



CNH | KEY CLUB

DISTRICT BYLAWS

CALIFORNIA-NEVADA-HAWAII

DISTRICT OF KEY CLUB INTERNATIONAL

House of Delegates Approval
Ontario, California on April 22nd, 2023

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DISTRICT BYLAWS

The following sets forth the Bylaws of the California-Nevada-Hawaii District of Key Club International as approved by the District House of Delegates meeting in convention at Ontario, California on April 22nd, 2023.

Article I: NAME AND TERRITORIAL LIMITS

Section 1. The name of this organization shall be the California-Nevada-Hawaii District of Key Club International.

Section 2. The boundaries within which it shall function shall be coextensive with the boundaries of the California-Nevada-Hawaii District of Kiwanis International. It shall be sponsored by, but not a part of, Kiwanis International. It shall operate under the responsibility and control of the Kiwanis District Board under which it functions.

Article II: OBJECTS

Section 1. The objects of this district shall be:

- To promote the objects of Key Club International.
- To coordinate the district projects.
- To strengthen and extend the Key Club movement.
- To increase the fellowship and cooperative effort of the clubs within the district.
- To promote participation of the clubs within the district in the general objectives, programs, and policies of the California-Nevada-Hawaii District and of Key Club International.

Section 2. Additional objects of this district shall be:

- To protect the environment and to promote the eco-friendly movement.

Article III: DIVISIONS

Section 1. The territory of this district shall be divided into regions and divisions, the boundaries of said divisions shall be coextensive with the boundaries of the divisions of the California-Nevada-Hawaii District of Kiwanis International. However the boundaries of the Key Club Divisions may be further subdivided or combined. Regions are composed of one or more Key Club Divisions.

Article IV: MEMBERSHIP

Section 1. Each Key Club chartered with Key Club International within the boundaries of California-Nevada-Hawaii District shall be a member of this district.

Section 2. Any member club more than sixty (60) days in debt to Key Club International, or to California-Nevada-Hawaii District, shall be considered not in good standing with California-Nevada-Hawaii District.

Article V: OFFICERS

Section 1. The officers of California-Nevada-Hawaii District shall be the District Governor, the District Secretary, and the District Treasurer, one Lieutenant Governor for each division of the California-Nevada-Hawaii District. Additional non-voting officers as called for in the District Policy Manual, or as deemed necessary by the District Governor may be appointed by the Governor with the approval of the Board of Trustees. Any district officer shall be eligible to succeed themselves. No District officer shall be eligible to be a club officer in their own Key Club for the year which they were elected or appointed to district office.

Section 2. Each officer shall be an active member in good standing in a club of the district, and each Lieutenant Governor shall be a member of a club in the division from which they will serve. No member shall be elected to office who will graduate during their term as officer of California-Nevada-Hawaii District.

Section 3. District Governor, District Secretary, and District Treasurer are to be elected at the District Convention. Each Lieutenant Governor shall be elected at Conclave prior to the District Convention. The non-voting officers of California-Nevada-Hawaii District shall be nominated by the Governor and approved by the Board of Trustees. All elected officers shall be inducted at the conclusion of the District Convention and shall begin their official duties immediately. They shall serve the following District, except for the District Secretary and Treasurer, who shall continue in office until May 1, following the Convention.

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

- a. The Governor shall be the executive officer of the district and shall preside at California-Nevada-Hawaii District conventions and at all Board of Trustees meetings. They shall be an ex-officio member of all standing and special committees. It shall be their duty to attend any convention of Key Club International.
- b. The Secretary shall keep all records of the California-Nevada-Hawaii district convention and of the meetings of the Board of Trustees. They shall submit to the proper officials and committees all communications received from Key Club International. They shall cooperate with the Governor in forwarding all official reports required by Key Club International. They shall perform such other duties as may be assigned to them by the Governor or the Board of Trustees.
- c. The Treasurer, shall review the receipt of all district dues, convention registration fees, and other district income and shall approve the disbursement of these funds as provided by the Board of Trustees or District Policy. The accounts and books shall, at all times, be open to the inspection of the Governor, Board of Trustees, The California-Nevada-Hawaii District Key Club Administrator, the Secretary or Treasurer of the California-Nevada-Hawaii District of Kiwanis International, and any authorized auditor. The Treasurer shall make a report at the annual convention and at such other times as the Governor or Board of

Trustees may require. They shall perform such other duties as may be assigned by the Governor or the Board of Trustees.

- d. The Lieutenant Governor shall be the executive officer of the division and shall preside over all division meetings. They shall carry out the programs and policies of the District Governor and of Key Club International in their division. They shall perform their assigned responsibilities as a member of the District Board of Trustees.

Article VI: BOARD OF TRUSTEES

Section 1. The Board of Trustees shall consist of the District Governor, District Secretary, District Treasurer, and Lt. Governors officers of the District. The Key Club District Administrator, or designee of California-Nevada-Hawaii Kiwanis governor, will serve as the ex-officio member of trustee.

Section 2. The management and control of the affairs of the district not otherwise provided for in these bylaws shall be vested in the Board of Trustees and in District Policy, subject to the direction of the District Key Club Administrator, the sponsoring Kiwanis District Board, and the Board of Trustees of Key Club International.

Section 3. The Board of Trustees shall hold at least two meetings during each administrative year, at such times and places shall be mutually agreed upon by the District Governor and the District Key Club Administrator. Upon the approval of the District Key Club Administrator, other meetings may be called if needed.

Section 4. The District Secretary shall notify each member of the Board of Trustees, the Administrator of Key Club International, the International Board Representative, the officers of the sponsoring Kiwanis District, the Key Club Administrator and the members of the Key Club Committee, in writing, of the time, place, and date of any meeting.

Section 5. A quorum at a District Board of Trustees Meeting shall be composed of one half (1/2) of the total number of members of the Board of Trustees, the provisions of section 4 having been complied with. All official actions of the Board of Trustees between conventions must be approved by a majority of district officers and the District Key Club Administrator. All official actions of the Board of Trustees between conventions must be signed by the District Governor, the District Secretary, and the District Key Club Administrator.

Section 6. In the absence of the Governor from a meeting, the Board of Trustees shall designate one of their members with the exception of the District Administrator, to act as Chairperson.

Section 7. Within thirty (30) days after any special or regular meetings of the Board of Trustees, the Secretary shall make a report of the proceedings of the meeting, comprising a complete synopsis of all action taken, and shall transmit a copy thereof to the District Board of Trustees, the District Administrator, members of the Key Club Committee, Administrator of Key Club International, and the International Board Representative.

Section 8. In the event the Governor is in any way incapacitated, a special meeting of the Board of Trustees may be called by the District Secretary, the District Administrator, or two-thirds (2/3) of the Board of Trustees.

Article VII: DISTRICT POLICY

Section 1. The Board of Trustees shall establish standard policies for the execution of the provisions of these bylaws.

Section 2. These policies shall be compiled in a District Policy Manual and may be modified by majority vote by the Board of Trustees at any regular or special meeting.

Article VIII: COMMITTEES

Section 1. The Key Club District Committees shall be those as specified in the District Policy Manual or as organized by the District Governor.

Section 2. The duties of the standing committees shall be those specified in the District Policy Manual.

Article IX: CONVENTIONS

Section 1. The annual California-Nevada-Hawaii District Convention shall be held at such place and date between the middle of March and the end of May as shall be mutually agreed upon by the Board of Trustees of California-Nevada-Hawaii District and the Board of Trustees of the California-Nevada-Hawaii District of Kiwanis.

Section 2. The District Secretary shall mail to each club and to the Director of Key Club International an official call to the annual convention at least sixty (60) days prior to the date of the convention. The Board of Trustees, in accordance with District Policy, shall have full supervision and management of the convention under the supervision of the District Key Club Administrator and the Key Club Committee.

Section 3. Each club in good standing shall be entitled to two (2) delegates and two (2) alternates in any convention.

Section 4. The members of the Board of Trustees shall be delegates-at-large at all conventions.

Section 5. Each accredited delegate shall be entitled to vote on each question submitted in any convention. There shall be no voting by proxy.

Section 6. In the absence of the Governor from any convention of the district, the Board of Trustees shall designate a member of the District Board, with the exception of the District Administrator, to act as an executive officer.

Section 7. A quorum at any convention of the district shall be comprised of the official delegates present and representing not less than one-third (1/3) of the total number of clubs within the district. In any year in which no district convention is held the District Board shall elect a qualified member of a club to serve for one year or until their successor is duly elected.

Section 8. Within thirty (30) days after any convention, the District Secretary shall make a report of the proceedings of the convention, including a complete synopsis of all action taken and shall transmit a copy thereof to the members of the Board of Trustees, the Key Club District

Administrator, members of the Key Club Committee, and to the Director of Key Club International.

Section 9. Each district convention program shall include the following:

- a. Address by the Governor of the California-Nevada-Hawaii Kiwanis district, or the acting executive officer as designated by the Board of Trustees.
- b. The nomination and election of officers for the ensuing year.
- c. Such other activities as may be specified in District Policy.

Article X: VACANCIES IN OFFICE BETWEEN CONVENTIONS

Section 1. In the event between conventions of a vacancy in the office of Governor, the Board of Trustees shall elect a qualified member of the Board of Trustees to become Governor for the unexpired term.

Section 2. In the event between conventions of a vacancy in the office of Lieutenant Governor, the District Governor shall appoint a qualified member to be appointed by the Board of Trustees to fill the office for the unexpired term.

Section 3. If a vacancy occurs in the office of the District Secretary, or District Treasurer between conventions, the Board of Trustees shall elect a qualified member of a club in the district to fill the office for the unexpired term.

Section 4. Whenever it shall appear to the Governor that any Lieutenant Governor, District Secretary, District Treasurer, or other elected or appointed officer of the district is failing to perform the duties of their office, the Governor shall give such officer immediate notice of the fact and shall follow District Policy in removing and replacing said officer with a duly qualified replacement to complete the term of office.

Section 5. Whenever it shall become apparent to the Board of Trustees and District Administrator that the Governor is failing to perform their duties, it shall be the responsibility of the District Secretary, with the approval of the Kiwanis District Governor, to call a special meeting of the District Board of Trustees to consider all facts and any reasons why the office shall not be declared vacant. In the event that the District Board of Trustees shall find the alleged facts to be true, the District Board of Trustees will request the resignation of said District Governor. In the event that a resignation is not voluntarily offered, the District Board of Trustees shall, with the approval of the Kiwanis Governor, declare the office vacant and the vacancy shall be filled in accordance with the provisions as contained in these bylaws.

Section 6. A member may also be dismissed for cause for violating the Code of Conduct during any Key Club function or while acting as a representative of Key Club. A dismissal for cause may be made by a majority of the elected members of the Executive Board upon request of the Governor and District Administrator. The accused member may present a defense to the charge at this time. Any member may appeal the decision dismissing them to a hearing before the entire board. A special meeting of the Board may be called for this appeal.

Article XI: REVENUE

Section 1. Each member club shall pay to the district for each and every member based upon the below district dues schedule:

Prior to October 1, 2022 the district dues will be \$4.50 per annum.

From October 1, 2022 to September 30, 2023 the district dues will be \$5.00 per annum.

From October 1, 2023 to September 30, 2024 the district dues will be \$5.50 per annum.

From October 1, 2024 and going forward the district dues will be \$6.00 per annum.

These dues shall accrue on October 1 and shall be remitted to the California-Nevada-Hawaii Key Club District Office by the individual club not later than December 1 of each year.

Section 2. The amount of district dues shall be determined by the District Board of Trustees, with approval of the district Key Club Administrator, and subject to approval at the next district convention. In no case shall the total district dues exceed the maximum amount paid for each member in International dues.

Section 3. Assessments in excess of the annual dues may be made only upon a two-thirds (2/3) vote of all delegates attending an annual convention.

Section 4. All dues shall be paid within sixty (60) days after the same shall become payable.

Section 5. The dues to be paid to the district by any new club admitted to membership during any fiscal year shall be the dues for each and every member for that year.

Section 6. Dues for members joining existing clubs, said clubs having already paid their dues obligation, shall be determined by District Policy.

Article XII: RULES OF ORDER

Section 1. "Robert's Rules of Order" (Newly Revised) shall be the parliamentary authority for all matters of procedure not specifically covered in these bylaws or in District Policy.

Article XIII: KEY CLUB YEAR

Section 1. The California-Nevada-Hawaii District Key Club Administrative Year shall be from the conclusion of the annual District Convention to the conclusion of the next annual District Convention.

Section 2. The Fiscal Year shall be from July 1 through June 30.

Section 3. The Key Club Administrative Year shall be as specified by Key Club International.

Article XIV: AMENDMENTS

Section 1. Amendments to these bylaws shall be made only at conventions by a two-thirds (2/3) vote of delegates present, in accordance with the following:

- a. Any Key Club in good standing may make a proposal to revise the District Bylaws. In addition any member of the Board of Trustees may make a proposal to revise the Bylaws.

- b. A proposal to amend the Bylaws by a California-Nevada-Hawaii Key Club in good standing must be submitted in writing to the California-Nevada-Hawaii Kiwanis District Office and received not later than November 1 in order to be considered at the following House of Delegates. This proposal must be endorsed by the California-Nevada-Hawaii Key Club Lt. Governor in that Club's Division and by the sponsoring Kiwanis Club President.
- c. All proposals for amendment of the Bylaws received by the District Office shall be forwarded to the district standing committee as defined by the District Policy Manual to be responsible for district bylaws and policy Committee Chairperson and to the Key Club District Governor. Any proposals not within the above criteria will be returned with a letter stating the reasons for non-compliance.
- d. A proposal to revise the Bylaws by a member of the Board of Trustees must be endorsed by a majority of the Board of Trustees at the Winter Board Meeting.
- e. All qualifying proposals shall be submitted by the district standing committee as defined by the District Policy Manual to be responsible for district bylaws and policy Committee Chairperson to the House of Delegates for action.

Article XV: APPROVAL

Section 1. These Bylaws and all amendments or additions shall not become effective until they have been approved by the sponsoring Kiwanis District Board and the Key Club International Director and/or the Key Club International Board.

Approved by the Key Club District House of Delegates on April 22nd, 2023