

ZONTA INTERNATIONAL BY-LAW ANALYSIS SUMMARY

Below are the by-law proposals that PASSED at the San Antonio Zonta International convention that may raise issues for the District to resolve.

1. Dissolution

6. In the event of dissolution or final liquidation of Zonta International, all of its assets remaining after payment of its obligations shall have been made or provided for, shall be distributed to or among such corporations organized and operated exclusively for the improvement of the legal, political, economic, educational, health and professional status of women,.....

POSSIBLE DISTRICT ACTION

Should the District also have a plan in the event of liquidation? I find none in the current bylaws.

2. Article IV, Members, Section 2. Zonta Clubs, (d) Disbandment

(d) Disbandment. A club that intends to disband must first notify the area director. If the club, after taking all necessary steps together with the area director to avoid disbandment, decides to do so, it shall inform the governor, who shall inform the International President and the Executive Director immediately.....

POSSIBLE DISTRICT ACTION

Does the governor want to participate with the Area Director in working to save the club prior to the decision to disband? Should that be spelled out in the by-laws?

3. Article VI, Officers and Directors, Section 1, Officers, (d) Duties, (1) President

(1) President. The president shall be the chief executive officer and shall exercise a general supervision over the interests and welfare of Zonta International, its districts and its clubs. The president shall:.....

c. Be a member of the Zonta International Bylaws and Resolutions Committee and the Zonta International Finance Committee and be an ex-officio member of all other committees except the Zonta International Nominating Committee.

When the Zonta International Bylaws and Resolutions Committee investigates a complaint against a member of the Zonta International Board, the president shall not participate.

POSSIBLE DISTRICT ACTION

Should the Governor be a member of these committees at the District level as well?

4. Article VI, Officers and Directors, Section 1. Officers, (d) Duties, (3) President-Elect

(3) President-Elect. The president-elect shall serve for a term of two (2) years and at the close of the convention held two (2) years after the election, shall automatically become president. The president-elect shall perform such duties as assigned by the president, and shall have authority to make plans for the next biennium, including appointing and meeting with appropriate incoming standing committee chairmen to develop the Zonta International program goals to be presented to the convention for approval, and selecting

a professional parliamentarian to serve during the next biennium. The president-elect shall be a member of the Zonta International Bylaws and Resolutions Committee and the Zonta International Finance Committee and be ex-officio a member of all other committees except the Zonta International Nominating Committee. When the International Bylaws and Resolutions Committee investigates a complaint against a member of the Zonta International Board, the president-elect shall not participate.

POSSIBLE DISTRICT ACTION

Should the Lieutenant-Governor be a member of these committees at the District level as well?

5. Article XI, Zonta International Nominating Committee, Section 5, Duties, (a)

SECTION 5. Duties. The duties of the Zonta International Nominating Committee shall be to: (a) Recruit qualified Zontians for Zonta International officers, directors and for the Zonta International Nominating Committee.

POSSIBLE DISTRICT ACTION

Previously, the District Nominating Committee searched out qualified Zontians within the district and assisted them in submitting the paperwork to be considered for these positions. Should the district have a process to continue to solicit these Zontians?

6. Article XIII, Districts, Section 13, Nominating Committee, New subsection (f)

(f) Removal. Members of the District Nominating Committee may be removed by the district board for failure to perform the duties of the position, or acting in such a way as to injure the good name of Zonta, or hamper its work. The procedure shall be as specified in Article XIII, Section 10 (g) (1).

POSSIBLE DISTRICT ACTION

Does the District need a procedure to do this?

7. Article XIII, Districts, Section 7, Duties of Officers, (a) Governor

(a) Governor.....The governor shall appoint a Bylaws and Resolutions Committee, an Organization, Membership and Classification Committee, a Service Committee and a Legislative Awareness and Advocacy Committee, each with a chairman and such other members as the governor deems appropriate. The governor may make other appointments as appropriate to implement the programs of Zonta International.

POSSIBLE DISTRICT ACTION

Standing committees must be established for Bylaws, OMC, Service and LAA as described. Assume this has already been done.

8. Article XIII, Districts, Section 7, Duties of Officers, (b) Lieutenant Governor

(b) Lieutenant Governor. The lieutenant governor shall perform such duties as assigned by the governor and, in the absence or inability of the governor to perform the official duties within the district, the lieutenant governor shall perform such duties of the governor. The lieutenant governor shall be Chairman of the District Organization,

Membership and Classification Committee and a member of the Zonta International Organization, Membership and Classification Committee.

POSSIBLE DISTRICT ACTION

Assume this has already been done.

9. Article XIV, Clubs, Section 9, Committees

SECTION 9 Committees. (a) There shall be an Organization, Membership and Classification Committee, a Service Committee, a Legislative Awareness and Advocacy Committee and such other committees as the club board may authorize to achieve biennium goals.

POSSIBLE DISTRICT ACTION

Clubs must establish OMC, Service and LAA committees. Assume this has already been communicated.

10. Article XIII, Districts, Section 12, Audit

SECTION 12. Audit. At least at the close of the biennium, the district board shall cause the district financial records to be audited, reviewed or compiled by certified/chartered public accountants or by a qualified individual independent of the district board. For purposes of the audit, review or compilation, the books shall be closed 31 May. The audited, reviewed or compiled financial statement shall be presented at the district conference together with the audit, review or compilation report.

POSSIBLE DISTRICT ACTION

Assume this is already the procedure.

11. Circularization

3. Circularization (1)...(2) Zontians will not use membership lists or act in any other way to contact other Zontians for the purposes of lobbying for or against proposals that will be voted on, or for or against nominations for office or candidates who are running for office, at international conventions, district conferences or other Zonta Meetings. (3)...

POSSIBLE DISTRICT ACTION

Does this need to be communicated to all clubs to insure awareness/compliance?

Below are the bylaw changes that DID NOT PASS that may raise issues for the District. For the sake of brevity, I have used my own words to describe the proposals without changing their meaning.

1. Article V, Section 7, Nonpayment of Dues and Fees

PROPOSED

Unless temporarily waived by the ZI Board, clubs in arrears for dues and fees would pay an additional per capita fee for administration related to nonpayment. The ZI Board would have the power to determine the amount in U.S. dollars, which would not exceed 10% of current dues.

Recommended by ZI Board. Required 2/3 majority. Voting resulted in 803 for and 466 against. Likely to be raised next biennium??

2. Article VI, Officers and Directors, Section 1, Officers, (a) Qualifications

PROPOSED

ZI Officers, except the Treasurer/Secretary, must have served as a ZI Director. The ZI Treasurer/Secretary must have served as a district officer.

Recommended by ZI Board. Required 2/3 majority. Voting resulted in 788 for and 468 against. Likely to be raised next biennium??

3. Article VII, Zonta International Board, New Section 3. Membership on Zonta International Foundation Board

PROPOSED

No member of the ZI Board except the ZI President and the ZI President-elect can serve on the ZIF board.

Proposed by District 13. Not recommended by ZI Board. Voting resulted in 387 for and 866 against. Since this was a highly charged issue of the separation of the ZI and ZIF boards, it may be raised again.

4. Article XIV, Clubs, Section 2, Members, (b) Classified Member

PROPOSED

Required that, to be invited to membership, a candidate must be actively engaged in a recognized business or profession in a decision-making capacity.

Proposed by District 27. Not recommended by ZI Board. Voting resulted in 479 for and 885 against. This being a highly charged issue, it is likely to be brought up again.