Proposed amendments and resolutions

for consideration at the
105th Annual Kiwanis International Convention
June 20, 2020
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2021 Kiwanis International Bylaws Modernization Revision
To all Kiwanis clubs: March 2020

Proposed amendments to the Kiwanis International Bylaws and proposed resolutions will be presented for action at the 105th Annual Kiwanis International Convention in Indianapolis, Indiana, USA. Several important issues will be considered and voted on at the House of Delegates on Saturday, June 20, 2020. Complete information is included in this booklet.

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

Example:
Original 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.

This year, Kiwanis will also begin consideration of the Kiwanis International Bylaws Modernization Revision. Two items this year set the stage for debate and adoption next year: Proposed Amendment 7 and the Resolution. The complete modernization revision draft will be sent as a separate document. Be sure to review that information as well.

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

Sincerely,

Stan D. Soderstrom
Executive Director
PARLIAMENTARY PROCEDURE AT A GLANCE
(Per Robert’s Rules of Order–Newly Revised)

**Please note:** As stated in Standing Rule 5, 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 their name and club, and then state the motion (or amendment to the motion). The motion (or amendment) must be seconded from the floor. The presiding officer then places the motion (or amendment) before the House for discussion. The club delegate may speak to the motion (or amendment) first. **Note:** Once a motion is placed before the House by the presiding officer, it is under the control of the House and does not belong to the delegate making the motion. For example, it cannot be withdrawn later without permission of the House.

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

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

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

**Closing debate or calling the question (same motion):** A delegate must go to a microphone and wait for recognition to move to close debate or call the question. To proceed, the motion must receive a second. There is no discussion, and it takes a two-thirds (2/3) vote. If the motion to close debate or call the question is approved, there will be an immediate vote on the pending motion.
Postponing or tabling a motion: A motion to postpone can be made while a main motion or an amendment to a main motion is pending. A motion to table (or to “lay on the table”) is used only in an emergency; it should not be used to kill the motion on the floor or to postpone consideration of the motion. If a delegate does not like the motion, they should simply vote against it. If a delegate believes there is good reason to discuss the motion later, they can move to postpone. There is no such motion as “table until xxxx time.” Instead, the correct motion would be “postpone until xxxx time.” A motion cannot be postponed until the next annual convention.

Point of order: If a delegate believes there was a breach of parliamentary procedure, they 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, they may shout “point of order” from their place while approaching a microphone.

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

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

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

Rule 2: Only delegates may present or speak on motions and vote.

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

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

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

Rule 6: No delegate may speak in debate more than two (2) minutes at a time unless allowed to do so by a majority vote of the delegates.

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

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

Rule 9: Microphones shall be designated by number. Speakers for the main motion shall use the odd-numbered microphones, and speakers against the main motion shall use the even-numbered microphones. Debate on each issue will begin at microphone one and the chair will then recognize each microphone in sequence.

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

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

Rule 12: Debate on main motions (i.e., any resolution or proposed amendment to the bylaws) shall be limited to 15 minutes, at which time the vote shall be taken on the resolution or amendment, unless the House, by a majority vote, orders debate to be extended. Debate on debatable secondary motions from the floor, such as amendments or motions to refer, shall be limited to five (5) minutes, which shall not apply to the 15-minute limit on debate on the main motion. Debate may be closed by a two-thirds (2/3) vote on any immediately pending motion or series of motions at any time.
**Rule 13:** If the submitting body wishes to withdraw a motion after it has been moved and seconded, the House, by a majority vote, may grant permission for withdrawal.

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

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

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

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

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

**Rule 19:** In any election where the number of candidates is equal to the number of seats to be elected, the election may be held by voice vote.

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

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

**Rule 22:** The Kiwanis International Board and Staff are authorized to make nonsubstantive corrections that may be necessary as a result of adopting Bylaw amendments that cause unintentional conflicts or inconsistencies in terminology, grammar, numbering, cross-references, etc.
**Proposed Amendment 1**  
**Protection of Kiwanis Name and Marks**

**Submitted by:** Kiwanis International Board  
**Purpose:** To provide stronger protection of the Kiwanis name and marks and therefore reduce liability risk exposure for Kiwanis International, clubs, and districts.  
**Effective date:** October 1, 2020  
**Vote required to adopt:** Two-thirds  
**Financial impact:** None

**Board’s position.** The Kiwanis International Board advocates this amendment for the following reasons:

- Improper use of the Kiwanis name and marks in the past by facilities that were later alleged to have abused youth has cost the organization and its insurance carrier tens of millions of dollars so far, and additional costs are expected.

- This amendment strengthens and clarifies use of the Kiwanis name and marks. By doing so, it reduces future liability and risk exposure for Kiwanis International, clubs, and districts.

- It also eliminates the separate disciplinary process currently stated for clubs that violate the rules regarding proper use of the Kiwanis name and marks. Instead, they would be subject to the normal disciplinary process stated elsewhere in Article VII.

**Amend** Kiwanis International bylaw provisions as follows:

**ARTICLE I. NAME AND EMBLEM TRADEMARKS**

**Section 2.** The word “Kiwanis” and the name, emblem, and/or insignia name, copyrights, trademarks, and intellectual property of Kiwanis International shall not be used as a trade name or trademark by any person, entity, association or other organization without the written consent of Kiwanis International or used for any purpose other than that authorized by the Board of Trustees, except as specifically provided to clubs in Article VI. (6/2015)

**ARTICLE VI. CLUB OPERATIONS**

**Section 10. Club use of Kiwanis Name and Marks.**

a. Each club is granted a revocable nonexclusive license to use the trademarks owned by Kiwanis International (hereafter referred to as Kiwanis Marks) in connection with its activities as a member of Kiwanis International. Kiwanis International has the exclusive right to control usage of the Kiwanis
Marks by a club. Applying for and maintaining membership in Kiwanis International constitutes acceptance by the club of all terms and conditions for use of the Kiwanis Marks and a waiver of all separate or independent rights.

b. The license to use the Kiwanis Marks is terminated immediately and automatically when a club’s charter is resigned or revoked or when specifically directed by Kiwanis International. Failure to cease the use of the Kiwanis Marks and any marks confusingly similar thereto will result in immediate and irreparable harm to Kiwanis International for which there is no adequate remedy at law and Kiwanis International may take legal action as necessary, including but not limited to seeking and obtaining injunctive relief.

ARTICLE VII. DISCIPLINE OF CLUBS

Section 6. Each club that continues to comply with these Bylaws is granted a revocable nonexclusive license to use the service marks and collective membership marks owned by Kiwanis International in connection with its activities as a member of Kiwanis International. Kiwanis International has the exclusive right to control such usage of the Kiwanis Marks by a club and to control the nature, quality, and uniformity of the services and membership of clubs in connection with which the Kiwanis Marks are used. Applying for or maintaining membership in Kiwanis International by a club constitutes a waiver of all separate or independent rights of such club in the Kiwanis Marks and acceptance of the terms and conditions under which the club is licensed to use the Kiwanis Marks. (6/1989)

a. If a club fails to comply with any of the provisions of these Bylaws or fails to comply with the nature and quality of the services and membership required by Kiwanis International for the use of the Kiwanis Marks, then the Board of Trustees shall give the last reported president and secretary of such club written notice, stating the nature and character of the noncompliance. The club shall have sixty (60) days from the date of the mailing of the written notice to cure or correct the noncompliance and to provide certification of compliance in writing to the Board of Trustees. If the noncompliance is not cured or corrected by the club within the sixty (60) days, then the license to use the Kiwanis Marks shall be revoked immediately and automatically at the end of such sixty (60) day period without further notification from Kiwanis International. Such immediate and automatic revocation of the license to use the Kiwanis Marks shall not constitute automatic revocation or suspension of the charter or membership of the club. Any such revocation or suspension of the charter or membership of the club shall be done as prescribed herein. (6/1989)
b. The license to use the Kiwanis Marks is terminated immediately and automatically when any club resigns or disaffiliates or when its charter is revoked or suspended for any reason. (1/1985)

c. In the event the license granted to a club to use the Kiwanis Marks is suspended or revoked, the club and its members shall immediately cease the use of the Kiwanis Marks and any marks confusingly similar thereto. Failure to do so will result in immediate and irreparable harm to Kiwanis International for which there is no adequate remedy at law. Therefore, Kiwanis International shall be entitled to obtain temporary restraining orders and preliminary and permanent injunctions against such use. (6/1989)

d. Any suspended or revoked license may be reinstated by a majority vote of the entire Board of Trustees. All decisions with respect to the revocation or reinstatement of a license to use the Kiwanis Marks shall be final. (6/1989)
Proposed Amendment 2
Designation of Kiwanis International Officers

Submitted by: Kiwanis International Board

Purpose: To adhere to best governance practices and significantly reduce liability for both Kiwanis International and key leaders by reducing the stated officers of the corporation to just the top offices of president, president-elect, vice president, immediate past president, and executive director.

Effective date: October 1, 2020

Vote required to adopt: Two-thirds

Financial impact: This change will cost the organization nothing, but it could save a significant amount by eliminating potential liability costs, especially lawsuits.

Board’s position. The Kiwanis International Board advocates this amendment for the following reasons:

• Kiwanis International continuously strives to improve its governance in accordance as a not-for-profit corporation. To reach this goal, Kiwanis has adopted several new policies and practices in recent years, including whistleblower protection, a conflict of interest policy, clarification regarding affiliates and subsidiaries, companion travel guidelines, changes to background check policies, document retention and destruction, and more. Another important aspect of good governance is the designation of officers, especially as the topic relates to potential liability.

• As currently provided, the corporation of Kiwanis International currently has nearly 70 officers:
  ○ The president, president-elect, immediate past president, vice president, and executive director (5)
  ○ The trustees (15)
  ○ A district governor for each district (approximately 45-50)

• The Kiwanis International Board is the body that conducts the business of the organization. The Board is composed of the president, president-elect, immediate past president, vice president, and trustees. The district governors are not members of the Board. This means that most of organization’s stated officers have no regular contact with corporation operations at the Kiwanis International level and no part in the decision-making process beyond their own districts.
• Having unnecessary and uninvolved persons named as officers of the corporation provides greater liability potential, both for the organization and for the trustees and governors.

• This amendment does not affect the trustees’ role, responsibility, or authority as members of the Kiwanis International Board or the governors’ role, responsibility, or authority as the highest officer of the district. Governors’ duties will still be “further the Objects of Kiwanis and promote the interests of the clubs within their districts” – the same as they are now, and Governors will still receive training from Kiwanis International.

• When someone refers to “the officers of Kiwanis International” in conversation, they are usually referring to the president, president-elect, immediate past president, vice president, and executive director. This creates unnecessary and potentially harmful confusion within the organization, which would be alleviated by removing the trustees and governors from the list of stated officers.

• Specific best governance practices would still apply to trustees and governors, such as background checks, conduct unbecoming, conflict of interest, etc.

• This amendment also clarifies provisions regarding ‘other officers,’ such as chief financial officer and chief operating officer. This further improves the governance and operations of the corporation.

Amend Kiwanis International bylaw provisions as follows:

ARTICLE XI. OFFICERS AND TRUSTEES

Section 1. The officers of Kiwanis International shall be a President, President-Elect, Immediate Past President, Vice President, and Executive Director, fifteen (15) Trustees, and a District Governor for each district. The authority and duty of each officer shall be such as are defined in these Bylaws. The Board also may create, appoint, and define the duties of such other officers and agents it deems advisable. (6/2010)

Section 2. The administrative year of the officers and trustees of Kiwanis International shall begin on October 1 of each year. (6/1997)

Note: The term of district governors is provided in Art. IX, Sec. 7.

Section 3. Each elected officer and trustee shall be an active member in good standing of a club and the members of the Board of Trustees shall have served as a district governor at least two (2) administrative years prior to assuming a Kiwanis International office. Each officer and trustee also shall have and maintain a clear criminal history background check conducted and verified by Kiwanis International. No offices shall be held by the same member, nor shall any officer simultaneously hold more than one (1) International office. No

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person shall simultaneously serve as an officer and a trustee nor hold any other district or regional office. (6/2018)

*Note: A requirement for Governors (and Governors-elect and Vice-Governors) to have a background check is provided in Art. IX, Sec. 4.)*

**Section 4.** All officers, except the Executive Director, and trustees shall serve without compensation. No elected officer or trustee shall accept any remunerative employment from Kiwanis International. (6/2010)

**Section 5.** The Board of Trustees shall appoint and determine the salary of the Executive Director and shall have the power to appoint and determine the compensation of such other administrative officers as in its judgment may be necessary. (6/2010)

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

**Section 7.** Trustees

a. The term of office of Trustees each Trustee shall be three (3) years, except for those elected to fill vacancies as provided in these Bylaws.

b. No member person shall serve for more than four (4) years in the office of Trustee. However, the time served by any member appointed by the International Board to fill an unexpired portion of a vacant term shall not count in determining the number of years served in the office of Trustee for the purpose of this provision. (6/2015)

c. Five (5) Trustees shall be elected each administrative year: three (3) from the United States and Pacific Canada Region and two (2) from other regions as provided in these Bylaws. (6/2010) *(See also Interpretations.)*

**Section 8.** The district governors shall be elected by and from the districts in the manner prescribed in the district bylaws.

*Note: This is provided in Art. IX, Sec. 6.*

**Section 9.** All officers and trustees shall serve until their successors are elected and qualified.

**Section 10.** A vacancy occurring in any elective office or trustee seat shall be filled in the manner prescribed in these Bylaws.

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

Section 8. The district governor, in order to serve as an officer of Kiwanis International, the governor-elect, and the vice-governor (if any) shall perform such duties and responsibilities as are currently prescribed or as may be amended in these Bylaws, Kiwanis International Board Policies and Procedures, and the district bylaws. (6/2010)

ARTICLE XII. DUTIES OF OFFICERS

Section 6. District Governors

Under the direction and supervision of the Board of Trustees of Kiwanis International, district governors shall have the duty of furthering the Objects of Kiwanis International and of promoting the interests of the clubs within their districts. (6/1989)

Note: This would now be provided in Article IX, Section 8.

Section 7. Board of Trustees

All members of the Board of Trustees, in order to serve as officers of Kiwanis International, shall perform such duties and responsibilities as are currently prescribed or as may be amended in these Bylaws and Kiwanis International Board Policies and Procedures. (7/1998)

Note: This has been moved to Article XIII.

ARTICLE IX. DISTRICTS

Section 8. Under the direction and supervision of the Board of Trustees of Kiwanis International, district governors shall have the duty of furthering the Objects of Kiwanis International and of promoting the interests of the clubs within their districts. Additionally, the district governor, in order to serve as an officer of Kiwanis International, the governor-elect, and the vice-governor (if any) shall perform such duties and responsibilities as are currently prescribed or as may be amended in these Bylaws, Kiwanis International Board Policies and Procedures, and the district bylaws. (6/2010)

ARTICLE XIII. BOARD OF TRUSTEES

Section 8. All members of the Board of Trustees shall perform such duties and responsibilities as are currently prescribed or as may be amended in these Bylaws and Kiwanis International Board Policies and Procedures. (7/1998)

ARTICLE XVI. DELEGATES AND DELEGATES-AT-LARGE

Section 4. Elective International officers as defined in Article XI, Section 1, Kiwanis International Officers and Trustees, Past International Presidents,
Chairmen of current International, Standing, and Special Committees of Kiwanis International, governors, governors-elect, vice-governors, district trustees, district treasurers, district secretaries, lieutenant governors, lieutenant governors-designate, and past district governors who are active members shall be delegates-at-large to all International conventions. (6/2015)

ARTICLE XIX. DISCIPLINE OF OFFICERS AND VACANCIES IN OFFICE

Section 8. If a Kiwanis International Officer or Trustee is alleged by the President or two-thirds (2/3) of the Board of Trustees to be failing to perform his/her duties, the Board shall investigate the allegation and determine the matter at a meeting held within forty-five (45) days after the investigation is complete or as soon as reasonably possible. Written notice of the allegation, investigation, and meeting shall be given to the accused officer at least thirty (30) days prior to the meeting. The accused officer shall be permitted to attend the meeting and present a defense. If the allegation(s) is sustained by no less than a two-third (2/3) vote of the entire board, the office or trustee seat shall be declared vacant. (6/2013)

Section 9.

a. If an allegation is made against a Kiwanis International officer or trustee of conduct unbecoming a member of the Kiwanis family, the President (or Immediate Past President, if the President is accused) shall consult the procedures to be followed for investigating such allegation and shall appoint a special investigator to investigate the matter. If the investigation determines that there is a reasonable basis for the allegation, the President shall notify the accused officer and shall refer the matter to the Board to conduct a hearing to decide the matter. The Board shall produce a report setting forth its decision whether the officer accused did or did not engage in conduct unbecoming and, based on that decision, whether he/she shall be disciplined. (6/2013)

Note: Conduct unbecoming related to a district governor is provided in the Standard Form for District Bylaws.

b. If either the accused officer or the Investigator believes some part of the investigation process was faulty or the determination was incorrect, either party has the right to request in writing reconsideration by the Board. The Board’s decision on the matter shall be final. (6/2013)

c. If, at any point during the ‘conduct unbecoming’ process, possible criminal wrongdoing is discovered, the matter shall be reported to the proper authorities. (6/2013)

d. All materials, facts, and information related to the investigation, determination, and reconsideration (if any) shall be kept confidential at all times by any parties or persons involved in any part of the process. (6/2013)
Section 10. If the Kiwanis International officer is a district governor and the office is declared vacant, the district shall be notified and advised that it should act to fill the vacancy, according to the district bylaws. (6/2013)

Note: A vacancy in governor, for any reason, is provided in the Standard Form for District Bylaws.

Section 11. Whenever an International officer or trustee is removed from office for reasons involving conduct unbecoming or failure to perform the duties of office or resigns from their office or position, that member may be declared by the International Board to be ineligible to hold an International office or appointment in the future. (6/2015)

Section 14. In the event of a vacancy in the office of district governor for any district during the administrative year, by a majority vote of the district board, the vacancy shall be filled by a past governor, current or past trustee (if any), or a current or past lieutenant governor of that district who is an active member of a club in the district. (7/2014)

Note: This is provided in the Standard Form for District Bylaws.

Section 15. In the event of disability or inability of a governor designate to serve for the year for which elected, as determined by a two-thirds (2/3) vote of the entire district board designate, the district board 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. (7/2014)

Note: This is provided in the Standard Form for District Bylaws.

Section 16. In the event that a district governor is temporarily incapacitated and unable to discharge the duties of the office, the district board shall elect by a majority vote of the district board, a past governor, current or past trustee (if any), or a current or 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 incapacitated, the acting governor 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 that the district governor continues to be incapacitated and is not able to reassume the duties and responsibilities of the office, the district board 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. (7/2014)

Note: This is provided in the Standard Form for District Bylaws.
Submitted by: Kiwanis International Board
Purpose: To relocate the provision regarding the existing new member add fee and clarify the text, with no change of existing meaning or implementation.
Effective date: October 1, 2020
Vote required to adopt: Two-thirds
Financial impact: None

Board’s position. The Kiwanis International Board advocates this amendment for the following reasons:

- The bylaws currently provide that a new club must pay a fee for each member before receiving its charter and that the fee is determined by the Kiwanis International Board, subject to one restriction: the amount may not exceed the annual amount of dues, subscriptions fees for official publications, and liability insurance fees.
- This is currently stated in the article about organizing clubs. However, it more appropriately belongs under the article on revenue.
- The new language also captures longtime current practice of charging the same fee for new members joining existing clubs and sets the same limit on the Board: the amount may not exceed the annual amount of dues, subscriptions fees for official publications, and liability insurance fees. This restriction does not currently exist.

Amend Kiwanis International bylaw provisions as follows:

ARTICLE V. ORGANIZING AND CHARTERING OF CLUBS

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

ARTICLE XXII. REVENUE

Section 8. Kiwanis International may charge a fee for each new club member in an amount determined by the Board of Trustees, but not to exceed the annual amount of dues, subscriptions fees for official publications, and insurance fees.
Proposed Amendment 4
Voting Process to Elect Kiwanis International Vice President

Submitted by: Kiwanis International Board
Purpose: To revise the election process for Kiwanis International Vice President to allow delegates more options if no candidate receives a majority vote on the first ballot.
Effective date: October 1, 2020
Vote required to adopt: Majority
Financial impact: None

Board’s position. The Kiwanis International Board advocates this amendment for the following reasons:

• Currently, if no candidate for Vice President receives a majority vote on the first ballot, then only the two candidates who receive the most votes are permitted in the run-off election. When these original provisions were established, Kiwanis was still using written ballots, which took a great deal of time to count manually.

• Kiwanis now routinely uses electronic voting, so additional balloting is simple and easy and would not cause undue delay in the results.

• Going immediately to only the top two candidates takes choice away from delegates. Delegates may be more interested in the remaining candidates if more are allowed to remain in the process longer and thus delegates may be more inclined to vote.

• Under this amendment, Kiwanis would use the same process for a run-off vote for Vice President as currently provided for a run-off vote for President-elect or President. That is: if there are more than two candidates and no candidate receives a majority vote on the first ballot, then only the person getting the lowest vote is dropped from the next ballot and this continues on subsequent ballots until there are only two candidates left, then the person receiving the highest number of votes wins.

• If two or more candidates tie for the lowest number of votes, a ballot will be taken among those candidates to determine who remains on the ballot, before further balloting occurs. (Example: If Joe receives 100 votes, Bill receives 75 votes and Deborah receives 75 votes, then a ballot will be taken between Bill and Deborah to see which one will remain on the ballot.)

• This is arguably the most important vote in Kiwanis. Delegates should be allowed the greatest voice possible.
Amend Kiwanis International bylaw provisions as follows:

ARTICLE XVIII. NOMINATION AND ELECTION OF OFFICERS

Section 2.

 e. A majority of all valid votes cast for each position shall be necessary for the election of the President, President-Elect, and Vice President. In the event that any ballot cast for President, President-Elect, or Vice President does not show a majority for any nominee the President shall designate a time and a place for further balloting. Prior to the second ballot, the nominee having the lowest vote on the first ballot shall be dropped; and on each succeeding ballot, the same procedure shall be followed until some nominee shall have received a majority of all valid votes cast. If two or more candidates tie for the lowest number of votes, a ballot will be taken among those candidates to determine who remains on the ballot, before further balloting occurs. (6/1997)

 f. A majority of all valid votes cast shall be necessary for the election of the Vice President, and the entire house of delegates shall vote for one (1) nominee. In the event that a nominee does not receive a majority of the valid votes cast, the President shall designate a time and a place for a run-off election for such office. For the run-off election, the two (2) nominees receiving the greater number of valid votes cast shall be voted on, and the nominee then receiving a majority of the valid votes cast shall be elected. (6/1997)
Proposed Amendment 5
Remote Voting for Kiwanis International Business

Submitted by: Kiwanis Club of Den Haag, Netherlands. Co-sponsored by the Kiwanis Clubs of Rotterdam Zuid Waterweg; Goes-De Bevelanden; West-Friesland; Barneveld; Kerkrade-Landgraaf; Delft ‘Delfts Blauw’; Laren; Golden West Brabant; Montferland E.O.; Zoetermeer; Leiden; and Rijn en Gouwe, Netherlands.

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

Effective date: October 1, 2021

Vote required to adopt: Two-thirds

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

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

• Every club is a member of Kiwanis International and every club should be able to have a voice in Kiwanis International business. Currently, that is the privilege of those clubs and members who are able and willing to attend. Kiwanis has about 7,500 clubs globally, but only about 1,200 send delegates to the convention. However, all clubs in good standing should have the privilege of participating in the decision-making process.

• With the viability of secure web-based voting, all clubs worldwide could follow the proceedings in the business session by livestream and participate in an online voting process.

• This amendment permits live nominations at the Kiwanis International convention as well as in-person debate on amendments and resolutions, with voting to follow electronically.

Board’s position. The board does not support this amendment for the following reasons:

• The implementation of online voting is a complicated process. Any proposal to use online voting should be thoroughly tested before implementation.

• The Board is uncertain whether this proposal will work.

• This amendment may have a number of unintended consequences that have not yet been identified.
Amend Kiwanis International bylaw provisions as follows:

**SUBSTANTIVE CHANGES**

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

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

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

- The lieutenant governor or a past lieutenant governor from the club’s division;
- A past district secretary who is a member of a club in the same division; or
- The current district secretary, regardless of division. (7/1998)

a. Each club’s alternates shall be designated as alternate number one (1) and alternate number two (2) and shall serve in the numerical order certified for either of the two (2) delegates of the club, if either or both such delegates shall be absent from the convention. (7/1998)

b. Each delegate and alternate shall be an active member in good standing of the club represented, or be a lieutenant governor, a past lieutenant governor, the district secretary, or a past district secretary. (7/1998)

c. The lieutenant governor, a past lieutenant governor, or a past district secretary may each represent any club, but only in the division of which the lieutenant governor’s, past lieutenant governor’s, or past district secretary’s present club is a member and not otherwise represented by two (2) delegates. (7/1998)

d. The district secretary may represent any club in that secretary’s district not otherwise represented by two (2) delegates. (7/1998)

e. Club delegates and alternates shall be elected by the clubs they represent not less than sixty (60) days prior to the date of any annual International convention, or not less than twenty (20) days prior to the date of any special International convention. Their election shall be evidenced by a certificate duly authenticated by the president and the secretary of the club. The status of members as past lieutenant governors or past district secretaries shall be certified by the district governor or district secretary. (6/2015)
f. In the event any club shall fail to certify the election of its delegates and alternates, the Committee on Credentials shall determine the seating of the delegates or alternates for such club. (6/1989)

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

Section 4-3. Elective International officers as defined in Article XI, Section 1, Past International Presidents, Chairmen of current International, Standing, and Special Committees of Kiwanis International, governors-elect, district trustees, district treasurers, district secretaries, lieutenant governors, lieutenant governors-designate, and past district governors who are active members shall be delegates-at-large to all International conventions and entitled to one (1) vote each. (6/2015)

Section 5-4. Each accredited delegate and delegate-at-large present shall be entitled to one (1) vote on each question submitted in any International convention, except as prescribed may be restricted in these Bylaws. There shall be no voting by proxy or absentee ballot. Clubs formally organized no later than sixty (60) days before the date voting begins shall have voting privileges. (7/1998)

Section 6-5. No delegate shall be entitled to vote in a convention on any question presented during a live convention session unless and until the delegate’s registration fee has been paid. However, this provision does not apply to secure remote voting conducted outside of convention sessions. (7/1998)

Section 7-6. The quorum of any International convention shall consist of not less than five hundred (500) delegates and delegates-at-large, provided that in time of emergency, three hundred (300) delegates and delegates-at-large shall constitute a quorum. At least five hundred (500) votes are required for voting results to be considered valid, provided that, in times of emergency, only three hundred (300) votes are required. (7/1998)

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

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

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

ARTICLE XVII. CONVENTION PROCEDURE
(Note: No changes are necessary to Sections 1-3.)

Section 4. Prior to each International convention, the President shall
appoint a Committee on Credentials and a Committee on Elections, each
to consist of no less than five (5) and no more than fifteen (15) members
from clubs. In the case of the Committee on Elections, all members shall
be delegates or delegates at large. A majority of the members of each
committee shall constitute a quorum. (1/2012)

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

Section 6.4.

a. Proposed resolutions may be submitted by: (7/1998)
   (1) The International Board of Trustees; (7/1998)
   (2) A district board or district house of delegates; or (7/1998)
   (3) A club, by a majority vote of the members. (7/1998)

b. The Executive Director must receive all proposed resolutions prior to the
next scheduled International convention but no later than October 31 of
the administrative year during which they will be considered. (6/2013)

c. Within sixty (60) days thereafter, the International Committee on Resolutions
shall meet to consider such proposed resolutions, as well as any resolutions
which may be initiated by the committee. (7/2007)
d. Not later than ninety (90) days prior to the start date of the International convention voting by delegates, the Executive Director shall send to notify the secretary of each club a copy of all proposed resolutions to be considered that administrative year, other than memorial and appreciation resolutions. No other resolutions other than those so sent to clubs shall be considered by the International convention unless recommended by a two-thirds (2/3) vote of the International Board of Trustees. (6/2013)

e. Debate on any resolution shall not be in order until it has been reported out by the Resolutions Committee. At any time prior to the voting thereof by the delegate body, the Resolutions Committee shall be authorized to make editorial changes in any resolution, provided the import of the resolution is not changed thereby.

f. The members of the Committee on Resolutions shall have the privilege of the floor during the time that the resolutions are being considered by the delegate body, but no member of the Resolutions Committee shall have the right to vote on the resolutions, unless said member is an accredited delegate. (4/1999)

ARTICLE XVIII. NOMINATION AND ELECTION OF OFFICERS

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

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

Section 3.

a. The nomination and election procedures for officers to be elected at the annual International convention—President, President-elect, Vice President, and all Trustees except those guaranteed to individual regions—shall be as follows: (7/1998)

(1) The President-Elect shall be the sole candidate for the office of President. (6/1995)

(2) The Vice President shall be the sole candidate for the office of President-Elect. (6/1997)

(3) All candidates for the offices of President-Elect, Vice President, and Trustees for the announced number of terms available must submit notice of candidacy to the Executive Director no later than the opening of the first business session of the annual International convention thirty (30) days before the polls open. (6/2010)
No person shall be considered as a candidate until or unless the following requirements have been met: (6/2010)

- The candidate shall have completed a full term as a district governor prior to announcing his/her candidacy to Kiwanis International. (6/2013)
- Written consent of such person has been given. (6/2010)
- The candidate has been endorsed by the candidate’s district house of delegates prior to the candidate announcing his/her candidacy to Kiwanis International. If extenuating circumstances make it impossible for the district house of delegates to endorse a candidate, he/she may be endorsed instead by the district board in authority during the administrative year in which the election will take place. (6/2013)
- A clear criminal history background check has been conducted and verified by Kiwanis International. (6/2010)

Except as otherwise provided by these Bylaws, nothing contained in this Section shall be construed as limiting the right to make further nominations from the floor of the convention. In the event that fewer candidates than the number of terms to be filled declare themselves by the deadline or in the event of the loss of a declared candidate after the deadline which reduces the total number of candidates to less than the number of terms to be filled, additional qualified candidates may declare their intention to run before any voting begins in accordance with a procedure prescribed by the Board of Trustees. (6/2010)

b. Prior to the nominations, the report of the duly qualified candidates shall be presented to the delegate body. The candidates shall be nominated and voted upon in an order determined by the International Board. (6/2008)

c. The voting shall be by ballot only where there are two (2) or more candidates for the same office. Only accredited delegates or delegates-at-large shall be allowed to vote. (1/2012)

d. No ballot shall be counted whereon it appears that the elector has voted for a greater or lesser number of nominees for an office than there are vacancies to be filled. (6/1997)

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

c. The nominee receiving a majority of the valid votes cast for President, President-elect and Vice President shall be declared elected. When the elections for President, President-elect, and Vice President are conducted via secure remote voting means, preferential balloting shall be used.

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

e. Section 5. The nominees for Trustees for regular three-year terms from the United States and Pacific Canada Region receiving the greater number of valid votes shall be declared elected. When necessary to fulfill the requirements of guaranteed representation for the at-large position of Trustee, as provided in these Bylaws, the nominee receiving the greater number of valid votes shall be declared elected. (6/2010)


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

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

ARTICLE XXVIII. AMENDMENTS TO BYLAWS AND RESCISSION OF INTERPRETATIONS

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

The Bylaws of Kiwanis International also may be enacted and amended by the International Council as provided in Article XIV, Section 4. (7/2007)
Section 2. Prior to the next scheduled International convention but no later than October 31 of the administrative year during which they will be considered, the Executive Director must receive: (6/2013)

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

b. Proposals to rescind the Bylaws adopted by the International Council; or (6/1991)

c. Proposals to change or rescind an interpretation of the Bylaws by the Board of Trustees. (6/1991)

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

a. The International Board of Trustees; (7/1988)

b. A district board of trustees or district house of delegates; or (6/1991)

c. A club, by a majority vote of the members. (7/1988)

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

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

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

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(Updated 6/2016)
Section 7. A majority of the valid votes cast by the House of Delegates shall be required to amend the following provisions of these Bylaws: (7/2006)

Article IV: Section 2
Article V: Sections 2, 4-6, 8
Article VI: All Sections
Article VII: Sections 2-6
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(Updated 6/2016)

INCIDENTAL CHANGES

ARTICLE IV. MEMBERSHIP OF CLUBS IN KIWANIS INTERNATIONAL

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

ARTICLE V. ORGANIZING AND CHARTERING OF CLUBS

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

ARTICLE VIII. CLUB MEMBERS

Section 4. Members Who Belong to More Than One Club

b. Members who belong to more than one (1) club: (6/2000)

(4) May represent only one club for voting purposes at for district or International functions matters. (6/2000)
ARTICLE XI. OFFICERS

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

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

ARTICLE XIII. BOARD OF TRUSTEES

Section 1.

b. The Trustees of the Board of Trustees shall be elected so as to provide that: (6/1997)

(4) The United States and Pacific Canada Region is guaranteed nine (9) Trustees to be elected at large by delegates from that Region by secure remote voting in a manner prescribed by the Board of Trustees at the annual International convention until such time that an alternate plan is presented by the Region and approved by the Board of Trustees. (6/2010)

(6) At-Large Seat. Until such time that all defined regions have at least one (1) guaranteed seat on the Kiwanis International Board, there shall be one at-large seat, which shall be filled by a nominee from any region other than the United States and Pacific Canada Region and shall be elected at large at an annual International convention by delegates and delegates at large from all regions by secure remote voting in a manner prescribed by the Board of Trustees. (6/2010)

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

ARTICLE XIV. INTERNATIONAL COUNCIL

Section 4. The International Council shall confer with and advise the Board of Trustees on matters relating to Kiwanis International. By a vote of two-thirds (2/3) of the entire Council at any meeting, the International Council may enact or amend any provisions of these Bylaws that require a majority vote, provided a copy of any proposed amendment is sent to each member of the Council not less than thirty (30) days prior to the meeting of the Council.
Amendments to these Bylaws passed by the International Council shall remain in force, unless rescinded at the next succeeding International convention, in accordance with as provided in these Bylaws. (7/2007)

ARTICLE XV. INTERNATIONAL CONVENTIONS

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

ARTICLE XIX. DISCIPLINE OF OFFICERS AND VACANCIES IN OFFICE

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

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

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

ARTICLE XX. COMMITTEES

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

a. The quorum of the Committee on Resolutions shall be four (4). (6/1989)

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

ARTICLE XXII. REVENUE

Section 9.

a. Any activity authorized by this section shall not involve the release or use of the Kiwanis International Directory or mailing list, including names, addresses, or telephone numbers of the members of clubs, for entering into third party agreements unless such release or use is expressly authorized by the prior consent of a majority of the delegates at an annual International convention voting delegates. (7/1998)
Proposed Amendment 6
Family Membership Status

Submitted by: Pacific Northwest District. Cosponsored by the New England and Bermuda District Board, Ohio District Board, and Texas-Oklahoma District Board

Purpose: To permanently adopt a new family membership status that provides a 50 percent discount on Kiwanis International dues and fees for qualifying members. Clubs may utilize this new status, provided the club’s district also first adopts a family membership status (50 percent discount) regarding district dues and fees.

Effective date: September 30, 2020

Vote required to adopt: Two-thirds

Financial impact: When average figures from the three pilot districts are applied to all districts worldwide, family membership would result in a revenue loss of up to US$284,000 annually. It is impossible to know or measure how many family members would have otherwise left clubs without this option or how many persons who joined clubs would not have joined without it.

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

• This change will provide one more tool for attracting new members.
• This change will provide financial incentive for family members to join Kiwanis clubs.
• Kiwanis clubs will benefit by strengthening membership and providing more service.
• It will also benefit Kiwanis by strengthening the promotion of the Kiwanis family and increasing the value of the Kiwanis experience to individual members and their families.
• This change will likely cause a temporary loss in revenues from existing family members converting to family membership, but it will be offset by increased participation over time of new family members joining who are not currently members. The first-year phase-in will soften the initial financial impact caused by conversions.

Board’s position. The board does not support this amendment for the following reasons:

• From 2010-2015, Kiwanis International piloted family membership in three districts that requested to participate: New England and Bermuda, Ohio, and Pacific Northwest. The goal of these pilots was to determine whether family membership would increase membership enough to warrant the
50 percent discounts in dues and fees. In January 2016, the Kiwanis International Board analyzed the results based on figures submitted by the piloting districts. Two of the pilot districts lost more members annually during the pilot than they had lost before the pilot, while the third district lost slightly fewer than they had lost before. Based on these results, Kiwanis International determined not to continue family membership.

- The proposer asserts that the bulk of family members will be new members and former Key Club and Circle K members. However, the majority of new family members in all three pilot districts were simply existing club members who changed their designation to receive the dues discount, while only a minority were unique new members. It is unknown how many were former Key Club or Circle K members. Former members of Key Club and Circle K may already join Kiwanis clubs, and they qualify immediately, without documentation, for a two-year waiver of Kiwanis International dues.

- Historically, data has proven that discounted membership programs have not increased membership in clubs. When discounts have been offered as a solution to growth, they fail to meet expectations or show significant growth. Any small degree of potential growth must always be weighed against other impacts to the organization. A positive club membership experience is the key factor in adding and retaining club members.

- The pilot program defined family members as a spouse, partner, adult offspring or adoptee, sibling or equivalent of a regular member who paid full dues. This proposal does not require any actual familial relationship. Residing at the same address is the only criteria, which could apply to friends, roommates, etc. The Lions Club program referenced by the proposers requires a familial relationship.

- Under this proposal, a club may not offer family membership status unless the district also provides a 50 percent reduction in the new member add fee and annual dues. This essentially places control of the status with the district, not the club, which is unprecedented in Kiwanis.

- As mentioned above, the pilot programs primarily shifted existing members paying full dues to family members paying reduced dues. The resulting revenue loss if this amendment is adopted may force Kiwanis International and/or participating districts to request a dues increase sooner than they would otherwise need to. That would affect all clubs, not just those utilizing family membership status. This proposal essentially asks members who pay full dues to subsidize family members.

- This proposal contradicts Kiwanis International’s continual efforts to simplify dues and fees for clubs and members. The Kiwanis International Board adopted a proposal to simplify the complicated dues and fees structure for new members joining clubs, beginning in 2021. Today, membership software utilized by Kiwanis must accommodate more than
900 product codes for different membership and dues classifications, waivers, tiered dues, and more. The Board’s intent is to reduce the cost and complexity of the billing infrastructure. This amendment is contrary to those efforts.

- In 2012, Kiwanis removed specific types of membership from the Kiwanis International Bylaws, allowing each club to determine their own membership types as best suits their members and their needs. Adding one specific membership type back into the bylaws is contrary to that improvement. Individual clubs may already discount club dues for family members, if they wish.

**Amend** Kiwanis International bylaw provisions as follows:

**ARTICLE VIII. CLUB MEMBERS**

**Section 7. Family Membership Status**

a. Family Membership status may be granted by a club to members who have the same shared residence as an active member and who are members of the same club. Each shared residence must include at least one active member who pays full Kiwanis International and District dues (known as the primary member) and may include up to three members with family membership status. The club will be responsible for verifying the legitimacy of the residency requirement.

b. Before clubs may grant Family Membership status their District must first amend its bylaws to also provide a 50 percent discount of district dues and new member enrollment fees for family members.

c. Family Members shall pay 75% of the Kiwanis International and District dues in the 2020-2021 administrative year and 50% thereafter. All other applicable fees remain payable, including insurance, as well as the financial obligations to the member’s club. Family member status shall not apply to any members forming new clubs. After the club is formally organized, members may apply for Family Membership status.

**ARTICLE XXI. OFFICIAL PUBLICATIONS**

**Section 4.** Each club in the United States and Canada, excluding the French-speaking clubs in Canada, shall make it a condition of membership that each member, except those with family membership status, shall be a subscriber to the official publications of Kiwanis International and shall continue as such while a member. However, if spouses are both members of a club, one spouse may choose not to subscribe. (6/2012)
Section 6. Each club in the United States and Canada, excluding the French-speaking clubs in Canada, shall collect from each of its members, except those with family membership status, the subscription price of the official publications together with the regular membership dues. Such subscription shall be duly entered upon the books of the club in a special subscription account, and the subscriptions for official publications shall be forwarded to the Executive Director of Kiwanis International. However, clubs shall not collect the subscription price from both spouses who are members of a club if one spouse has chosen to not subscribe. (6/2012) (see also interpretations)

ARTICLE XXII. REVENUE

Section 1. Subject to Sections 2 and 3 of this Article, each club shall pay to Kiwanis International for each member, with the exception of those holding life member status, the sum of fifty-two dollars (US $52) per annum. However, members holding family member status shall pay dues as provided in Article VIII. Such sum shall be based on each club’s annual membership report as of September 30 of each year and shall be due annually on October 1 and payable by November 30. (6/2015)
Proposed Amendment 7
Basic Structure Governing Comprehensive Bylaws Revisions

Submitted by: Kiwanis International Board
Purpose: To adopt a basic structure that will govern consideration of major bylaws revisions, whenever comprehensive amendments are deemed necessary or advisable.
Effective date: August 1, 2020
Vote required to adopt: Two-thirds
Financial impact: None

Board’s position. The Kiwanis International Board advocates this amendment for the following reasons:

• From time to time, every organization should conduct a comprehensive review of its governing documents and make appropriate adjustments. The last comprehensive review of the Kiwanis International Bylaws was conducted in 1988 and 1989 – 30 years ago.
• Kiwanis International needs guidelines that would govern this special type of amendment process, now and in the future.
• The new bylaws article would authorize a comprehensive bylaws review and revision to be conducted from time-to-time and provide the basic structure for the process.

Amend Kiwanis International bylaw provisions as follows:

ARTICLE XXVII. BYLAWS REVISIONS

Section 1. At the recommendation of the Kiwanis International Board, the House of Delegates may, by a two-thirds (2/3) vote, order a revision of the Kiwanis International Bylaws to be considered the following year, to include such changes as are provided in the Board’s recommendation.

Section 2. At the meeting when the Kiwanis International Bylaws revision is considered, no other Bylaw amendments may be proposed from any other source.

Section 3. No amendments to any other provisions of the Kiwanis International Bylaws may be considered except those directly relevant to the changes proposed in the revision.

Section 4. A two-thirds (2/3) vote shall be required for adoption of a Bylaw revision.

Section 5. At the meeting at which the Bylaw revision is ordered, rules for its consideration may be adopted by a two-thirds (2/3) vote which will be binding on revision consideration the following year.
Resolution
2021 Kiwanis International Bylaws Modernization Revision

Submitted by: Kiwanis International Board

Purpose: 1) To request the Kiwanis International Board to propose the pending bylaws modernization revision; and 2) to adopt special rules that will govern consideration of the modernization revision at the 2021 Kiwanis International Convention.

Effective date: August 1, 2020

Vote required to adopt: Two-thirds

Financial impact: None.

RESOLUTION

WHEREAS, the Kiwanis International Board recommends a modernization revision of the Kiwanis International Bylaws for consideration at the 2021 annual convention, and

WHEREAS, the Kiwanis International Board has provided adequate information in support of the changes to be proposed in the revision,

THEREFORE BE IT RESOLVED THAT:

The House of Delegates orders a revision of the Kiwanis International Bylaws for consideration at the 2021 Kiwanis International Convention; and

Amendments to the revision may be proposed by a club, by majority vote of its members; by a district board or district house of delegates, by majority vote of either one; or by the Kiwanis International Board; and

Any proposed amendments to the Kiwanis International Bylaws revision submitted to the Executive Director in writing no later than February 19, 2021, shall be considered during debate on the revision; and

Any proposed amendments to the Kiwanis International Bylaws revision that are submitted after February 19, 2021, must be submitted in writing no later than May 21, 2021. However, when these later amendments are moved and seconded during consideration of the revision, they will be subject to an immediate requirement for a majority vote before discussion of such amendment will occur. If a majority vote is not obtained, the amendment will not be considered. If a majority vote is obtained, the amendment will be discussed subject to the same rules for consideration as the amendments submitted by February 19; and

No amendments to the Bylaws revision will be considered that are not submitted in accordance with the rules stated above; and
Amendments to the Bylaws revision will require a majority vote for adoption; and

After all amendments to the Bylaws revision have been considered, a single vote will take place on the entire revision.