

1. Eastern Canada Key Club Bylaws

ARTICLE I: NAME AND TERRITORIAL LIMITS

Section 1. The name of this organization shall be the Eastern Canada District of Key Club International.

Section 2. The boundaries within which it shall function shall be coextensive with the Canadian boundaries of the Eastern Canada and Caribbean 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.

Section 3. Any changes proposed to the boundaries of the Eastern Canada District of Key Club International and all divisions within; shall be put forth to a two-thirds (2/3) vote to the House of Delegates at District Convention.

ARTICLE II: OBJECTS

Section 1. The objects of this district shall be:

- (a) To promote the objectives of Key Club International.
- (b) To support the projects of member Key Clubs.
- (c) To strengthen and extend the Key Club movement.
- (d) To increase the fellowship and co-operative effort of the clubs within the district.
- (e) To promote the participation of the clubs within the district in the general objective, programs, and policies of the district and of Key Club International.
- (f) To accept and promote the Constitutional Objects of Kiwanis International.

Section 2. To promote the participation of the clubs within the district in the general objective, programs, and policies of the district and of Key Club International.

ARTICLE III: DIVISIONS

Section 1. The territory of this district shall be divided into divisions. The boundaries of said divisions are those approved by the Eastern Canada District Governor and the District Administrator.

ARTICLE IV: MEMBERSHIP

Section 1. Each Kiwanis-sponsored Key Club in this district shall be a member of this district.

Section 2. Any member club more than sixty (60) days in arrears for any indebtedness to Key Club International or to this district shall be considered not in good standing.

Section 3. The District Governor shall report the name of any member club not in good standing with the district at each meeting thereof and shall direct the District Secretary-Treasurer to send notice that such club is not in good standing, and the reasons therefore to the President of such club, to the President of the sponsoring Kiwanis Club, and to the Director of Key Club International unless otherwise specified by Key Club International.

ARTICLE V: OFFICERS

Section 1. The officers of this district shall be the District Governor, the Executive Assistant, one Lieutenant Governor for each division of the district, the District Secretary-Treasurer, the District Webmaster, the District Editor, and such other non-voting officers as called for in the district bylaws unless otherwise specified by Key Club International. The officer definition shall include the position of the District Translator if the position is reinstated to fulfill the District's needs.

Section 2. Each officer shall be an active member in good standing in a club of the district; each Lieutenant Governor shall be a member of a club in the division from which they are elected. No member who will graduate before the next succeeding convention shall be elected or appointed to office.

Section 3. The district officers shall be elected in the manner prescribed in the district bylaws. They shall begin their official duties immediately following their induction and shall serve for one (1) year or until their successors are duly elected.

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

(a) The District Governor shall be the executive officer of the district and shall preside at all conventions and at all meetings of the Board of Trustees. 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. All duties in addition to this shall be determined by Key Club International and the District Administrator.

(b) The Lieutenant Governor shall be the executive officer of their division and shall preside over all division conferences or 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. They have the option of appointing a Divisional Secretary to assist in the day-to-day operation of the division.

(c) The Executive Assistant shall act as the assistant to the District Governor and Board of Trustees. They shall collaborate and aid the District Governor in their duties. They will be responsible for the review of district publications within the District. Additionally, the Executive Assistant shall focus on the chartering of clubs in all divisions. They shall act as the director of committees on the District Board of Trustees, responsible for overseeing the direction of projects and initiatives.

(d) The Secretary-Treasurer shall keep all records of the district convention and of the meetings of the Board of Trustees. They shall submit a report to the annual convention and at such other times as the District Governor may require. They shall submit to the proper officials and committees all communications received from Key Club International. They shall cooperate with the District 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 District Governor or the Board of Trustees. They shall monitor the collection of all District Dues. The District Secretary-Treasurer's accounts and books shall, at all times, be open to the District Administrator, and any authorized auditor.

(e) The District Editor shall be responsible for producing three to four (3-4) issues of the District's official magazine, the Eastern Canada Key, as well as other district publications that may become necessary. They shall provide graphical resources and templates as needed.

(f) The District Webmaster shall be responsible for regularly updating the District Website and; shall oversee the District's webmail system. They shall compile District publications, pictures, and articles from previous service years and pass such files to the next District Webmaster. They shall perform other duties as assigned by the District Governor or the District Board of Trustees.

(g) The Translator shall translate all correspondence sent out by the District Governor, District Administrator, District Secretary-Treasurer, and International Representative, and all correspondence from other district board members which is of importance to the members of the division affected by the translation.

Section 5.

- (a) With the exception of the Lieutenant Governors, ~~Executive Assistant~~, District Editor, District Webmaster, and District Translator, all voting officers shall be elected at the annual district convention. This election will take place in the House of Delegates. In said house, each club in good standing will be allotted two voting members. Candidates may not serve as delegates.
- (b) The positions of District Governor, District Secretary-Treasurer, and District Executive Assistant shall be elected positions. The election shall take place at the District Convention.
- (c) If two or more candidates are running for any of the aforementioned positions in 5(b), a $\frac{2}{3}$ quorum of delegates from the district must be present at the convention for the electoral process to proceed. A $\frac{2}{3}$ majority vote must be met to elect any of the aforementioned positions in 5(b).
- (d) In the case of only one candidate running for any of the aforementioned positions in 5(b), a $\frac{2}{3}$ quorum of delegates from the district must be present at the convention for the electoral process to proceed. A $\frac{2}{3}$ vote of confidence in favour of the candidate is necessary from the present delegates to elect the candidate.
- (e) Each Lieutenant Governor shall be elected at division caucuses, either through an online platform or in person, held no earlier than January 1st and no later than the last day of the district convention. Two-third quorum ($\frac{2}{3}$) of the division's Key Clubs must be represented. Each club shall be entitled to two (2) voting delegates. If a quorum is not achieved, the selection of the Lieutenant Governor shall be the responsibility of the outgoing Lieutenant Governor and District Governor who shall seek the advice of the club Presidents within the respective division. Candidates may not serve as delegates.
- (f) A qualified District Editor shall be appointed by the District Governor and immediate past District Editor pending approval by the District Administrator.
- (g) A qualified District Webmaster shall be appointed by the Governor and immediate past District Webmaster pending approval by the District Administrator.
- (h) A qualified District Translator shall be appointed by the District Governor and District Translator pending approval by the District Administrator.

1. ARTICLE VI: BOARD OF TRUSTEES

Section 1. The Board of Trustees shall consist of the officers and the District Administrator.

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

Section 3. All official actions of the District Board of Trustees between meetings must be approved by two-thirds of all voting district officers.

Section 4. The District Governor or Secretary-Treasurer shall notify each member of the District Board of Trustees; of the time, place, and date of any meeting, at least two (2) weeks in advance of the meeting date.

Section 5. In the absence of the District Governor from a meeting, the Executive Assistant shall act as chairperson. If the Executive Assistant is not available, the District Governor shall appoint an attending member of the board to act as chairperson and preside over the meeting.

Section 6. Two-thirds (2/3) of the total voting members of the District Board of Trustees shall constitute a quorum.

Section 7. Within thirty (30) days after any special or regular meetings of the District Board of Trustees, the Secretary-Treasurer shall make a report of the proceedings of the meeting, comprising a complete synopsis of all action taken.

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

ARTICLE VII: COMMITTEES

Section 1. The Key Club District committees shall consist of but are not limited to: the DELC Committee, Communication and Public Relations Committee, Major Emphasis and Service Planning Committee, and the Membership Development and Growth Committee, the Local Emphasis Committee, as well as other standing or special committees created by the District Governor with a two-thirds (2/3) vote of the District Board of Trustees.

ARTICLE VIII: CONVENTIONS

Section 1. A convention of the Key Clubs in this district shall be held once in each calendar year at such place and date as shall be mutually agreed upon by the District Board of Trustees and the

Board of Trustees of the sponsoring Kiwanis District. The Director of Key Club International shall be informed of the location and date of each district convention.

Section 2. The Secretary-Treasurer shall email to each club and to the Director of Key Club International an official call to the annual convention at least thirty (30) days prior to the date of the convention. The District Board of Trustees shall have full 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 (2) delegates; and two (2) alternates for any convention.

Section 4. The members of the District 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.

Section 6. In the absence of the District Governor from any convention of the district, the District Executive Assistant shall act as the chairperson.

Section 7. A quorum at any convention of the district shall comprise the official delegates present and representing not less than one-third (1/3) of the total number of clubs within the district.

Section 8. Within thirty (30) days after any convention, the Secretary-Treasurer 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 District Board of Trustees 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 sponsoring Kiwanis District; or their representative.
- (b) An oratorical contest on a subject selected by the Board of Trustees of Key Club International, conducted under rules prescribed by the said board.
- (c) The reading of the winning Achievement Reports, or a summary thereof, and the making of reports.

(d) The reading of the winning Single Service Activity Report, or a summary thereof, and the making of reports.

(e) The nomination and election of officers for the ensuing year.

ARTICLE IX: VACANCIES IN OFFICE BETWEEN CONVENTIONS

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

Section 2. In the event between conventions of a vacancy in the office of Lieutenant Governor, the District Board of Trustees shall elect a qualified member of a club of the same division to fill the office for the unexpired term.

(a) In the absence of a Divisional Secretary to promote, the District Board of Trustees shall elect a qualified member of a club of the same division to fill the office of Lieutenant Governor for the unexpired term.

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

ARTICLE X: REMOVAL OF DISTRICT OFFICERS

Section 1. In the event any District Officer's position is in question, the District Governor shall call a special meeting of the District Board of Trustees to consider all facts and reasons why the ~~office shall not be declared vacant~~ officer is unfit for their position. In the event the District Board of Trustees finds the alleged facts to be true, they shall, with a two-thirds (2/3) vote, request the resignation of said officer. In the event that a resignation is not voluntarily offered, the District Board of Trustees shall declare the office vacant and, the vacancy shall be filled in accordance with the provisions as contained in these bylaws.

Section 2. Whenever it shall become apparent to the District Board of Trustees and District Administrator that the District Governor is failing to perform their duties, it shall be the responsibility of the Executive Assistant with the approval of the Kiwanis District Governor and/or District Administrator, to call a special meeting of the District Board of Trustees to consider all facts and any reason why the office shall or 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, with a

two-thirds (2/3) vote, shall request the resignation of the District Governor. In the event that a resignation is not voluntarily offered, the District Board of Trustees shall, with the approval of the Kiwanis District Governor and/or District Administrator, declare the office vacant, and the vacancy shall be filled in accordance with provisions as contained in these bylaws.

ARTICLE XI: REVENUE

Section 1. Each club shall pay to the district for each and every member the sum of \$6.50(USD). These dues and subscription fees shall accrue on October 1 and shall be remitted to the Key Club International by the individual club no later than December 1 of each year.

Section 2. The amount of district dues and subscription fees shall be determined by the District Board of Trustees, with 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 amount paid for each member in International dues.

Section 3. Assessments in excess of the annual dues may be made upon only a two-thirds (2/3) vote of all delegates attending an annual convention. Such assessments shall be for a duration of one year, but each succeeding convention may, by a two-thirds (2/3) vote of all delegates in attendance, renew the assessment. All such assessments, in addition, must be 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.

Section 4. The dues to be paid to the district by any new club admitted to the membership during any fiscal year shall be the dues for each and every member for that year.

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.

ARTICLE XIII: AMENDMENTS

Section 1. Amendments to these bylaws shall be approved only at conventions by a two-thirds (2/3) vote of delegates present; except that no amendment shall be presented for adoption without the approval of the District Administrator present at the convention.

Section 2. Any Key Club in good standing may make a proposal to revise the district bylaws. In addition, any members of the District Board of Trustees may make a proposal to revise the bylaws.

Section 3. A proposal to amend the bylaws by a Key Club in good standing must be submitted in writing either through mail or email to the District Board of Trustees by December 1st of each year. Any proposal made by a Key Club must be approved by a two-thirds (2/3) vote of the Board of Trustees.

Section 4. The Board of Trustees will publish all bylaw amendments sixty (60) days prior to the District Convention.

ARTICLE XIV: APPROVAL

Section 1. These bylaws and all amendments or additions shall not become effective until they have been approved by the District Board of Trustees, House of Delegates at the District Convention, and the Director of Key Club International and/or the Key Club International Board.