Foundation Bulletin named Empire State Kiwanian, such amounts to include all District Charges, other than the registration fees paid by those in attendance at District convent, on, councilor conferences. The total amount of \$24.00 per member shall be payable annually on the Club's anniversary date as set forth in the International Bylaws and payable not later than sixty (60) days thereafter and based upon the membership of the respective clubs in the District as shown by the reports to Kiwanis as of September 30<sup>th</sup>. Such annual membership report shall be due eighty (80) days prior to the due date for the club's annual dues payment and shall be made on the official forms provided by Kiwanis International. Payment shall be based upon the membership shown by the Annual Club Membership Statement for Dues and Subscriptions from Kiwanis International as corrected and filed at the District Office not later than November 1<sup>st</sup> otherwise the total payment shall be based on the most recent monthly report received at the District Office by November 1<sup>st</sup>.

**Section 2.** 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 admitted. A Kiwanis 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 member of a Kiwanis International sponsored youth program within the twelve (12) months preceding his/her application for membership. The financial obligations to said member's local club and the subscription to the publication of the New York District Foundation shall remain payable.

**Section 3.** No financial obligations other than the annual dues, herein provided, shall be placed upon the clubs by the District and no voluntary contribution for any District activity shall be required of all clubs by the District except by the two-thirds (2/3) vote of the delegates at a convention or a two-thirds (2/3) vote upon a Referendum submitted to all clubs of the District, and with the approval of the Board of Trustees of Kiwanis International.

**Section 4.** The Board of Directors may allocate any portion of any Yearly surplus **In** the Membership Dues Account to create a fund to be known as Reserve Fund. Disbursements from such Reserve Fund shall be made only in such manner as hereinafter provided.

## Article XIV

### FINANCE

**Section 1.** The fiscal Year of the District shall begin on the first day of October of each year.

**Section 2.** At the first meeting of the Board of Directors for the administrative year a budget of estimated Income and expenditures for the year shall be adopted by the Board and a copy made available to the delegates at the annual District Convention

**Section 3.** All disbursements from the General Dues Account of the District shall be made by voucher check, the form for which shall be recommended by the District Treasurer and approved annually by the Board of Directors at its first meeting.

**Section 4.** Total disbursements in any year from the General Dues Account shall not exceed the gross amount of the budget adopted by the Board of Directors In each year, together with any other increments that may be carried over, received and/or deposited in the General Dues Account.

**Section 5.** The books of account of the District shall be audited at least once each administrative year by independent public accountants named by the Board of Directors and a certified report shall be rendered to the Board of Directors by February 15 of the succeeding administrative year. A copy of the report shall be sent to the International Secretary by March 31.

**Section 6.** The Board of Directors shall determine the official bank depository or depositories. Section 7. The Board of Directors shall designate the official or officials who shall sign checks with the Treasurer and, in the event the Treasurer is unable to sign checks, shall designate *one* who shall act as a substitute.

**Section 8.** The Board of Directors shall at its first meeting adopt an Accounting Manual and Account Classification.

**Section 9.** The necessary traveling expenses of all District Officers when engaged in the business of the District shall be paid by the District in accordance with the provisions of the budget and Accounting Manual.

**Section 10.** Each Lieutenant Governor attending any Kiwanis International Convention shall be paid out of the Lieutenant Governor's International Convention Account his/her expenses incurred at the Convention in accordance with the Accounting Manual.

**Section 11.** The necessary expenses of the District Governor and District Governor elect incurred in attending any convention of Kiwanis international shall be paid by the district.

**Section 12.** Expenses of the other District officers incurred in attending any convention of Kiwanis International shall be paid in accordance with the provisions of the budget and Accounting Manual.

**Section 13.** The Board of Directors shall control or direct the investment of funds in any reserve fund established pursuant to these By-laws, and any income there from from interest or dividends, shall be considered a part of the principal of said reserve fund. No part of the accumulated reserve fund of the District shall be expended or withdrawn unless authorized by a two-thirds vote of the delegates and delegates-at-large present and voting at any annual District Convention at which the proposition therefore shall first have been submitted to the District Laws and regulations Committee for a ruling as to the legality of the expenditures and the proposition placed in the hands of the District Secretary sixty days prior to the Convention at which it is to be acted upon and a copy forwarded at least thirty days prior to said convention to the Secretary of each chartered or organized club in the District.

**Section 14.** The Board of Directors shall have the power to manage and adjust District accounts between the District and the clubs on Not-Meeting status as designated by Kiwanis International or inactive status as designated by the District Board of Directors where special circumstances so indicate and to do such other acts as will carry out the Purposes and objects of this article.

**Section 15.** The Board of Directors, by a two-thirds (2/3) vote, shall have the power to adjust District accounts for club obligations to the District where special circumstances warrant it as determined in the sole discretion of the Board upon the recommendation of the Division Lieutenant Governor for the club concerned and a certification of the facts in writing by either the Club President, Club, Secretary or Division Lieutenant Governor for the club affected.

## **Article XV**

### **BULLETIN**

**Section 1.** The Board of Directors shall cause to be issued by the District Foundation a bulletin which shall be the official bulletin for District Kiwanians.

**Section 2.** The District Foundation Board of Directors, with the advice and consultation of the District Board of Directors, shall have full control of all questions of policy of the official bulletin, and shall appoint the editor.

**Section 3.** The Editor shall have complete charge of, and responsibility for the Issuance of the official bulletin, subject to the control of the District Foundation Board of Directors.

**Section 4.** Each active, reserve, privileged and senior member of each chartered club of the District and the District Foundation shall be a recipient of said bulletin and shall continue as such as long as he/she remains a member. If spouses are both members of a Kiwanis club, one spouse may elect not to subscribe to said Bulletin.

**Section 5.** The reimbursement contribution for each member of new clubs or members admitted to membership in existing clubs during any fiscal year shall be prorated according to the unexpired portion of the installment period in which such club was built or such member was admitted.

## **Article XVI**

### **RULES OF ORDER**

**Section 1.** Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered in these By-laws.

## **Article XVII**

### **AMENDMENTS**

**Section 1.** Amendments to these By-laws, 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 present and voting at any annual District convention. Proposed amendments may be submitted by any of the following: Kiwanis International, New York District Board of Directors, any standing District Committee, or any club in good standing for approval to the Laws and Regulations Committee, at least ninety (90) days prior to the date of the convention. If so approved by the Laws and Regulations Committee, such amendments shall be presented to the Secretary at least sixty (60) days prior to the convention. The Secretary shall send a copy of all amendments so proposed and approved to the Secretary of each chartered club not less than thirty (30) days prior to the date of the convention.

**Section 2.** The New York District Board of Directors also may submit to the Laws and Regulations Committee, parallel amendments to those approved at the International Convention no later than one (1) week after the conclusion of the convention. If approved by the Laws and Regulations Committee, such amendments shall be presented to the Secretary at least forty (40) days prior to the convention.

### **Article XVIII**

#### **APPROVAL OF KIWANIS INTERNATIONAL**

**Section 1.** These By-laws and all amendments or additions, including any districting, redistricting, or grouping of clubs, shall not be effective unless approved by Kiwanis International.