

BYLAWS OF THE TEXAS-OKLAHOMA DISTRICT OF KEY CLUB INTERNATIONAL

Article I

Name and Territorial Limits

- Section 1 The name of this organization shall be the Texas-Oklahoma District of Key Club International.
- Section 2 The boundaries within which it shall function shall be coextensive with the boundaries of the Texas-Oklahoma District of Kiwanis International. It shall operate under the responsibility and control of the Kiwanis District Board.

Article II

Objects

- Section 1 The objects of this district shall be:
- To promote the objects of Key Club International;
 - To coordinate the projects of member Key Clubs;
 - To strengthen and extend the Key Club movement;
 - To increase the fellowship and cooperative efforts of the clubs within the district;
 - To promote participation of the clubs within the district in general objectives, programs, and policies of the district and Key Club International; and
 - To accept and promote the constitution of Kiwanis International.

Article III

Divisions

- Section 1 The territory of this district shall be divided into divisions, each of which shall be coextensive with the boundaries of one or more divisions of the Texas-Oklahoma District of Kiwanis International.

Article IV

Membership

- Section 1 Each Kiwanis-sponsored Key Club in this district shall be a member of the district.
- Section 2 Any member club more than sixty (60) days in arrears for any indebtedness to Key Club International or to the district shall not be considered in good standing with the district.
- Section 3 Any member club not in good standing with Key Club International shall not be considered in good standing with the district.

Section 4 The District Treasurer shall report the name of any member club not in good standing with the district at each district meeting thereof. The District Governor shall direct the District Treasurer to send notice, with reasons, to the Presidents of such clubs not in good standing, to the Presidents of the Sponsoring Kiwanis Clubs, and to the Key Club International Administrator.

Section 5 Any Key Club not in good standing with the district will be unable to register at the next district convention until such time as the club corrects such standing with the district.

Section 6 Every member club shall submit a monthly report of club activities during the month to the District Governor, District Secretary, District Administrator, corresponding Lt. Governor and Regional Advisor, and sponsoring Kiwanis Club President as outlined in Article X of these Bylaws. This report should be postmarked by the fifth day of the following month.

Section 7 Any person 21 years of age or older on or before September 1st shall not be granted membership.

Article V

Officers

Section 1 Officers of the district shall be the Texas-Oklahoma District Governor, Secretary, Treasurer, Editor, Convention Liaison, and one Lt. Governor for each division of the district. The Governor, the Secretary, the Treasurer, and the Editor shall be elected at the annual district convention. The Convention Liaison shall be appointed by the Governor. All offices appointed by the Governor shall be approved by the District Board with a two-thirds majority vote. The officers of the district, excluding the Lt. Governors, shall be known as the "District Staff."

Section 2 Each officer shall be a member in good standing in a Key Club of the district and each Lt. Governor shall be a member of a club in the division from which he/she is elected. No member shall be elected to district office who will graduate before the next succeeding convention. No District Officer shall concurrently hold more than one elected office.

Section 3 Candidates for a district staff officer position must submit the appropriate candidacy form to the District Administrator by the deadline indicated on the form. Potential candidates for office who fail to submit this form by the given deadline shall not be allowed to run for a district staff officer position unless an exception is made by the District Administrator.

Section 4 All officers shall serve from installment at the district convention to the close of the following district convention.

Section 5 The duties of the officers shall be as follows:

- a. The Governor shall be the executive officer of the district and shall preside at all conventions and at all meetings of the District Board. He/she shall be an executive

- ex-officio member of all standing and special committees. It shall be his/her duty to attend the convention of Key Club International. He/she shall perform his/her assigned responsibilities as outlined in the District Governor's service agreement.
- b. Each Lieutenant Governor shall be the executive officer of the division and shall preside over all division conferences and meetings. He/she shall carry on the programs and policies of the District Governor and of Key Club International in his/her division. He/she shall perform his/her assigned responsibilities as outlined in the Lieutenant Governor's service agreement.
 - c. The Secretary shall keep all records of the district convention and of the meetings of the District Board. He/she shall call to order the opening session of district convention. The Secretary shall submit a report at the annual convention and at such other times as the Governor or the District Board may require. He/she shall submit to the proper officials and committees all communications from Key Club International. The Secretary shall grade all monthly reports submitted by club Secretaries with due diligence and an unbiased hand as well as keep accurate records of such reports. He/she shall cooperate with the Governor in forwarding all official reports required by Key Club International. He/she shall perform other such duties as may be assigned to him/her by the Governor or District Board and as outlined in the District Secretary's service agreement.
 - d. The Treasurer shall keep records of all district dues, convention registration fees, and other district income. All handling of money will be done by the Texas-Oklahoma District Kiwanis office. The Treasurer's accounts and books shall at all times be open to inspection by the Governor, District Board, District Administrator, Treasurer of the Texas-Oklahoma District of Kiwanis International, and any authorized auditor. The Treasurer shall make a report at the annual district convention and at such other times as the Governor or District Board may require. He/she shall perform other such duties as may be assigned to him/her by the Governor or District Board and as outlined in the District Treasurer's service agreement.
 - e. The Editor shall edit, publish, and distribute at least four district bulletins during the year to Key Clubs in the district. The distribution dates shall be, but are not limited to, October 1, December 1, February 15, and the first day of the district convention. The Editor's copy shall be approved by the District Administrator before publication and distribution. He/she shall perform other such duties as may be assigned to him/her by the Governor or District Board and as outlined in the District Editor's service agreement.
 - f. The Convention Liaison shall work side-by-side with the Assistant Administrator for District Events on the planning and executing of all aspects involved with district convention. The Convention Liaison shall support the Governor in assigning members of the District Board to convention committees (except those appointed by virtue of being on specified standing district committees as outlined by these bylaws) and generally serves as an advisor to these committees, guiding them toward convention specific goals. Unless also a Lt. Governor of the district, the Convention Liaison shall not be a voting member of the District Board. Unless a chosen

delegate by his/her home club or a delegate-at-large, the Convention Liaison shall not vote at the House of Delegates.

- g. After taking office, all District Staff members must produce and distribute a newsletter at least, but not limited to, eight times a year to the District Board, International Trustee or Board Counselor, Kiwanis Committee on Key Club, and the Kiwanis Governor. Each of these newsletters is due to the District Administrator by a deadline set by the District Governor.
- h. If a board member is having difficulties in performing his/her duties, it is suggested that the Administrator or his/her designee notify that member and his/her Faculty Advisor.
- i. All service agreements referenced in this section must be signed by the District Board member and his/her parent/guardian in order to serve on the District Board. The faculty advisor of the Board member's home club and the school principal must also sign to indicate the member is in good standing with his/her home club and therefore eligible to serve. Service agreements shall be maintained by the District Administrator and may be updated by the District Administrator on an annual basis. This form is due to the District Administrator one week after the District Board member is elected.

Article VI

District Board

Section 1 The District Board shall consist of all the District Officers.

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

Section 3 The District Board shall adhere to all policies, procedures, and regulations as outlined in the Texas-Oklahoma District Board Policy Code.

Article VII

Committees

Section 1 Standing committees shall be appointed by the Governor from among the District Board members, with the authority to study, assemble, and report their recommendations to the District Board for action.

Section 2 Special committees may be authorized by the District Board which shall define their duties.

Section 3 The following standing committees and chairmen shall be appointed by the Governor:

- a. Committee on Regulations, Elections and Credentials: This committee shall be composed of one chairperson and up to five members. Its duties shall be (1) to receive, study, and make recommendations to the Board on proposed amendments to the District Bylaws, International Constitution, and Committee Authority, (2) to study existing laws and regulations and to make reports to the Board on the suitability of the same, (3) to examine all amendments, resolutions, and the like submitted for approval to go before the House of Delegates and give due attention and diligence to each, (4) to enforce all proper procedures and parliamentary procedure at district meetings and convention, and (5) to see that all elections within the district are carried out properly, certify the results of all voting in the House of Delegates, and certify all voting delegates to the district convention.
- b. Committee on Contests and Awards: This committee shall be composed of one chairperson and up to five members. Its duties shall be to propose contest rules to the District Board for the contests at district convention, to maintain the suitability of the Texas-Oklahoma District Code of Contests and Awards, and to oversee the running of contests and presentation of awards at district convention.
- c. Committee on Sergeant-at-Arms: Committee on Sergeant-at-Arms: This committee shall be composed of one chairman. The chairman shall have the right at the convention to appoint additional members as needed. The duty of this committee shall be to enforce a set of rules (adopted by the District Board) to be followed by participants of the district convention.
- d. Committee on District Project: This committee shall be composed of one chairperson and up to five members. Its duties shall be to develop and present a district project to the District Board for consideration in the current year, publicize the project to clubs and members of the district, and implement award criteria as determined appropriate by the District Board.
- e. Committee on General Public Relations: This Committee shall be composed of one chairperson and up to five members. Its duties shall be to promote Key Club International in traditional and non-traditional ways throughout Texas and Oklahoma. This committee shall be responsible for developing and executing a marketing plan that shall be passed on to all clubs in the district.
- f. Committee on Membership: This committee shall be composed of one chairperson and up to five members. Its main duty shall be to focus on the growth of all clubs in the Texas-Oklahoma District. The committee shall be responsible for studying clubs with successful club growth, identifying weak clubs, and designing a plan to help all clubs increase their membership.
- g. Executive Committee: This committee shall consist of the District Staff, District Administrator, and Assistant Administrators. Its duties shall be to confer and make decisions regarding the administrative affairs of the district, consult on the planning of all district events, and aid the Governor in determining appropriate goals for district committees. This committee shall be chaired by the District Governor.
- h. Committee on Governor's Project: This committee shall be composed of one chairperson and up to two members. Its duties shall be to promote and encourage

the selected governor's project and to implement award criteria as determined appropriate by the District Governor and District Board. The committee shall work in conjunction with the District Governor.

- i. Committee on Divisional Projects: This committee shall be composed of one chairperson and up to two members. Its duties shall be to efficiently train Lt. Governors regarding all aspects of, but not limited to, design, promotion, execution and documentation of a divisional project.
- j. Committee on Convention Registration: This committee shall be composed of one chairperson. The main duty of this committee shall be to create and execute the efficient registration process at district convention.
- k. Committee on Events Public Relations: This committee shall be composed of one chairperson and up to two members. Its duties shall be to promote and publicize any and all district events, including, but not limited to, the Fall Rally and the District Convention, through new and creative means. The committee shall ensure that all clubs in the district are knowledgeable regarding district events and attempt to consistently increase attendance at district events.
- l. Committee on Welcoming Activity at Convention: This committee shall be composed of one chairperson and up to three members. Its main duty shall be to design and execute the welcoming activity for all attendees to participate in at district convention.
- m. Committee on District Website: This committee shall be composed of one chairperson. The duties of this committee shall be to monitor the district website for needed updates, work with other committees and District Staff members to gather needed web site content and make suggestions for new areas of the website or areas in need of improvement. The chairperson shall work in conjunction with the person or people in charge of facilitating the district web site.

Section 4 The District Governor shall serve as an ex-officio member of all district committees.

Article VIII

Convention

Section 1 A convention of the Key Clubs in the Texas-Oklahoma District shall be held once each calendar year, in the period beginning no earlier than the last two full weekends in March through the first full weekend in May, but not on the Easter weekend. All clubs shall be notified not less than six months in advance of the date selected, of the hours, and the place of such convention. The date and place shall be mutually agreed upon by the District Board and the Board of Trustees of the sponsoring Kiwanis district. The Administrator of Key Club International shall be informed of the location and date of each district convention.

Section 2 The District Governor or his/her designee shall mail to each club and the Administrator of Key Club International an official call to the annual convention at least thirty days

prior to the convention. The District Board shall have supervision and management of all conventions under the supervision of the District Administrator and the sponsoring Kiwanis district.

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

Section 4 The expenses of each delegate shall be paid by the individual and/or the club represented by him/her.

Section 5 In the absence of the Governor from any convention of the district, the District Board shall appoint a district officer to act as chairman.

Section 6 Within thirty days after any convention, the District Secretary shall make a report of the proceedings of the convention, including a complete synopsis of all actions taken, and shall transmit a copy thereof to the Administrator of Key Club International and to the members of the District Board.

Section 7 Each district convention shall include the following:

- a. Address by the Governor of the sponsoring Kiwanis District or his/her representative.
- b. The election and installation of officers for the ensuing year.
- c. One meeting of the new District Board led by the newly-elected District Governor and Administrator.
- d. A variety of contests as outlined in the Texas-Oklahoma District Code of Contests and Awards.

Section 8 All elections of officers will follow the procedures outlined in the Texas-Oklahoma District Code for Elections and House of Delegates.

Article IX

Vacancies in Office Between Conventions

Section 1 In the event of a vacancy in the office of Governor between conventions and between board meetings, the District Administrator will appoint a member of the District Board, who is an active member of a club in the district, to serve as Governor until the time of the next board meeting. A new Governor, who will be a member of that District Board, shall then be elected by the District Board. All candidates must be nominated, seconded, and elected to office by secret ballot. The election will be run by the current chairman of the District Board.

Section 2 In the event of a vacancy in the office of Lt. Governor between conventions, the Governor shall, with the approval of the District Administrator and the District Board at the next board meeting, appoint a qualified member of a club of the same division to fill the office for the unexpired term.

Section 3 In the event of a vacancy in the office of Secretary, Treasurer, or Editor between conventions, the Governor shall appoint a qualified member to fill the unexpired term, subject to the approval of the District Board and the District Administrator.

Section 4 Whenever it shall appear to the Governor that any Lt. Governor, District Secretary, District Treasurer, or District Editor is failing to perform the duties of his/her office, the Governor, with approval of the District Administrator, shall give such district officer immediate written notice of the fact and place him/her on immediate suspension of duties. Suspension of duties shall restrict any district officer from participating in Kiwanis-family activities using the capacity of his/her respective office. The Governor, with approval of the District Administrator, shall then have the power to appoint a Key Club member of the district to serve in an interim capacity. At the next meeting of the District Board, the Governor shall present his/her recommendations to the District Board regarding the declaration of vacancy in that office. A two-thirds vote of the District Board is required to declare any district office vacant. The officer in question shall be allowed voting and debating privileges. In the event that a Lt. Governor is removed, then it shall be the responsibility of the Governor to notify, or appoint someone to notify, each club in that officer's division of the vacancy and the replacement officer for that vacancy. The officer's contact information shall be sent as well. All notifications should be sent by mail, and they must be sent in writing to each club within two weeks of the board's action. In the event of a vacancy in office, it shall be filled in accordance with the provisions as contained in Article IX, Sections 2 and 3 of these Bylaws.

Section 5 Whenever it shall become apparent to one-third of the members of the District Board and the District Administrator that the Governor is failing to perform his/her 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 to consider all facts and any reasons why the office shall not be declared vacant. In the event that the the District Board shall find the alleged facts to be voluntarily offered, a two-thirds vote shall be required by the District Board to declare the office vacant, subject to the approval of the sponsoring Kiwanis District Board of Trustees who shall, with the approval of the of the Kiwanis District Governor, declare the office vacant. The vacancy shall be filled in accordance with the provisions as contained in Article IX, Section 1 of these Bylaws.

Article X

Reporting

Section 1 Each member club of the district shall submit a monthly report of club meetings and activities during the month to the District Governor, Secretary, corresponding Lt. Governor, corresponding Regional Advisor, and corresponding Kiwanis Club President. This report shall be completed on the proper forms, as outlined by the District Secretary, and is due as postmarked by the fifth day of the following month.

Section 2 The District Secretary shall follow the outlined system for evaluation of the club monthly report. The Secretary shall evaluate all club reports as received and report the resulting score rankings to the District Board and district convention delegation as deemed appropriate.

Section 3 The District Secretary shall maintain the club monthly activity report evaluation system. Adjustments to this system shall be approved by the District Administrator.

Section 4 Each member club shall submit a report to the District Secretary for the election of club officers within fourteen days of any election or change of officer(s) or advisor(s) within the club. This report shall be submitted on the proper form. It is recommended that this report be sent to the District Administrator, corresponding Lt. Governor, corresponding Regional Advisor, and corresponding Kiwanis Club President, as well.

Article XI

Revenue

Section 1 Each member club shall pay district dues for each and every member the sum of \$5.00 per year as district funds, which shall include a subscription to the district publications. Such bulletins shall be mailed to each President or Secretary of such club in good standing for distribution to the club members. Each club shall receive copies of these publications at the rate of one copy per every four paid members calculated from the final paid member report from Key Club International from the previous Key Club year. These dues and subscription fees shall be due on October 1 along with Key Club International dues, and shall be remitted to the Key Club International Office by the individual club no later than December 1. Dues collection dates can be changed at the discretion of the District Treasurer with the approval of the District Administrator.

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

Section 3 Assessments in excess of the annual dues may be made upon a two-thirds vote of all delegates attending an annual convention. Such assessment shall be for a duration of one year, but each succeeding year's convention may, by a two-thirds vote of all delegates in attendance, renew the assessments. In addition, assessments must be made for extraordinary items not normally covered by dues or subscription fees and must be approved by the Kiwanis District Board, by the Key Club International Board, and by the Kiwanis International Board.

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 the Texas-Oklahoma District Board Policy Code.

Article XIII

Amendments

- Section 1 Amendments to these Bylaws shall be made only at conventions by a two-thirds vote of delegates present except that no amendment shall be presented for adoption without the approval of the District Administrator.
- Section 2 In the event of an emergency, a situation declared by the Administrator and Governor, the District Board has the power to amend these Bylaws. The amendment will be effective from the time passed until the next meeting of the House of Delegates. At the following convention, the House of Delegates will be given the opportunity to approve the amendment. A two-thirds vote, with approval of the District Administrator, is required for the Board to pass an amendment to these Bylaws. At the House of Delegates, a two-thirds vote is required to approve the same.
- Section 3 Any proposed amendments must be presented to the Committee on Regulations, Elections and Credentials before or at the final board meeting prior to the House of Delegates. Proposed amendments may only be presented by Key Club members of the Texas-Oklahoma District in good standing. Certain circumstances apply to members of the Committee on Laws and Regulations as outlined in Article XIII, Section 4. The Committee on Laws and Regulations shall vote to approve any proposed amendment by majority vote. If approved, the amendment shall go before the next House of Delegates. If not approved, the proposed amendment shall require one of two circumstances to occur:
- a. If the proposed amendment is brought by a district officer, it can be brought before the District Board at any board meeting prior to the House of Delegates for approval. A majority vote of the District Board is required. It may also be brought as outlined in Article XII, Section 3, Subsection b.
 - b. If the proposed amendment is brought by any member other than a district officer, it must be in writing and requires the support of three separate clubs from three separate divisions to be brought before the House of Delegates. This support must be indicated by the signatures of the Presidents of the three different clubs on the written proposed amendment. An amendment proposed in this manner may be brought before the House of Delegates at a time between the opening and closing of the House of Delegates.
- Section 4 Any proposed amendment brought by any member of the Committee on Laws and Regulations or brought by the Committee on Laws and Regulations as a whole must be brought before the District Board at any board meeting prior to the House of Delegates for approval. A majority vote of the District Board is required.
- Section 5 Any proposed amendment must be read in its entirety before the House of Delegates. Exceptions can be made at the discretion of the Chairman of the Committee on Laws and Regulations only if the proposed amendment is delivered in writing to each delegate.

Article XIV

Interpretation

Section 1

Any dispute over the proper interpretation of these Bylaws not clearly outlined in these Bylaws shall be interpreted by a unanimous decision of the Chairman of the Committee on Laws and Regulations and the District Governor. If the Chairman of the Committee on Laws and Regulations and the District Governor are in non-agreement on any interpretation, the District Administrator will break the tie.

Article XV

Approval

Section 1

The Bylaws and all amendments or additions shall not become effective until they have been approved by the Key Club House of Delegates, Key Club District Administrator, Sponsoring Kiwanis District Board, and the Key Club International Administrator and/or Key Club International Board.

Nichollette Maiers, District Governor

Dennis Mitchell, District Administrator

William Crump, Kiwanis District Governor