

PROPOSED AMENDMENTS & RESOLUTIONS

FOR CONSIDERATION BY THE KIWANIS
INTERNATIONAL HOUSE OF DELEGATES

JULY 6, 2024

Kiwanis[®]
CONVENTION 2024
DENVER



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Kiwanis®

To all Kiwanis clubs:

April 3, 2024

Proposed amendments to the Kiwanis International Bylaws and a proposed resolution will be presented for action at the 2024 Kiwanis International Convention in Denver, Colorado, U.S. Several important issues will be considered and voted on at the House of Delegates on Saturday, July 6. Complete information is included in this booklet. A two-thirds (2/3) affirmative vote is required to adopt an amendment.

In accordance with the provisions of the Kiwanis International Bylaws, these proposals are being shared with the secretary of each chartered club 90 days prior to the convention. The proposer's rationale is stated as well as the Kiwanis International Board's position on those proposals 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: Each club ~~may~~ shall hold ~~a program~~ an annual project.

New wording: Each club shall hold an annual project.

This year, Standing Rule 12 (see pages 4-5) extends the time limit for Amendments 1 and 2 to allow delegates more opportunity for debate. The process for extending debate on other amendments is also stated.

We look forward to seeing you in Denver.

Sincerely,

A handwritten signature in black ink that reads "Paul G. Palazzolo".

Paul G. Palazzolo
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 [X] time.” Instead, the correct motion would be “postpone until [X] 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.

Appeal: If a delegate believes the presiding officer’s ruling on a procedural matter is incorrect, the delegate may appeal the ruling. The delegate should promptly go to a microphone before another speaker has been recognized and state: “I appeal the ruling of the chair.” The appeal is debatable. After debate, the chair will ask whether the ruling should be sustained. A majority in favor or a tie vote sustains the chair’s ruling. A majority vote in opposition reverses it.

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, ballots (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.

Note: This year, the time limit for Amendments 1 and 2 shall be 30 minutes for the main motion and 10 minutes for each debatable secondary motion. If a delegate wishes to suggest an extended time limit for any other amendment, they should go to a microphone, wait to be recognized and move to do so. A majority vote of the house is required to extend the 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 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 Kiwanis International Dues (one-time increase)

Submitted by: Kiwanis International Board

Purpose: To increase the Kiwanis International dues to US\$77, US\$50 and US\$34 respectively for each tier.

Effective date: October 1, 2024

Financial impact: This amendment would bring in projected additional revenue of US\$4 million annually. Combined with careful budget practices and ongoing cost reductions, this will have a significant impact on reducing future deficits and helping to ensure the long-term financial health of the organization.

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

- Delegates at this convention have an urgent matter to vote on — how to address a growing budget deficit.
- The annual dues that members pay to their clubs is composed of Kiwanis International dues, district dues and club dues. Kiwanis International dues are used to support clubs, divisions and districts with leadership education, training events, printed and digital resources, translation and interpretation in eight core languages, technology and digital products, global marketing, public relations and legal services. Dues also support our Service Leadership Programs: Key Club, Circle K International, Aktion Club, Builders Club, and K-Kids. A dues increase will also allow Kiwanis International to continue to invest in Kiwanis club openings and provide resources and education to members, clubs and districts.
- Kiwanis International has had one dues increase in the last twenty years. Since then (2015), we've seen an overall decrease in membership and a decline in dues revenue of 14%, which equates to US\$1.42 million annually. The cost of living has increased by 33% in the U.S. and even more in other parts of the world where Kiwanis is. Legal costs have risen 400% and IT and cybercosts have increased by 76% due to cybersecurity and the changing landscape of working with youth. Purchasing power has eroded by 22%, so we are paying more for less than nine years ago.
- Kiwanis International has been operating with a budget deficit since 2015. Since the bylaws do not allow the Kiwanis International Board to adjust dues in small amounts for annual inflation, we have relied on a strong economy and solid investment returns to cover operating costs. However, under current and forecast conditions, the investments and reserves will be depleted if they continue to be used to cover deficits. The global slowdown and inflation crisis, along with the lingering effects

of the COVID-19 pandemic, are impacting the financial health of many businesses and organizations, including Kiwanis. Our financial reserves have fallen by more than 42% since 2021. Membership has not recovered from the pandemic and our dues revenue continues to fall as well. Growing membership alone cannot make up for the financial shortfall.

- The board continually looks for ways to add value and control spending. Adjustments were considered before COVID-19, but priorities shifted with challenges brought on by the pandemic. Kiwanis spends less money now than it did in 2006 and has consistently done so for 15 years. Staffing levels are down 12% -- but because we haven't cut any services to clubs and members, staff workload is the same or higher. Travel spending has been reduced by 25%. Official communications for the benefit of members and leaders are being produced and delivered in new ways. The staff and the organization have continued to do more with less, but we can't cut our way out of the current situation.
- Without an adequate dues increase, severe program cuts will be necessary in many programs and services to clubs and districts — including training, education and Service Leadership Programs. This will negatively impact Kiwanis service to children.
- Kiwanis International partners with businesses and organizations to raise non-dues revenue but these revenue streams have not made a significant impact on the organization's bottom line. Kiwanis continues to explore sponsorship and advertising opportunities, but historically these have not provided significant revenue.
- Every major service organization has implemented dues increases since our last increase in 2015, some more than once. Six peers have proposed dues increases this year, with two more coming in 2025.
- The proposed dues amount aligns with many of Kiwanis' peer service organizations:

Sertoma: US\$130

Cosmopolitan International: US\$100

Civitan International: US\$90

Zonta International: US\$88

Optimist International: US\$84¹

Rotary International: US\$82¹

Soroptimist International: US\$74

Lions Clubs International: US\$50²

¹ US\$42.95 for clubs in developing nations

² By 2025

- Historically, dues increases have not led to a decrease in membership. Members’ satisfaction with their club experience, positive networking opportunities and community service have always been reported as the top factors in whether people decide to join or leave a club.
- Kiwanis clubs globally are continuing to develop future generations of healthy children ready to learn, lead and make a difference for generations to come -- generations who will become leaders themselves, addressing and solving challenges we can’t yet imagine. Let’s continue to be the best service organization in the world for the next 100 years.
- You can find more information about Kiwanis dues at kiwanis.org/kiwanis-dues.

At-a-glance summary (All amounts are in U.S. dollars.)

Tier	Current	Proposed
Tier A	\$52	\$77
Tier B	\$34	\$50
Tier C	\$23	\$34

Amend Kiwanis International bylaw provisions as follows:

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, annual membership dues of ~~fifty-two dollars (US\$52)~~ seventy-seven dollars (US\$77) per annum. 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. (6/2023)

Section 2. The Kiwanis International Board shall adjust the dues from the clubs in any country where the Gross National Income per capita is less than ten thousand dollars (US \$10,000) as reported by the World Bank. The schedule for payment shall be as follows: (6/2015)

- Tier A: Countries with per capita income US\$10,000 or more ~~pay US\$52~~ shall pay the amount stated in Section 1. (6/2015)
- Tier B: Countries with per capita income US\$5,000 to US \$9,999 ~~shall pay US\$34~~ US\$50.
- Tier C: Countries with per capita income US\$4,999 or less shall pay ~~US\$23~~ US\$34.

Section 3. If a club member is a former member of a Kiwanis International Service Leadership Programs club, the member’s club shall be relieved of any obligation to pay Kiwanis International dues for such member for a period of two (2) administrative years from the date of joining their first Kiwanis club.

The financial obligations to said member's local club and district, the subscription for official publications, and the premium payable to defray the cost of insurance prescribed in these bylaws shall remain payable. (6/2023)

Proposed Amendment 2 Kiwanis International Dues Tiers (reduction of tier levels)

Submitted by: Kiwanis International Board

Purpose: To reduce the number of tiers from three to two and adjust the amounts charged as reflected in Proposed Amendment 1.

Effective date: October 1, 2024

Financial impact: The impact is a reduction in revenue of approximately US\$46,500 annually.

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

- The concept of tiered dues was adopted in 2003, when delegates approved a new dues structure based on the gross national income (GNI) per capita for each nation as reported by the World Bank. Tier A was the standard dues amount for most Kiwanis clubs in most nations, while Tiers B and C implemented discounted dues for clubs in nations with lower per-capita income. Clubs paying Tier A dues essentially subsidize the dues for Tier B and C clubs.
- Kiwanis has had over 20 years to ascertain whether tiered dues have achieved the original goal of significantly growing membership. Data shows that, of the 22 nations and districts designated as Tier B or C, 77% have shown membership losses since being designated in the lower tier.
- Tiered dues have resulted in extra complexity and cost in administration and have caused unnecessary confusion for some clubs and districts.
- The cost of supporting clubs in Tier B and C nations is higher than supporting clubs in Tier A. Kiwanis needs to adequately support all clubs to invest in their long-term sustainable growth and ultimately provide even more Kiwanis service in the world.
- The vast majority of Kiwanis' peer service organizations do not offer dues discounts but have demonstrated growth in Tier B and C nations. We do not want the unintended global perception that the Kiwanis experience is less valuable.
- The board recommends a simplification of tiered dues, as proposed in this amendment:
 - Tier A will remain as the standard Kiwanis International dues amount.
 - Tier C will remain as the only discounted rate.
 - Tier B will be eliminated. Nations currently in Tier B will pay what is currently the lowest discounted rate.
 - The new tiers will be referred to as Tiers 1 and 2.

- Each tier will pay the dues amount that delegates may adopt as part of either Proposed Amendments 1, 5, or 6.
- The board believes that the small initial loss of annual revenue is worth it to simplify tiered dues.

As of October 1, 2023, Kiwanis had 161,977 members in Tier A; 4,244 members in Tier B; and 7,928 members in Tier C. The list of nations and districts by tier, as well as more information, can be found at kiwanis.org/kiwanis-dues.

- Nothing in this amendment affects district dues. It pertains only to Kiwanis International dues.

At-a-glance summary (All amounts are in U.S. dollars.)

Current	Basis	Dues		Proposed	Basis	Dues
Tier A	\$10,000 or more	\$52		Tier 1	\$10,000 or more	\$77
Tier B	\$5,000 to \$9,999	\$34		(Merging into Tier 2)	----	----
Tier C	\$4,999 or less	\$23		Tier 2	\$9,999 or less	\$34

Amend Kiwanis International bylaw provisions as follows:

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, annual membership dues of fifty-two dollars (US\$52) per annum. 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. (6/2023)

Section 2. The Board of Trustees shall adjust the dues from the clubs in any country where the Gross National Income per capita is less than ten thousand dollars (US \$10,000) as reported by the World Bank. The schedule for payment shall be as follows: (6/2015)

- ~~Tier A: Countries with per capita income US \$10,000 or more pay US\$52. (6/2015)~~
- ~~Tier B: Countries with per capita income US \$5,000 to US \$9,999 pay US\$34.~~
- ~~Tier C: Countries with per capita income US \$4,999 or less shall pay US\$23.~~
- Tier 1: Countries with per capita income of US \$10,000 or more shall pay the amount stated in Section 1.
- Tier 2: Countries with per capita income of less than US\$10,000 shall pay

US\$34.

Section 3. If a club member is a former member of a Kiwanis International Service Leadership Programs club, the member's club shall be relieved of any obligation to pay Kiwanis International dues for such member for a period of two (2) administrative years from the date of joining their first Kiwanis club. The financial obligations to said member's local club and district, the subscription for official publications, and the premium payable to defray the cost of insurance prescribed in these bylaws shall remain payable. (6/2023)

Proposed Amendment 3 Kiwanis International Board Composition

Submitted by: Kiwanis International Board

Purpose: To reduce the number of Kiwanis International trustees from 15 to 12.

Effective date: Phase-in implementation would begin with elections in 2025 and be completed by the elections in 2027.

Financial impact: This amendment will generate a cost savings of US\$18,750 per year over current levels.

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

- The Kiwanis International Board asked the special committee on Organizational Operations and Structure Assessment (OOSA) to reassess the current allocation of Kiwanis International trustees to determine whether the global membership of Kiwanis is still adequately represented on the board. The board also asked the committee to consider whether a reduction of the overall board size was feasible.
- Based on the most recent club and membership data among all regions in proportion to one another, as well as membership history, OOSA recommended that the allocation of trustees be adjusted as reflected in this amendment:
 - The United States and Pacific Canada Region should have seven guaranteed trustees, rather than nine.
 - The Asia-Pacific Region should still have two guaranteed trustees.
 - The Europe Region should still have two guaranteed trustees.
 - The Canada and Caribbean should still have one guaranteed trustee.
 - The at-large seat should be eliminated. This seat was originally intended for candidates from parts of the world not otherwise represented on the board — but in practice it has served as an additional seat for the Asia-Pacific and Europe Regions, which are already guaranteed two seats each.
- If approved, this system of allocation would be reevaluated every 10 years.
- This amendment does not propose any changes to the offices of president, president-elect, vice president, or immediate past president.
- This amendment would be implemented over a three-year period, as stated by the provisos in relevant sections. This time period allows the established attrition of existing trustee terms and maintains an equal number of trustees in each class for possible election as vice president.

- One trustee for the United States and Pacific Canada Region would be eliminated as of the 2025-26 administrative year. This applies to the 2025 elections.
- The at-large trustee would be eliminated as of the 2026-27 administrative year. This applies to the 2026 elections.
- Another trustee for the United States and Pacific Canada Region would be eliminated as of the 2027-28 administrative year. This applies to the 2027 elections.

Amend Kiwanis International bylaw provisions as follows:

ARTICLE 12. OFFICERS AND TRUSTEES

Section 6. Trustees

- a. The term of each Trustee shall be three (3) years, except for those elected to fill vacancies as provided in these Bylaws. (6/2022)
- b. No person shall serve for more than four (4) years in the office of Trustee. However, the time served by any member appointed by the Kiwanis International Board to fill an unexpired portion of a vacant term shall not count in determining the number of years served as Trustee for the purpose of this provision. (6/2022)
- c. Five (5) Trustees shall be elected each administrative year: three (3) from the United States and Pacific Canada Region and two (2) from all other regions. However, when the term of the at-large trustee is in its last year, that trustee shall be elected in place of one of the two seats from all other regions. (6/2023)

Proviso: *As of October 1, 2025, Section 6c shall be revised to read as follows, which shall govern the elections held in 2025 and thereafter:*

Four (4) Trustees shall be elected each administrative year by their respective regions, which shall include either two or three (2-3) from the United States and Pacific Canada Region and either one or two (1-2) from all other regions, based on the number of regular terms in the respective regions open the following administrative year as provided in Article 13. A schedule of open terms shall be maintained and published annually by Kiwanis International as soon as practicable.

ARTICLE 13. BOARD OF TRUSTEES

Section 1.

- a. The Kiwanis International Board shall consist of the President, President-Elect, Immediate Past President, Vice-President, and fifteen (15) Trustees. (7/2006)

Provisos:

As of October 1, 2025, Section 1a will be revised to state “fourteen (14) trustees”, which shall apply to the elections held in 2025.

As of October 1, 2026, Section 1a will be revised to state “thirteen (13) trustees”, which shall apply to the elections held in 2026.

As of October 1, 2027, Section 1a will be revised to state “twelve (12) trustees”, which shall apply to the elections held in 2027 and thereafter.

- b.** The Trustees shall be elected so as to provide that: as follows. This system of representation shall be reviewed every ten (10) years by the Kiwanis International Board or as otherwise deemed necessary. (6/2023)
- (1) The Asia-Pacific Region is guaranteed two (2) Trustees, to be selected by that region by a procedure it recommends and which is approved by the Kiwanis International Board. (6/2010)
 - (2) The Canada and Caribbean Region is guaranteed one (1) Trustee, to be selected by that region by a procedure it recommends and which is approved by the Kiwanis International Board. (6/2010)
 - (3) The Europe Region is guaranteed two (2) Trustees, to be selected by that region by a procedure it recommends and which is approved by the Kiwanis International Board. (6/2010)
 - (4) The United States and Pacific Canada Region is guaranteed nine (9) Trustees to be elected at large by delegates from that Region at the annual Kiwanis International convention until such time that an alternative plan is presented by the region and approved by the Kiwanis International Board. (6/2010)

Provisos:

As of October 1, 2025, subsection (4) will be revised to state “eight (8) Trustees,” which shall apply to the elections held in 2025.

(No changes are necessary to subsection (4) in 2026.)

As of October 1, 2027, subsection (4) will be revised to state “seven (7) Trustees,” which shall apply to the elections held in 2027 and thereafter.

- (5) Other Regions. When another region has a minimum of two districts, it will be considered by the Kiwanis International Board for a guaranteed seat, subject to the appropriate amendment of this Article. (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 Kiwanis International convention by delegates from all regions. (6/2023_

Proviso: As of October 1, 2026, subsection (6) will be deleted, which shall govern the elections held in 2026 and thereafter.

- c. No district may have more than one (1) member on the Kiwanis International Board.
- d. A district shall not have a person on the Kiwanis International Board for one (1) administrative year after another person from that district has completed service on the Board, except where necessary to fill a guaranteed seat as provided in these Bylaws. (6/2023)

ARTICLE 18. NOMINATION AND ELECTION OF OFFICERS

Section 4. The nominees for Trustees for regular three-year terms from the United States and Pacific Canada Region receiving the greater number of valid votes cast 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 cast shall be declared elected.~~ (6/2023)

ARTICLE 19. VACANCIES IN OFFICE AND DISCIPLINE OF OFFICERS

Section 5. In the event of a vacancy in the office of Trustee, the Kiwanis International Board shall elect a qualified member of a club from the same region who shall serve only until the end of the administrative year. If the vacant term extends beyond the current administrative year, an election to fill the vacancy for the remainder of the term shall be conducted by the region, and the member elected shall take office on October 1 after election. ~~**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:~~ (6/2015)

Proviso: As of October 1, 2026, Section 5 shall be amended to remove the words "or the At-Large seat."

- a. If the number of Trustee candidates equals the number of Trustees to be elected, including vacancies, and the Trustees are to be elected for different terms, the delegates shall vote for one (1) less than the total number of Trustees to be elected, no more or no less. (7/2014)
- b. Trustees shall be elected by the vote of the delegates present and voting and the nominees receiving the greater number of valid votes 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. (6/2023)

Proposed Amendment 4 Election of District Trustees

Submitted by: Kiwanis International Board

Purpose: To allow a member from outside a district's region to serve as district trustee if no one from within the region is willing or able to serve.

Effective date: Immediately upon adoption. If adopted, this change would apply to districts that elect trustees at their conventions in August or September 2024, then to regular trustee elections in other districts during the 2024-25 administrative year. It would also apply immediately upon adoption to any district trustee vacancies being filled.

Financial impact: None

Kiwanis International Board's position. The board supports this amendment for the following reasons:

- About one-fourth of Kiwanis districts currently have boards composed of district trustees rather than lieutenant governors. Each district trustee represents a region composed of several divisions. This allows lieutenant governors to focus on club health while regional trustees manage district operations. Kiwanis International encourages this system of governance among districts that are willing to use it.
- The current bylaws require that a district trustee be a member of a club in that district's region. If no such person from that region is willing or qualified, this leaves a vacancy on the district board and leaves that region without representation.
- Districts sometimes are unable to find willing or qualified candidates for each regional trustee seat. Someone from another region may be qualified and willing but is prevented from being elected due to the current bylaws provision. This creates a lack of efficiency and representation in district operations and a lack of communication and support for clubs and divisions in those regions.
- This amendment clearly indicates a preference that the district trustee be a member from that region.
- This amendment allows flexibility when vacancies occur.
- This amendment does not require districts to adopt a regional-trustees system of governance but provides greater flexibility for those that do.

Amend Kiwanis International bylaw provisions as follows:

ARTICLE IX. DISTRICTS

Section 4. Each district officer shall be an active member in good standing in a club in good standing of the district. Additionally, each trustee shall be a member of a club in the region from which elected and each lieutenant governor shall be a member of a club in the division from which elected. However, if there is no member from a club in a particular division qualified and willing to serve as lieutenant governor or no member from a club in a particular region qualified and willing to serve as trustee, a member of a club in another division or region, respectively, may serve. Each candidate for the office of governor, governor-elect, and vice governor (if any) also shall have a satisfactory criminal history background check conducted and verified by Kiwanis International. (6/2023)

Proposed Amendment 5 Kiwanis International Dues Increase (phased in over three years)

Submitted by: Pacific Northwest District Board

Purpose: To increase the Kiwanis International dues to US\$82, US\$53 and US\$36 respectively for each tier over a three-year period.

Effective date: Implementation would begin October 1, 2024, with dues for the 2024-25 administrative year, and would be completed October 1, 2026, with the 2026-27 administrative year.

Financial impact: Compared to current levels, the impact of this amendment would be an increase in revenue of US\$2.4 million in 2024-25; US\$4 million in 2025-26; and US\$4.9 million in 2026-27. The combined increase would be US\$11.3 million (an average of US\$3.76 million per year).

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

- While it has become apparent that the financial circumstances of Kiwanis International require an increase in per-member dues, member retention has been improving for some districts during the past two administrative years, and a lump-sum increase could negatively affect retention.
- This amendment would increase dues incrementally over three years, thus minimizing the impact on our current members.
- New club openings should not be impacted significantly.
- The incremental increase will allow Kiwanis International to maintain current staff levels to provide services to clubs and districts at optimal levels.

Kiwanis International Board's position. The board *conditionally* supports this amendment if Amendment 1 does not pass.

- This amendment would mean a delay in some dues revenue, generating US\$800,000 less over the same three-year period.
- Also see Amendment 1 for the reasons a dues increase is necessary and recommended.

At-a-glance summary (All amounts are in U.S. dollars.)

Tier	Current	2024-25	2025-26	2026-27
Tier A	\$52	\$67	\$77	\$82
Tier B	\$34	\$44	\$50	\$53
Tier C	\$23	\$30	\$34	\$36

Amend Kiwanis International bylaw provisions as follows:

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, annual membership dues of ~~fifty two dollars (US\$52) per annum~~ in the amounts defined in Section 2. 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. (6/2023)

Section 2. The Kiwanis International Board shall adjust the dues from the clubs in any country where the Gross National Income per capita is less than ten thousand dollars (US \$10,000) as reported by the World Bank. The schedule for payment shall be as follows: (6/2015)

- ~~Tier A: Countries with per capita income US\$10,000 or more pay US\$52. (6/2015)~~
- ~~Tier B: Countries with per capita income US\$5,000 to US \$9,999 pay US\$34.~~
- ~~Tier C: Countries with per capita income US\$4,999 or less shall pay US\$23.~~

- Tier A: Countries with per capita income US\$10,000 or more shall pay:
 - US\$67 for administrative year 2024-25.
 - US\$77 for administrative year 2025-26.
 - US\$82 for administrative year 2026-27 and beyond.
- Tier B: Countries with per capita income US\$5,000 to US\$9,999 shall pay:
 - US\$44 for administrative year 2024-25.
 - US\$50 for administrative year 2025-26.
 - US\$53 for administrative year 2026-27 and beyond.
- Tier C: Countries with per capita income US\$4,999 or less shall pay:
 - US\$30 for administrative year 2024-25.
 - US\$34 for administrative year 2025-26.
 - US\$36 for administrative year 2026-27 and beyond.

Section 3. If a club member is a former member of a Kiwanis International Service Leadership Programs club, the member's club shall be relieved of any obligation to pay Kiwanis International dues for such member for a period of two (2) administrative years from the date of joining their first Kiwanis club. The financial obligations to said member's local club and district, the subscription for official publications, and the premium payable to defray the cost of insurance prescribed in these bylaws shall remain payable. (6/2023)

Proposed Amendment 6 Kiwanis International Dues Increase (phased in over four years, with automatic increases)

Submitted by: Kiwanis Club of The Haddons, New Jersey, U.S.

Purpose: To increase Kiwanis International dues to US\$100, US\$67 and US\$45 respectively for each tier over a four-year period, and then to increase them by US\$1-2 each year thereafter.

Effective date: Implementation would begin October 1, 2024, with dues for the 2024-25 administrative year, and would be completed October 1, 2027, with dues for the 2027-28 administrative year.

Financial impact: Compared to current levels, the impact of this amendment would be an increase in revenue of US\$4 million in 2024-25; US\$6.5 million in 2025-26; US\$7.5 million in 2026-27; and US\$7.8 million in 2027-28. The combined increase would be US\$25.8 million (an average of US\$6.45 million per year). Thereafter, increased revenue would be US\$328,600 annually over the previous year.

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

- Club members have a responsibility to our organization to ensure the preservation of its continuing operations and support to districts and clubs.
- A combination of club officers, past district governors and former Kiwanis International Board members from several districts helped formulate this proposal to make economic sense around the world.
- This dues increase would also allow Kiwanis International to continue to invest in club openings and provide resources and education to members, clubs and districts, with each member in each tier paying their fair share of the financial responsibility.
- The four-year phase-in would allow clubs and Kiwanis International to plan their annual budgets based on stable revenue.

Kiwanis International Board's position. The Board *conditionally* supports this amendment if neither Amendment 1 nor Amendment 5 pass.

- This amendment requests a greater dues amount than the board believes is needed at this time. However, if delegates wish to adopt this amendment, it would mean that Kiwanis International dues would not need to be increased by a significant amount in the foreseeable future.
- The board is not opposed to small automatic annual increases in dues being codified in the bylaws after an initial lump-sum rectifying increase.

- Also see Amendment 1 for the reasons a dues increase is necessary and recommended.

At-a-glance summary (All amounts are in U.S. dollars.)

Tier	Current	2024-25	2025-26	2026-27	2027-28	Each year thereafter
Tier A	\$52	\$77	\$92	\$98	\$100	+\$2/year
Tier B	\$34	\$50	\$63	\$65	\$67	+\$2/year
Tier C	\$23	\$34	\$42	\$44	\$45	+\$1/year

Amend Kiwanis International bylaw provisions as follows:

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, annual membership dues of ~~fifty two dollars (US\$52) per annum~~ in the amounts defined in Section 2. 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. (6/2023)

Section 2. ~~The Kiwanis International Board shall adjust the dues from the clubs in any country where the Gross National Income per capita is less than ten thousand dollars (US \$10,000) as reported by the World Bank. The schedule for payment of dues shall be as follows, according to the gross national income per capita as reported by the World Bank:~~ (6/2015)

- ~~• Tier A: Countries with per capita income US\$10,000 or more pay US\$52.~~
- ~~• Tier B: Countries with per capita income US\$5,000 to US \$9,999 pay US\$34.~~
- ~~• Tier C: Countries with per capita income US\$4,999 or less shall pay US\$23.~~
- Tier A: Countries with per capita income US\$10,000 or more shall pay:
 - US\$77 for administrative year 2024-25
 - US\$92 for administrative year 2025-26
 - US\$98 for administrative year 2026-27
 - US\$100 for administrative year 2027-28
- Tier B: Countries with per capita income US\$5,000 to US\$9,999 shall pay:
 - US\$50 for administrative year 2024-25
 - US\$63 for administrative year 2025-26
 - US\$65 for administrative year 2026-27
 - US\$67 for administrative year 2027-28

- Tier C: Countries with per capita income of US\$4,999 or less shall pay:
 - US\$34 for administrative year 2024-25
 - US\$42 for administrative year 2025-26
 - US\$44 for administrative year 2026-27
 - US\$45 for administrative year 2027-28

Commencing with the administrative year 2028-29, dues shall increase by two dollars (US\$2.00) per year for Tiers A and B and one dollar (US\$1.00) per year for Tier C, until such time as the delegate body at a Kiwanis International Convention shall adopt such other annual dues increases as may then be deemed necessary for the proper operation of Kiwanis International.

Section 3. If a club member is a former member of a Kiwanis International Service Leadership Programs club, the member's club shall be relieved of any obligation to pay Kiwanis International dues for such member for a period of two (2) administrative years from the date of joining their first Kiwanis club. The financial obligations to said member's local club and district, the subscription for official publications, and the premium payable to defray the cost of insurance prescribed in these bylaws shall remain payable. (6/2023)

Proposed Amendment 7 Kiwanis International Dues Tiers (revision of basis for each tier)

Submitted by: Malaysia District Board

Purpose: To change the basis level for each tier, with no change to the dues amounts.

Effective date: October 1, 2024

Financial impact: The impact would be a revenue decrease of US\$113,000 per year compared to current levels.

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

- The World Bank average gross national income (GNI) per capita in 2001 was US\$5,471. In 2022, it was US\$12,804, an increase of 234%. The value of US\$10,000 in 2003 is now US\$23,403.
- Some nations in the lower range of Tier A have a GNI that is seven times less than nations in the top range, and yet those clubs pay the same dues.
- The district recommends it is more equitable in today's terms to adjust the current Tier A threshold to US\$22,000, with Tier C set at half of that.
- There are 11 countries in Tier B and eight countries in Tier C whose club dues would be positively impacted by this change.

Kiwanis International Board's position. The Board does not support this amendment for the following reasons:

- Tier A is the standard dues amount for most Kiwanis clubs in most nations, while Tiers B and C provide discounted dues for clubs in nations with lower per-capita income. Clubs paying Tier A dues essentially subsidize the dues for Tier B and C clubs.
- Kiwanis has had 20 years to ascertain whether tiered dues have achieved the original goal of significantly growing membership. Data shows that, of the 22 nations and districts designated as Tier B or C, 77% have shown membership losses since being designated in the lower tier.
- Tiered dues have resulted in extra complexity and cost in administration and have caused unnecessary confusion for some clubs and districts.
- The cost of supporting clubs in Tier B and C nations is higher than supporting clubs in Tier A. Kiwanis needs to adequately support all clubs to invest in their long-term sustainable growth and ultimately provide even more Kiwanis service in the world.
- The vast majority of Kiwanis' peer service organizations do not offer dues discounts, but have demonstrated growth in Tier B and C nations. We do not want the unintended global perception that the Kiwanis experience

is less valuable.

- The negative financial impact of this amendment would be more than twice that of Amendment 2.
- As of October 1, 2023, Kiwanis had 161,977 members in Tier A; 4,244 members in Tier B; and 7,928 members in Tier C. The list of nations and districts by tier, as well as more information, can be found at kiwanis.org/kiwanis-dues.
- Nothing in this amendment affects district dues. It pertains only to Kiwanis International dues.

At-a-glance summary (All amounts are in US dollars.)

Tier	Current basis	Proposed basis	Dues amounts
Tier A	\$10,000 or more	\$22,000 or more	(No change: \$52)
Tier B	\$5,000 to \$9,999	\$11,000 to \$21,999	(No change: \$34)
Tier C	\$4,999 or less	\$10,999 or less	(No change: \$23)

Amend Kiwanis International bylaw provisions as follows:

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, annual membership dues of fifty-two dollars (US\$52) per annum. 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. (6/2023)

Section 2. The Kiwanis International Board shall adjust the dues from the clubs in any country where the Gross National Income per capita is less than ~~ten thousand dollars (US\$10,000)~~ twenty-two thousand (US\$22,000) as reported by the World Bank. The schedule for payment shall be as follows: (6/2015)

- Tier A: Countries with per capita income ~~US\$10,000~~ US\$22,000 or more pay US\$52. (6/2015)
- Tier B: Countries with per capita income ~~US\$5,000 to US\$9,999~~ US\$11,000 to US\$21,999 shall pay US\$34.
- Tier C: Countries with per capita income ~~US\$4,999~~ US\$10,999 or less shall pay US\$23.

Section 3. If a club member is a former member of a Kiwanis International Service Leadership Programs club, the member’s club shall be relieved of any obligation to pay Kiwanis International dues for such member for a period of two (2) administrative years from the date of joining their first Kiwanis club. The financial obligations to said member’s local club and district, the subscription for

official publications, and the premium payable to defray the cost of insurance prescribed in these bylaws shall remain payable. (6/2023)

Proposed Amendment 8 Remote Voting for Kiwanis International Business

Submitted by: Capital District Board

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

Effective date: October 1, 2024, with first implementation to be in conjunction with the 2025 Kiwanis International Convention.

Financial impact: Estimated expenses to implement remote voting would remain within current expected costs of approximately US\$60,000 for voting during the Kiwanis International House of Delegates.

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

- Every club is a member of Kiwanis International and as such should have an equal voice in Kiwanis International's business. Currently, that is only the privilege of those clubs who are financially and physically able to attend the International Convention
- This amendment would not change the convention or House of Delegates to remote-only functions. Rather, it allows voting on annual business presented during the convention to take place via secure, remote methods.
- The House of Delegates would be a hybrid meeting during which delegates may attend either in person or remotely as long as they are properly credentialed.
- This amendment gives the Kiwanis International Board authority to determine the details and to address any unforeseen matters in the best interest of the organization.

Kiwanis International Board's position. The Board supports this amendment for the following reasons:

- This amendment gives the Kiwanis International Board the authority to determine all details and to address any unforeseen matters in the best interest of the organization.
- The use of remote voting on this scale entails some necessary trust in the system, which would be designed, operated and monitored by a professional vendor specializing in such processes. All reasonable anticipated challenges would be taken into account. Sporadic outages in internet service cannot be controlled, but the length of time the polls are open would allow clubs multiple opportunities to register their

votes.

- Advance voter education and practice would be planned.
- Several reputable vendors can set up and operate secure online voting among Kiwanis clubs globally on business matters that have been traditionally determined during the in-person convention. These systems would be designed to meet Kiwanis' specific needs and include redundant safeguards against voter fraud, duplicate voting and accidents.
- This amendment is designed according to the following premises:
 - An in-person convention would still be held and would still include a live House of Delegates. But the House of Delegates would be a hybrid meeting during which delegates may attend and participate either in person or remotely, as long as they are properly registered and credentialed.
 - Candidate nominations would be presented during the live House of Delegates, and amendments and resolutions would be moved during the live House of Delegates. Amendments-to-amendments and other floor motions such as referrals and substitutions would be decided during the live House of Delegates to determine the final version of each proposal. Debate on the final versions would then take place during the live House of Delegates.
 - The House of Delegates session would also be live-streamed and made available for viewing afterward by nonattending delegates or by other club members who wish to do so.
 - After nominations, remarks and debate conclude during the live House of Delegates session, all properly registered delegates worldwide would be eligible to vote on the elections and on the final version of each amendment and resolution via a secure, remote voting session. The polls would be open for a time period determined by the Kiwanis International Board, which would take into account different time zones around the world.
 - Ranked-choice voting would be used for vice president and all trustees to avoid potential tie votes.
 - The results will be announced after the online polls close.
- This amendment separates the concept of the House of Delegates, which is a specific activity, from the convention generally, which includes other elements (e.g., education, board meetings, entertainment, etc.). It does not change the convention or House of Delegates to remote-only functions. Rather, it allows remote voting on annual business presented during the convention.

Amend Kiwanis International bylaw provisions as follows:

ARTICLE 13. KIWANIS INTERNATIONAL BOARD OF TRUSTEES

Section 1.

- b.** The Trustees shall be elected so as to provide that: (6/2023)
 - (1) The Asia-Pacific Region is guaranteed two (2) Trustees, to be selected by that region by a procedure it recommends and which is approved by the Kiwanis International Board. (6/2010)
 - (2) The Canada and Caribbean Region is guaranteed one (1) Trustee, to be selected by that region by a procedure it recommends and which is approved by the Kiwanis International Board. (6/2010)
 - (3) The Europe Region is guaranteed two (2) Trustees, to be selected by that region by a procedure it recommends and which is approved by the Kiwanis International Board. (6/2010)
 - (4) The United States and Pacific Canada Region is guaranteed nine (9) Trustees to be elected ~~at large~~ by delegates from that Region ~~at the annual Kiwanis International convention~~ by secure remote voting in a manner prescribed by the Kiwanis International Board until such time that an alternative plan is presented by the Region and approved by the Kiwanis International Board. (6/2010)
 - (5) Other Regions. When another region has a minimum of two districts, it will be considered by the Kiwanis International Board for a guaranteed seat, subject to the appropriate amendment of this Article. (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 Kiwanis International convention~~ by delegates from all regions by secure remote voting in a manner prescribed by the Kiwanis International Board. (6/2023)

Section 12.

- a.** If the Kiwanis International Board determines that a condition of emergency exists due to circumstances beyond the control of the organization which adversely affects Kiwanis International or its affiliates or subsidiaries in one or more nations, the Board shall declare such emergency conditions exist for the organization or for any affected nation and determine any actions and processes that it considers necessary for effectively transacting the essential business of the

organization, to ensure the financial and physical well-being of the organization, and to protect the welfare of Kiwanis clubs and club members, subject to paragraph c. (6/2022)

- b. Such declaration shall include the factors that define the emergency and the time the declaration will expire. A declaration may be extended by the Board as deemed necessary by the Board. No action by the Board may conflict with the laws of any government jurisdiction. (6/2022)
- c. If the emergency conditions make holding of the annual Kiwanis International convention impossible, impractical or inadvisable, the Board shall, if practical, reschedule the convention. If rescheduling is not practical, the Board may determine another method to hold the convention, including remote means, or may cancel the convention, as determined to be in the best interests of the organization, its clubs, and club members. The Board shall notify clubs within three (3) days of any such actions. If rescheduling is not practical, the Board may hold the annual house of delegates via remote online means, in which case, the Board shall have the authority to determine all relevant details. If neither of those alternatives is practical, the Board shall call a meeting of the Kiwanis International Council to elect officers for the succeeding administrative year for the normal term of office and to consider all amendments and resolutions which have been properly proposed prior to the declaration of emergency (those proposals submitted by the deadline and verified as properly submitted and viable for adoption). However, if none of the above alternatives is practical, the Board shall determine another method(s) that it deems to be in the best interest of the organization to elect officers and consider amendment and resolution proposals. The Board shall notify clubs within three (3) days of any such actions described in this paragraph. (6/2022)

ARTICLE 15. KIWANIS INTERNATIONAL CONVENTIONS

Note to delegates: No changes are needed in Article 15. It is shown for reference only.

Section 1. An annual convention shall be held during the months of May, June, or July at such time and place as shall be determined by the Kiwanis International Board. The selection shall be made at least three (3) years before said convention, provided the Board shall have the power to substitute another location and/or other dates if circumstances later make such action necessary or advisable. (6/2023)

Section 2. Special Kiwanis International conventions shall be called by the President upon the request of a majority of the clubs in good standing or upon the request of three-fourths (3/4) of the members of the Kiwanis International Board. The dates, locations, and proposed agenda of special convention shall

be determined by the Board. The agenda shall be subject to proper amendment by the delegates. If the convention is requested by clubs, it shall be held within six (6) months of submission of such request to the Board. (6/2023)

Section 3. The Executive Director shall provide to clubs at least ninety (90) days advance notice of the annual convention and at least thirty (30) days advance notice of any special or rescheduled convention. (6/2023)

Section 4. The Kiwanis International Board shall have full supervision and management of all Kiwanis International conventions and shall announce the official program and order of business of each convention. (7/1998)

Section 5. The Kiwanis International Board shall establish registration fees to be paid to Kiwanis International by all persons attending any Kiwanis International convention. (6/2023)

ARTICLE 16. HOUSE OF DELEGATES

Section 1.

- a. A house of delegates shall be held annually for the purpose of conducting the business of the organization as provided elsewhere in these bylaws at such time and place as shall be determined by the Kiwanis International Board. The annual house of delegates shall normally be held in conjunction with the annual convention unless the Board determines otherwise.
- b. A special house of delegates shall be called by the President upon the request of a majority of the clubs in good standing or upon the request of three-fourths (3/4) of the members of the Kiwanis International Board. The time, place, and proposed agenda of any special house of delegates shall be determined by the Board. If the house is requested by clubs, it shall be held within six (6) months of submission of such request to the Board.
- c. The Executive Director shall send to each club an official call to the annual house of delegates at least ninety (90) days prior to the start and an official call for any special house of delegates at least thirty (30) days prior to the start.
- d. The Kiwanis International Board shall have full supervision and management of all house of delegate meetings and shall announce the proposed business agenda. The agenda shall be subject to proper amendment by the delegates.
- e. The Kiwanis International Board shall establish a uniform registration fee to be paid to Kiwanis International by all persons attending any house of delegates.

Note to delegates: The word “convention” shall also be changed throughout these bylaws to “house of delegates” when relevant to the context of the reference. All such incidental changes are not shown in this amendment.

Section 1 2.

- a. For any Kiwanis International ~~convention~~ house of delegates, each club in good standing shall be entitled to two (2) delegates as well as two (2) alternates who may serve if any delegate(s) from that club is absent. Club delegates and alternates shall be designated by the clubs they represent and reported to Kiwanis International. (6/2023)
- b. Each club delegate and alternate shall be an active member in good standing of the club represented. However, if a club is not represented by two of its own members, it may be represented by:
 - (1) The lieutenant governor, a past lieutenant governor, or a past district secretary who is a member of a club in the same division; or (6/2023)
 - (2) The district secretary. (6/2023)Each such person may only represent one club. (6/2023)
- c. Any question regarding the seating of delegates shall be decided by the Credentials Chair. (6/2023)

Section 2 3. Delegates of a newly organized club shall be granted full privileges at any Kiwanis International ~~conventions~~ house of delegates after the charter has been approved by Kiwanis International, up to a date determined by the Kiwanis International Board, even if it ~~is~~ the charter has not been formally presented to such club. (6/2023)

Section 3 4. A Kiwanis club member shall be entitled to only one delegate status (delegate-at-large or club delegate) and one vote. (6/2023)

Section 4 5. Members of the Kiwanis International Board, Past Kiwanis International Presidents, Chairs of Kiwanis International Committees, district governors, district governors-elect, district vice governors, district trustees, district treasurers, district secretaries, district lieutenant governors and lieutenant governors-designate, and past district governors who are active members shall be delegates-at-large ~~to all~~ at any Kiwanis International ~~conventions~~ house of delegates. (6/2023)

Section 5 6. The quorum of any Kiwanis International ~~convention~~ house of delegates shall consist of not less than five hundred (500) delegates, provided that in time of emergency, three hundred (300) delegates shall constitute a quorum. (6/2023)

Section 6 7. Each delegate present shall be entitled to vote on each question submitted in any Kiwanis International ~~convention~~ house of delegates, except as otherwise prescribed in these Bylaws. There shall be no voting by proxy ~~or absentee ballot~~. (6/2023)

Section 7 8. No delegate shall be entitled to vote ~~in a convention~~ unless and until the delegate's registration fee has been paid. (7/1998)

Section 8 9. On all matters put to vote in the house of delegates, delegates may abstain from voting on any question. 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. (6/2023)

Section 10. Voting on all business to be determined by the house of delegates shall be conducted by secure remote voting, via a method determined by the Kiwanis International Board. Any unforeseen matters shall be resolved by the Kiwanis International Board. Technological difficulties that may prevent or reduce the ability of a small number of delegates 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 that the number of delegates in attendance is sufficient to meet quorum.

Section 11. If emergency conditions as defined elsewhere in these bylaws make holding of the annual house of delegates impossible, impractical or inadvisable by remote means, the Board shall have the authority to determine another method that it deems to be in the best interests of the organization to elect officers and consider amendment and resolution proposals and to determine all relevant details regarding such method. The Board shall notify clubs within three (3) days of any such determinations.

ARTICLE 17. ~~CONVENTION~~ HOUSE OF DELEGATES PROCEDURE

Section 1. The Board shall present a proposed agenda for the meeting of the house of delegates, which shall be adopted by a majority vote of the delegates. Changes in the agenda may be made from time to time by a majority vote of the delegates present and voting. (6/2023)

Section 2. Prior to each Kiwanis International ~~convention~~ house of delegates, the President shall appoint the following relevant Chairs: (6/2023)

- a. Sergeant-at-Arms, which shall help maintain order. (6/2023)
- b. Credentials, which shall oversee the certification of delegates and determine the seating of the delegates for any club that may fail to certify its representatives. (6/2023)
- c. Elections, which shall have general charge of the elections and other voting, including the distribution and tabulation of the ballots and certification of the voting results. Only delegates may be members of

this committee. The voting results shall be kept for a period of ninety (90) days. (6/2023)

Section 3.

- a. Proposed resolutions shall be submitted by October 31 prior to the next scheduled Kiwanis International ~~convention~~ house of delegates by a district board or district house of delegates, or by a club in good standing, by a majority vote of the members. Resolutions may also be proposed by the Kiwanis International Board. (6/2023)
- b. The Resolutions and Bylaws Committee shall meet within sixty (60) days thereafter to consider all proposed resolutions. (6/2023)
- c. Resolutions shall relate to matters of broad concern to Kiwanis International. Resolutions shall not be used to amend the bylaws. There shall be no resolutions on partisan political matters nor resolutions commending living persons. Memorial resolutions shall be limited to Kiwanis club members who, at the time of death, were members of the Kiwanis International Council; however, the Kiwanis International Board may propose other memorial resolutions. (6/2023)
- d. Not later than ninety (90) days prior to the date of the Kiwanis International ~~convention~~ house of delegates, the Executive Director shall send ~~a copy of~~ all proposed resolutions to the secretary and president of each club, other than memorial and appreciation resolutions. No other resolutions shall be considered unless approved for consideration by a two-thirds (2/3) vote of the Kiwanis International Board and presented no later than the beginning of the house of delegates. (6/2023)
- e. Resolutions may be adopted by a majority of the valid votes cast by the delegates present and voting, except those recommended by the Board less than ninety (90) days in advance, which shall require two-thirds (2/3) vote to adopt. (6/2023)
- f. Resolutions and Bylaws committee members shall have the privilege of the floor while resolutions are being considered by the delegate body but shall not have the right to vote unless said member is a delegate. (6/2023)

ARTICLE 18. NOMINATION AND ELECTION OF OFFICERS

Section 1. The official program of the annual Kiwanis International convention shall indicate the day and time of the session for the nomination and election of officers. (6/2023)

Section 2.

- a. The nomination and election procedures for Kiwanis International officers and trustees to be elected ~~at the annual Kiwanis International convention~~ 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 session of the convention. (6/2023)
 - (4) No person shall be considered as a candidate until or unless the following requirements have been met: (6/2010)
 - The candidate shall have served as an immediate past district governor prior to announcing their candidacy to Kiwanis International. (6/2018)
 - 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 their candidacy to Kiwanis International. However, if the district board believes the district has circumstances which make it impossible for its house to endorse a candidate, the district board may petition the Kiwanis International Board for permission to make the endorsement. A candidate may not be endorsed while serving as district governor. All endorsements shall comply with Kiwanis policy. (6/2018)
 - A satisfactory criminal history background check has been conducted and verified by Kiwanis International. (6/2023)
- (See also Bylaws Interpretation D.)*
- (5) Except as otherwise provided by these Bylaws, nothing contained in this Section shall be construed as limiting the right to make further nominations of qualified candidates from the floor of the convention. (6/2023)
- b. Prior to the nominations, the report of the qualified candidates shall be presented to the delegate body. The candidates shall be nominated and voted upon in an order determined by the Kiwanis International Board. (6/2023)

- c. The voting shall be by ballot only where there are more candidates for an office than there are open positions. (6/2023)
- d. No ballot shall be counted whereon it appears that the delegate has voted for a greater or lesser number of nominees for an office than there are vacancies to be filled. (6/2023)
- 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 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. 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.~~ If there are three (3) or more candidates for President, President-elect, or Vice-President, the election shall be conducted by ranked choice voting. (6/2022).

Section 3. The person selected by a region for a guaranteed office of Trustee shall be declared elected to the Kiwanis International Board. (6/2023)

Section 4. The nominees for Trustees for regular three-year terms from the United States and Pacific Canada Region receiving the greater number of valid votes cast 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 cast shall be declared elected. If there are more candidates than Trustee positions to be filled, the election shall be conducted by ranked choice voting. (6/2023)

Section 5. In the event of a tie vote for any office, the house of delegates shall take a new ballot on the tied candidates at a date and time preannounced by the Kiwanis International Board for such contingency. (7/2017)

Section 6. Cumulative voting shall not be permitted. (6/1997)

Section 7. After their election and before their assumption of office, all officers of Kiwanis International shall be known and designated by the titles of the offices to which they have been elected, followed by the term "designate." (6/2023)

ARTICLE 27. AMENDMENTS TO BYLAWS AND RESCISSION OF INTERPRETATIONS

Section 1. These bylaws may be amended at any ~~convention~~ of Kiwanis International house of delegates by two-thirds (2/3) of the valid votes cast by the house of delegates or by the Kiwanis International Council as provided in Article 14. (6/2023)

Section 2. Rescission of a Bylaw amendment adopted by the Kiwanis International Council may be made no later than the next two (2) successive ~~conventions~~ of Kiwanis International house of delegates by a majority of the valid votes cast by the house of delegates. (6/2023)

Section 3. Changes to or rescission of Bylaw interpretations adopted by the Kiwanis International Board may be made at the next scheduled ~~convention~~ of Kiwanis International house of delegates by a majority of the valid votes cast by the house ~~of delegates~~. (6/2023)

Section 4. All proposals stated in Sections 1, 2, and 3 may be submitted by: (6/2023)

- a. The Kiwanis International Board; (6/2023)
- b. The board or house of delegates of a district in good standing; or (6/2023)
- c. A club in good standing, by a majority vote of the members. (6/2023)

Section 5. All proposals stated in Sections 1, 2, and 3 must be received by the Executive Director no later than October 31 ~~prior to the next scheduled Kiwanis International convention~~ of the administrative year during which a proposal shall be considered. However, the Kiwanis International Board may propose amendments any time prior to proper notice being sent to clubs as provided in Section 6. (6/2023)

Section 6. The Kiwanis International Resolutions and Bylaws Committee shall meet within sixty (60) days after the submission deadline to consider all proposed amendments submitted by clubs and districts. (6/2023)

Section 7. Not later than ninety (90) days prior to the date of the Kiwanis International ~~convention~~ house of delegates at which the proposal will be considered, the Executive Director shall send to the president and secretary of each club ~~a copy~~ of all proposals stated in Sections 1, 2, and 3. (6/2023)

Proposed Amendment 9 Prohibition on Purchase of Alcohol

Submitted by: Kiwanis Club of Barrie, Ontario, Canada

Purpose: To prohibit the use of any Kiwanis International revenue, including membership dues, fees or non-dues revenue, to purchase alcohol for or by Kiwanis International Board members or staff, or their spouses or companions.

Effective date: October 1, 2024.

Financial impact: In recent years, the organization has spent an estimated US\$7,000-\$15,000 annually on alcoholic beverages, most of which are offered at ticketed events at the Kiwanis International convention or at sponsored events at specific meetings.

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

- The Barrie Club is not opposed to alcohol being served. Consumption is a personal choice. But it should not be paid for by donations or dues. A cash bar would be acceptable. The image to the public and to Kiwanis' corporate donors is important.
- The Kiwanis International Board and staff cannot be seen to be frivolous with spending and then ask for members to increase their dues.
- The Kiwanis International Board has committed to cost savings. The club believes that non-dues revenue should be applied elsewhere.
- The club considers that using the organization's funds for alcohol may be against the board's policy not to accept advertising of alcoholic beverages.

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

- The existing Kiwanis International policy on alcohol, as previously adopted by the Kiwanis International Board, states:
"The purchase of alcoholic beverages for any event produced or sponsored by Kiwanis International or its other entities shall be funded by non-dues revenues including but not limited to registration fees, separate ticket sales, and/or third-party sponsorship or underwriting."
This policy demonstrates responsible stewardship of the organization's financial resources.
- Kiwanis International's largest annual expense on alcoholic beverages is in conjunction with the Kiwanis International convention. Beer, wine and other beverages may be offered at specific events and paid from registration income or from tickets sold to attend the event.
- The second highest annual expense on alcoholic beverages is for specific conferences or other meetings during the year when beer, wine or other

beverages may be provided at a reception or dinner. In such cases, the cost of is underwritten by a third-party sponsor (e.g., hotel, convention bureau, financial firm, convention contracting firm, etc.).

- Any other purchase of alcoholic beverages during the year is paid for by third-party sponsorship or by the participants themselves (e.g., a cash bar).
 - As these points illustrate, many purchases of alcoholic beverages already come from funds other than dues. However, this amendment would prohibit the sponsorship of meals and beverages by third parties from non-dues revenue.
 - Kiwanis International’s policy regarding advertising of alcoholic products refers to official publications, not corporate sponsorship.
 - This proposal is United States-centric, implying a moral judgement. Alcohol is commonly served and consumed in many parts of the world for all types of functions and settings.
-

Amend Kiwanis International bylaw provisions as follows:

ARTICLE XXIII. FINANCE AND ACCOUNTING

Section 9. The Board of Trustees shall not authorize the use of Kiwanis International revenue, including membership dues, fees, or non-dues revenue, for the purchase of alcoholic beverages for, or by, the Kiwanis International Board, staff, their spouses, or their companions.

Proposed Amendment 10 Prohibition on Purchase of Airfare

Submitted by: Kiwanis Club of Barrie, Ontario, Canada

Purpose: To prohibit the use of any Kiwanis International revenue, including membership dues, fees, or non-dues revenue, to purchase first-class or business-class airfare for or by the Kiwanis International Board members or staff, or their spouses or companions.

Effective date: October 1, 2024.

Financial impact: When travelers book economy-class airfare, Kiwanis does not request the comparable business-class fare, so it is difficult to estimate the financial impact of this proposal. Permission for business-class fares applies to approximately 10 trips per year, primarily for the president and spouse for intercontinental non-stop flights of seven hours or longer. If the difference is US\$1,500 per ticket, the impact may be US\$30,000.

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

- The Kiwanis International Board is committed to reducing costs. This amendment would result in substantial savings.
- Kiwanis International should not use any dues or donated funds to add comfort for a volunteer or staff member to travel by upgrading to business or first class. They volunteered or were hired for service. The funds should go where they belong: to serving children.
- The club does not want to see the image of Kiwanis International diminished in the eyes of the public as a result of VIP lounges, first-class tickets, etc.
- Our club members and district officers pay for their spouses' travel, meals etc., out of their own pockets. Kiwanis International Board members and staff should do the same.

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

- The existing Kiwanis International procedure regarding airfare types, as previously adopted by the Kiwanis International Board, provides:
"The authorized class of service for Kiwanis International business is [any reasonable price range based upon the lowest applicable economy fare at the time of purchase, including additional fees]. For any intercontinental flight segment that is scheduled to be longer than seven (7) hours of non-stop flying time, a premium economy fare (or the equivalent) or an upgradeable economy class may be authorized, with the traveler using his/her own resources, including frequent flyer miles, to pay for any upgrade to first or business class. However, the President and his/her

spouse/partner, the President-elect and his/her spouse/partner, and other officers upon approval by the Executive Director or President may fly business class for any intercontinental flight segment of non-stop flying scheduled to be seven (7) hours or longer.”

- As stated above, economy is the normal class of service for all board members, including the president and president-elect and spouse. Kiwanis International staff adheres to the same rules. Business class for international travel may be utilized only under specific conditions regarding especially long flights. First class for domestic travel is never an option unless the traveler personally pays for it.
- Long international flights in economy class can be grueling, especially when much travel is expected of the organization’s foremost ambassadorial positions. It is not uncommon or irresponsible for a major corporation to allow reasonable exceptions for its highest leaders.
- A small number of exceptions (approximately 10 trips per year) are already included in the annual budget. Each exception is reviewed and approved on a case-by-case basis.
- Travelers are allowed to use their own travel points to upgrade the class of their flight service.
- These self-imposed policies demonstrate responsible stewardship by the board of the organization’s financial resources.
- This amendment would prohibit the sponsorship of airfare upgrades by third parties using non-dues revenue, even if a corporation (such as an airline or travel agency) wished to support Kiwanis in this way.

Amend Kiwanis International bylaw provisions as follows:

ARTICLE XXIII. FINANCE AND ACCOUNTING

Section 10. The Board of Trustees shall not authorize the use of Kiwanis International revenue, including membership dues, fees, or non-dues revenue, for the purchase of first-class or business-class air flight tickets for, or by, the Kiwanis International Board, Staff, their spouses, or their companions.



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