

By-Laws

The New England District of Kiwanis International Past Lieutenant Governors Association

Article I- Name

The Name of this organization shall be The New England District of Kiwanis International Past Lieutenant Governors Association.

Article II- Authority and Duties

Sec. 1- This Association is formed under the authority of Article VII, Sec. 3 of the By-Laws of the New England District of Kiwanis International, which reads as follows:

The Past District Lieutenant Governors Committee shall be composed of all Past Lieutenant Governors who are active, privileged, or senior members of clubs within the District. The Committee shall determine the method of selecting its Chairman and officers who shall serve at the pleasure of the Committee. The Committee shall submit the name of the Chairman to the Governor-Elect of the District prior to October 1st.

Sec. 2- The duties of the Association shall be such as are outlined in Article VIII, Sec. 21 of the By-Laws of the New England District of Kiwanis International, which reads as follows:

The Past District Lieutenant Governors Committee shall consider all matters referred to it, all matters initiated by it, and report to the Board of Trustees of the District and/or the Governor of the District. At the request of the Board of Trustees, the Past Lieutenant Governors Committee may from time to time be directed to assist and carry out certain District programs or projects.

Sec. 3- Further purposes of the Association shall be:

- a) To continue to expand the friendship built up during service on the New England District Board of Trustees and to form and continue new friendships.
- b) To afford advice and counsel to the New England District of Kiwanis International, its Board of Trustees, and its Governor.
- c) To afford to the District a pool of Kiwanians experienced in District matters for use when required, of the District, the Board of Trustees, and its Governor.

Article III- Membership

Sec. 1a- Membership in the Association shall be open to any Kiwanian who has served as a Lieutenant Governor of the New England District of Kiwanis International and who is an active, privileged, or senior member in good standing in a Kiwanis club of the New

England District of Kiwanis International.

Sec. 1b- Any member of the Association who becoming a member of another District of Kiwanis International shall be granted Associate Membership in the Association upon written request for the same. An Associate Member shall have all the rights and responsibilities to a regular member with the exception of voting or holding office.

Article IV- Officers

Sec. 1- The officers of the Association shall be a Chairman, a Vice Chairman, the Immediate Past Chairman, a Secretary-Treasurer, and seven (7) Directors.

Sec. 2-

- a) The Chairman and the Vice Chairman shall be elected for a term of two (2) years and shall serve until their successors have been duly elected and qualified.
- b) The Secretary-Treasurer shall be elected for a term of three (3) years and shall serve until his successor has been duly elected and qualified.

Sec. 3- The term of office of Directors elected at the Annual meeting shall be two (2) years.

Sec. 4- The Officers and Directors shall take office on October 1st.

Sec. 5- No Officer or Director, except the Secretary-Treasurer, may be elected to serve consecutive terms in the same office.

Article V- Duties of Officers

Sec. 1- The Chairman shall be the presiding officer at all meetings of the Association and its Board of Directors. He shall request all information normally sent to the Lieutenant Governors by the District office and shall cause to be published and mailed to the members of the Association a periodic summary of the same. He may, at his discretion, call social meetings of the Board of Directors and/or the Association.

Sec. 2- The Secretary-Treasurer shall keep a roster of all members of the Association and of the Board of Directors. He shall keep the minutes of the meetings of the Association and of the Board of Directors. He shall collect and keep all the funds and shall dispense them upon proper authorization. He shall render an annual financial report at the Annual Meeting.

Sec. 3- The Vice Chairman shall preside at meetings of the Association and its Board of Directors in the absence of the Chairman. He shall perform such other duties as are assigned to him by the Board of Directors.

Article VI- Nominations and Elections of Officers/Directors

Sec. 1- Nominations

- a) The Nominating Committee shall consist of the Immediate Past Chairman and the Directors whose terms of office are not being completed. The Immediate Past Chairman shall be the chairman of the Nominating Committee.
- b) The Nominating Committee shall submit to the Annual Meeting the name of the Vice Chairman as the sole candidate for the office of Chairman.
- c) The Nominating Committee shall submit to the Annual Meeting the names of at least one (1) and no more than two (2) candidates for the office of Vice Chairman, and when that office is open for election, the names of at least one (1) and no more than (2) candidates for the office of Secretary-Treasurer.
- d) The Nominating Committee shall submit to the Annual Meeting the names of at least one (1) but no more than two (2) candidates for each two (2) year term open for the office of Director, and the name of at least one (1) but no more than two (2) candidates for each one (1) year term to the office of Director made necessary by the creation of a vacancy in office. The Committee shall endeavor to have each New England state and Bermuda represented by a Director.
- e) Nothing in this section shall be construed as limiting the right to make nominations from the floor.

Sec. 2- Elections

- a) The Chairman, the Vice Chairman, and the Secretary-Treasurer
 - 1) The Chairman, the Vice Chairman, and the Secretary-Treasurer (when that office is open for election) shall be elected at the Annual Meeting by a majority vote of those members present and voting.
 - 2) Unless there be only one candidate for office, the election shall be by written ballot.
 - 3) If there be more than two (2) candidates for the office, and one (1) candidate does not receive a majority of the votes cast, the candidate with the fewest votes shall be dropped from the ballot and another ballot taken. This procedure shall be followed until one candidate receives a majority of the ballots cast.
- b) The Directors
 - 1) The Directors shall be elected at the Annual Meeting by the members

present and voting.

- 2) Each member shall vote for at least three (3) Directors for two (2) year terms, no more and no less, and for one (1) Director for each of the one (1) year terms available, no more and no less.
 - 3) The candidates receiving the highest number of votes for two (2) year terms, up to the number of two (2) year terms available, shall be declared elected Directors for two (2) year terms, and the candidates receiving the highest number of votes for one (1) year terms, up to the number of one (1) year terms available, shall be declared elected Directors for one (1) year.
- c) There shall be no voting by proxy.

Sec. 3- Vacancies

- a) In the case of a vacancy in the Office of Chairman, Vice Chairman, Secretary-Treasurer (in the last year of a three year term) or Director (in the last year of a two year term), the Board of Directors shall elect a replacement for the remainder of the year.
- b) In the case of a vacancy occurring in the office of Secretary-Treasurer in the first or second year of his term, or in the office of Director in the first year of his term, the Board of Directors shall fill the vacancy for the remainder of the year, and at the next succeeding Annual Meeting following the creation of the vacancy, a new Secretary-Treasurer or Director shall be elected by the members to complete the remainder of the term.

Article VIII- Meetings

Sec. 1- The Annual Meeting of the Association shall be held in conjunction with the Annual Convention of the New England District of Kiwanis International.

Sec. 2- There shall be one other meeting of the Association, held in conjunction with a function of the New England District of Kiwanis International.

Sec. 3- Twenty (20) members of the Association shall constitute a quorum for the Association for the legal transaction of business.

Sec. 4- Publication of a meeting notice, either in the Yankiwanian or by mail, at least thirty (30) days prior to the meeting shall be considered official notice of said meeting.

Article IX- Finances

Annual dues of the Association shall be ten dollars (\$10) per year, for the following year, payable at or before the Annual Meeting.

Life membership in the Association shall be a one-time fee of seventy-five dollars (\$75) payable in full at the time of application. Fifty dollars (\$50) of the life membership fee shall be placed in a separate trust account for the perpetuation of the Association.

Article X- Endorsements

The Association shall not endorse any candidate for office in the New England District of Kiwanis International.

Article XI- Rules of Order

Roberts Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered in these By-Laws.

Article XII- Amendments

Sec. 1- These By-Laws may be amended by a two-thirds (2/3) vote of the members of the association present and voting at the Annual Meeting.

Sec. 2- Proposed amendments must be submitted to the Secretary-Treasurer at least sixty (60) days prior to the Annual Meeting and members must be notified of such proposed amendments at least thirty (30) days prior to the Annual Meeting.

Sec. 3- Publication of the proposed amendments in the Yankiwanian or by mail shall be deemed legal notice.

Sec. 4- These By-Laws, and all amendments thereto, must be approved by the Board of Directors of the New England District of Kiwanis International in order to take effect.

Sec. 5- Whenever one gender is used in these By-Laws, it shall be deemed to include any other gender, wherever the context so requires.