

## **Proposed Bylaw Amendments and Proposed Resolutions** (2023 edition for the Bylaws Modernization Revision)

### **What's the difference between a bylaw amendment and a resolution?**

- A bylaw amendment proposes a change to the Kiwanis International bylaws.

During the 2022-23 administrative year, amendments may only be proposed to portions of the bylaws that are already slated for changes in the Bylaws Modernization Revision. (See more about the Modernization Revision below.) Amendments may not be proposed to other portions of the Kiwanis International Bylaws.

- A resolution proposes action relating to service matters, social concerns or special initiatives. Resolutions may not be used to change the Kiwanis International bylaws.

### **Who may submit proposed amendments or resolutions?**

Proposed bylaw amendments or resolutions may be submitted by:

- A club in good standing by majority vote of its membership. Proposals cannot be accepted from a club board or individual Kiwanians.
- A district by a majority vote of its board of trustees or its house of delegates. Proposals cannot be accepted from individual district officers or chairs.
- The Kiwanis International board.

### **What is the Bylaws Modernization Revision and how does it relate to amendments or resolutions?**

From time to time, every organization should conduct a comprehensive review of its governing documents and make appropriate adjustments. The last such review of the Kiwanis International Bylaws took place 30 years ago. A special global committee spent two years conducting a new review. Their recommended changes are being presented to clubs as a special type of amendment called a revision. This complete revision, as well as a short summary, can be found at the link stated above. Most changes simply move text, improve clarity or update language to reflect current processes, with no change to the way Kiwanis does business. Substantive changes were removed and addressed individually at the 2022 Kiwanis International Convention.

The 2022 House of Delegates established some special rules for consideration of the revision at the 2023 convention.

- **No other bylaw amendments on new topics may be proposed at the 2023 convention**, except those which may be offered by the Kiwanis International Board directly related to the financial management of the organization.
- **Amendments cannot be proposed to any bylaw provisions that are not already slated for change in the revision.** For example, the revision does not include any change in the criteria for life membership, so an amendment to change that criteria would not be valid.
- **Due to the complexity of the whole revision, amendments are not encouraged. However, they are permitted via the proper process.**
- **There are two separate deadlines for clubs or districts to offer amendments to the revision.**

- ✓ **February 24, 2023**, which is approximately 120 days before the convention. Amendments received by February 24 will be debated by the House of Delegates and ultimately approved or defeated.
- ✓ **May 24, 2023**, which is approximately 30 days before the convention. Amendments received by May 24 will be offered to the House; however, the House will have the option to *not* consider those amendments at all. If the House agrees to consider an amendment received by May 24, then it will be debated and ultimately approved or defeated.
- **Amendments may not be proposed after May 24.**
- **Amendments may not be submitted from the floor.**

## When are amendment and resolution proposals due?

Submissions of proposed **resolutions** must be *received* (not postmarked) by Kiwanis International **no later than October 31** prior to the Kiwanis International Convention at which they will be considered. Postmark has no bearing on submission date.

As explained above, there are two opportunities to submit proposed **amendments to the revision: February 24, 2023, and May 24, 2023**. Amendment proposals must be *received* (not postmarked) by Kiwanis International by these dates. Postmark has no bearing on submission date.

Proposals may be sent by postal mail, fax or email. Send proposals to: Attention Executive Director, Kiwanis International, 3636 Woodview Trace, Indianapolis, IN 46268, or fax to 317.879.0204, or email to [governance@kiwanis.org](mailto:governance@kiwanis.org). **Note:** *If you send your proposal through postal mail, please use certified mail or some other traceable method.*

**TIP: “Don’t wait until the last minute to submit a bylaw amendment or resolution,”** cautions Barry Glazer, Kiwanis International’s parliamentarian and past president of the American Institute of Parliamentarians. “Begin working on it early to allow advance time to consult with the staff, parliamentarian and any reviewing committees. They can provide advice as to whether the amendment is in the proper form, if the language is appropriate, if it addresses all relevant provisions and potential problems with implementation. Last-minute submissions usually do not permit opportunities for improving the final wording of your proposal and thus reduces its chances of adoption.”

## How do I write a proposed amendment or resolution?

Drafting amendment or resolution proposals takes careful thought and preparation.

- **Use the appropriate templates given at the end of this document to prepare and submit any proposal.**
- Include a clear statement of the basic **purpose or intention** of your proposal (what you hope it will accomplish).
- State your **rationale** (key reasons) for why the proposal would be good for the organization. The template gives further instructions about this.

- *For amendments only:* Indicate **which article(s) and section(s) of the bylaws you propose to amend** and write **the exact wording of your proposal**. If your club or district needs help identifying the correct provisions or finalizing the exact wording, Kiwanis International staff can assist you; contact the Governance Specialist at [governance@kiwanis.org](mailto:governance@kiwanis.org). **Allow 2-4 weeks prior to the submission deadline for such consultation. If you submit your proposal on the deadline, it is too late for advance consultation.**
- Consider any **financial ramifications or possible unintended consequences** of your proposal and, if necessary, revise the wording to account for these.
- Each *amendment* proposal will be considered to be effective October 1, 2023, which is the date the entire new bylaws revision will become effective. *Resolutions* are effective immediately upon adoption unless a later effective date is stated, such as October 1 or later.
- Your club or district should **submit a cover letter or email** (postal mail, fax, or email) informing Kiwanis International of your proposal. The proposal itself should follow the given template.
- The club or district should also **designate a member who is authorized to work with Kiwanis International on behalf of the club or district to make revisions** that may be recommended. This is a good practice because sometimes there is not enough time between recommendations from Kiwanis International and the next step in the process for a club or district to formally meet again and vote on recommended changes. Instead, the club or district may designate that a particular club member is authorized to approve changes on its behalf that are in keeping with the intention of its original proposal.
- **Submit your proposal as soon as possible but no later than the relevant deadline.**

## What happens to proposals after they are submitted?

After you've submitted your proposed amendment or resolution to Kiwanis International by the deadline, here's what happens:

- Staff acknowledges receipt of it.
- Staff verifies whether your submission is a proposed amendment or resolution and initially reviews the document for general format, content, and accuracy. Staff may give initial advice and suggestions to the proposer to make sure it was submitted properly.
- The proposal is forwarded to the appropriate committee for formal review. The committee will review the proposal for various factors, including whether it is clear and accurate in meeting your stated intention; if it will have any financial impact; and whether it can be realistically implemented.
  - If it is an *amendment* proposal, they will also verify whether all appropriate provisions have been included.
  - If it is a *resolution* proposal, the committee has the authority to accept, reject, edit, or combine any resolution proposals.
- The committee will report its findings to the Kiwanis International Board, and the Board will determine whether to support or not support the proposal. Staff will inform you of the board's

position, then the club or district may decide either to continue with their proposal or to withdraw it from consideration.

*Note: Assistance or advice from the committee or staff has no bearing on whether or not the board will ultimately support your proposal.*

- All viable proposals will be publicized to clubs prior to the convention, along with the board's position on each.

## **What happens to proposals during the convention?**

- At the next Kiwanis International convention, a delegate from your club or district (or some other delegate acting on your behalf) must move adoption of your proposal during the House of Delegates. If this does not happen, your proposal cannot be debated or adopted. That person goes to a microphone and says "I move adoption of ..."
- After someone moves adoption, that person is given the first opportunity to speak in favor of the proposal, with a two-minute time limit.
- The presiding officer will then guide debate on your proposal, alternating between those speaking in favor of it and those speaking against it. Each speaker has a two-minute time limit, and there is a 15-minute total limit for each proposal. Timekeepers will be present. No one who speaks once on a proposal is allowed to speak again unless there is no one else at the microphone waiting to speak.
- After debate concludes, delegates vote on each proposal and the presiding officer declares whether it has been adopted or defeated.

## **Questions?**

If you have any questions, contact the Governance Specialist at the International Office:  
[governance@kiwanis.org](mailto:governance@kiwanis.org).

**PROPOSED AMENDMENT TEMPLATE FOR THE MODERNIZATION REVISION**

**Submitted by:** The Kiwanis Club/District of \_\_\_\_\_

**Purpose/Intention (what you wish to accomplish with this change):**  
\_\_\_\_\_

**Why/how is this change important to the Bylaws Modernization Revision?**  
\_\_\_\_\_  
\_\_\_\_\_

**Financial impact, if any (approximate estimated dollar amount and explanation):** \$ \_\_\_\_\_

**Effective date:** (The effective date of all amendments will be October 1, 2023, which is the effective date of the Modernization Revision.)

**PROPOSED AMENDMENT (the actual wording of the change):**

**Bylaws Modernization Revision wording.** *State the number and title of each relevant article, and the number and text of each relevant section. Here is an example.*

ARTICLE VI. CLUB OPERATIONS

Section 9. A club shall submit to Kiwanis International such reports as required by the Board of Trustees.

**Proposed amended wording.** *State how you would like the text to read. Here is an example.*

ARTICLE VI. CLUB REPORTING

Section 9. Each club shall report its membership figures to Kiwanis International on the 15th of each month.

**Note:** *Staff will add the necessary formatting to reflect the changes properly.*

**Certification**

We certify this proposed amendment to the Bylaws Modernization Revision was approved by a majority vote of our club membership at a meeting which included a quorum on \_\_\_\_\_ (date) \_\_\_\_\_.

We also certify that \_\_\_\_\_ (member's name) \_\_\_\_\_ is authorized to make changes to this proposal on behalf of the club as may be recommended by Kiwanis International, provided such changes are in keeping with the club's original intention.

Kiwanis Club/District of \_\_\_\_\_

Club President: \_\_\_\_\_ Club Secretary: \_\_\_\_\_

*Note: If a district is submitting the amendment, this would be the Governor and Secretary instead.*

Signature: \_\_\_\_\_ Signature: \_\_\_\_\_

*Note: If submitted by email, signatures are not required.*

**PROPOSED RESOLUTION TEMPLATE**

**Submitted by:** The Kiwanis Club/District of \_\_\_\_\_

**Purpose/Intention (what you wish to accomplish with this resolution):**  
\_\_\_\_\_  
\_\_\_\_\_

**Financial impact, if any (approximate estimated dollar amount and explanation):** \$ \_\_\_\_\_  
\_\_\_\_\_

**Effective date:** \_\_\_\_\_

(Note: All resolutions are effective immediately unless a later date is specifically included.)

**PROPOSED RESOLUTION (the actual wording)**

*The following **example** is taken from an actual past resolution, intended as an example only.*

- *The **Whereas** clauses should reflect the **reasons** you are making the proposal, why you believe it is important or good for the organization. You may have as many **Whereas** clauses as desired.*
- *The **Resolved** clause(s) should reflect the **action(s)** you wish to happen.*

*The club or district may include additional advocacy information in a cover letter or email, if desired.*

**Whereas** Kiwanis is a global organization of volunteers dedicated to changing the world, one child and one community at a time; and

**Whereas** many of Kiwanis’ fellow service organizations have similar missions focused on making the world a better place for children; and

**Whereas** the Presidents of Kiwanis International, Rotary International, Lions International and Optimist International met to discuss similarities and differences; and

**THEREFORE BE IT RESOLVED THAT** Kiwanis International supports exploring collaboration with Rotary International, Lions International and Optimist International on ways to serve the needs of children.

**Certification**

We certify this proposed resolution was approved by a majority vote of our club membership at a meeting which included a quorum on \_\_\_\_\_ (date) \_\_\_\_\_.

We also certify that \_\_\_\_\_ (member’s name) \_\_\_\_\_ is authorized to make changes to this proposal, on behalf of the club, as may be recommended by Kiwanis International, provided such changes are in keeping with the club’s original intention.

Kiwanis Club/District of \_\_\_\_\_

Club President: \_\_\_\_\_ Club Secretary: \_\_\_\_\_

*Note: If a district is submitting the resolution, this would be the Governor and Secretary instead.*

Signature: \_\_\_\_\_ Signature: \_\_\_\_\_

*Note: If submitted by email, signatures are not required.*