

Date: June 1, 2015

TO: District 4 Board and Clubs

FROM: District 4 By-law & Resolutions Committee Co-Chairs, Edna Silvernail & Rosemary Pell

SUMMARY: PROPOSED CHANGES TO THE DISTRICT 4 RULES OF PROCEDURE

Please share this with your members. Changes to the rules of procedure are being recommended based on a review of:

- The 2014 ZI Governing Documents
- The 2015 Revised District Manual created by Zonta International
- District documents and current practices

The changes are highlighted in the 2013 version of the Rules of Procedure (pages 2-8 of this memo). The changes are grouped into 2 categories, with the rationale explained below:

CATEGORY A: Administrative changes or for consistency with current district practices

Introduction	<ul style="list-style-type: none">▪ Include reference to the ZI District Manual▪ Moved item referring to Robert's Rules of Order, as this applies to all district activities.▪ Throughout - Add Title indicators (e.g. A, B, etc) and correct spelling errors
F) Awards	<ul style="list-style-type: none">▪ #1 – removed item, as District award is funded by Zonta International
G) Standing Committees	<ul style="list-style-type: none">▪ #2 - Added Public Relations and Communications which currently exists and is recommended by the District Manual
H) Newly Chartered ...	<ul style="list-style-type: none">▪ #2 – remove amount: these costs are referenced elsewhere

CATEGORY B: Changes to align with Zonta International By-law or Rules of Procedure requirements, or Zonta International District Manual recommendations

A) Financial	<ul style="list-style-type: none">▪ New #1e, to reflect process recommended by the ZI district manual▪ New #8, to align with ZI Bylaws Article XIII, Section 12 "Financial Oversight".
B) District Conference	<ul style="list-style-type: none">▪ #7 – Recommended by ZI district manual to retain motion cards and election ballots for at least 3 months or until conference minutes approved▪ #9 – Change reporting dates and procedure to meet expectations within the ZI District manual, plus add the requirement for the Conference Chair to submit a report to Governor within 30 days▪ #10 – Added the ZI by-law Article XIII, Section 7e requirement for conference report within 60 days, and ZI district manual recommendation for minutes to adopted by voting delegates at next conference (matches current District 4 practice)▪ #12 – clarified wording and added the limitation stated in ZI by-laws Article XIII, Section 11, 4b; added District Manual recommendation about direction to proxies

D) Nominating Committee	<ul style="list-style-type: none"> ▪ #6 – remove section that contradicts ZI Bylaw Article XIII, Section 14. Re-number item to become #5 ▪ New item #6 – to align with the ZI Bylaw Article XIII, Section 14
E) Campaigning	<ul style="list-style-type: none"> ▪ add reference to the ZI Rules of Procedure to provide a context
J – International Convention	<ul style="list-style-type: none"> ▪ #2 - ZI district manual recommends a statement concerning reimbursement of expenses for the Governor.
K - New at end	<ul style="list-style-type: none"> ▪ ZI Bylaw Article XIII, Section 15 specifies how Rules of Procedure are to be adopted and the ZI district Manual recommends including these details in the Rules of Procedure.

The Rules of Procedure with the proposed changes are attached to this document. Voting delegates will be asked to vote on these changes at the District 4 2015 Conference.

If you have any questions, please contact bylaws@zontadistrict4.org

District 4 Rules of Procedure: **REVISIONS FOR CONSIDERATION AT THE DISTRICT 4 CONFERENCE 2015**

Adopted: April 29, 2006

Revised: May 11, 2013

Revisions Adopted by District Conference, September 27, 2013

District 4, Zonta International shall be established and governed in accord with Article XIII of the Zonta International Bylaws, the International Rules of Procedure and the Zonta International District Manual. (NEXT PHRASE MOVED FROM NOMINATING SECTION, FORMER ITEM 5) The rules contained in the current edition of *Roberts Rules of Order – Newly Revised* shall govern Zonta International District 4 in cases in which they are not inconsistent with the bylaws of Zonta International or with these Rules of Procedure adopted by the Zonta International District 4 Board. To the extent consistent with Zonta International Rules and Procedures, the following Rules will constitute standard operating procedure.

A) Financial

1. Finances:

- a. District dues and fees shall be determined by two-thirds (2/3) vote of the voting members at a District Conference. On June 1st of each year each club shall pay to Zonta District 4 **\$15.00** per capita dues based upon the number of members in the club as of June 1st. (June – May: \$12.00 District Dues; \$3.00 Assessment for Conference for full year).
 - b. Members who join in the second six months of the fiscal year pay one-half the district dues for that year and 100% of assessment for conference. December-May: \$6.00 District Dues; \$3.00 assessment for a total of \$9.00 for 6 months).
 - c. Provided funds are available, the District budget may allocate funds for the use of committees. Committee Chair shall apply to the Governor for funds to carry out the work of their committees, and shall submit expense vouchers for reimbursement and/or requests for advances to the Governor for approval as outlined in the District 4 Reimbursement Guidelines and District 4 budget.
 - d. The District Treasurer shall use fund accounting to keep the general operating funds and the conference funds. The Treasurer shall use money market checking, savings accounts, certificates of deposits, or other appropriate money management techniques to maximize earnings on district funds and with the approval of the Finance Committee and Governor.
 - e. **The district board shall take action annually to determine the use and disposition of interest from district operating and conference funds, even if the decision is to allow the interest to accrue in those respective funds.**
2. The District will maintain a reserve fund of US \$5,000.
 3. The Governor shall approve the expenses of other District Board members and District Committee members as outlined in the District 4 reimbursement guidelines. All such members shall work within the District 4 budget. Such a budget shall be prepared by the District Finance Committee in consultation with the Governor, discussed and recommended by the District Board at their May board meeting of the odd year and approved by the members at the District conference.
 4. No Officer is allowed to sign their own check/cheque. The Governor's expenses will be approved by the Chair of the Finance Committee.
 5. The Treasurer shall begin transferring responsibilities to the incoming Treasurer by June 1 of the first year of the incoming Treasurer's term and must complete the transfer within forty-five (45) days after the end of the Treasurer's term.

6. Expenses to be paid from the District's general operating funds are defined in the District 4 Reimbursement Guidelines. The Reimbursement Guidelines may be amended by a two-thirds (2/3) vote of the District Board.
7. The District will pay for
 - a. Name tags for District 4 board members, Committee Chairs, and members of committees at their option.
 - b. 100 business cards will be provided by the District per biennium for elected members and Committee Chairs at their option.
 - c. Governor and Area Director's pins will also be purchased by the District.
8. The district financial records will, at the end of the biennium be examined compiled by a certified/chartered public accountant or by a qualified individual independent of the district board. This examined financial statement will be presented at the district conference.

B - District Conference:

1. The District shall hold one District Conference per biennium.
2. The District Conference is held in the fall (of odd year) with approval of dates by Zonta International Board.
3. The District Board will decide location of the District Conference on a rotating geographical and Area basis depending on the offer by/or request to clubs that agree to host it.
4. The financial goal for the Conference is to break even. Any profits that the Conference realizes will be forwarded to the District; any losses will be underwritten by the hosting club.
5. The biennial District budget shall be presented to the District Conference preceding the next biennium.
6. Conference registration for delegates for any newly chartered District club, since last District Conference will be paid by District.
7. District Conference motion cards and election ballots shall be ~~destroyed at close of the Conference by the Conference Secretary.~~ retained by the secretary for at least three (3) months, or until the minutes of the conference have been approved, whichever is sooner. A list shall be kept that indicates the descending order of votes received for the Nominating Committee candidates, to facilitate the filling of a Nominating Committee vacancy if one arises during the 2 year term.
8. The Governor shall appoint a Parliamentarian and Secretary to serve at Conference and as needed during the biennium.
9. The Conference Chair shall provide the District ~~Conference~~ Treasurer with the financial statement for the Conference and all fiduciary data relating to the Conference within ~~ninety (90)~~ forty-five (45) days following the Conference and will provide the governor with a written report within forty-five (45) days of the end of the conference.

10. The district secretary, with the approval of the governor, shall prepare a summary of proceedings of the district conference, to be sent to each club president and to the district board members within sixty (60) days following the conference. Minutes of the Conference proceedings will be prepared by the District Secretary and approved by the District Board and adopted by the voting delegates at the next Conference). After approval, a copy will be issued to each club.
11. All previously adopted resolutions automatically expire at the end of each conference. If a subject is to be continued, it must be reaffirmed or newly adopted at the end of each conference.
12. A club represented by proxy at District Conference shall be represented by all of its entitled proxy votes. No club can be represented by proxy at more than two (2) consecutive conferences. Proxies should not be instructed how to vote, but be trusted to vote in the best interests of the club.

C - Area Meetings/Spring Work Shops:

1. The District shall hold a minimum of three Spring Workshops/Area Meetings per year located in Areas 1 / 2, 3 / 4 and 5 /6 with clubs from each Area alternating hosting responsibilities.
2. The financial goal for the Workshop is to break even. Any profits that the Workshop realizes will be forwarded to the District; any losses will be underwritten by the hosting club.
3. The topic and format to be featured at Spring Workshops will be discussed and recommended at the District Board meeting no later than November of the preceding year.

D - Nominating Committee:

1. The Chair of the District Nominating Committee shall request, prior to January 31st of each odd-numbered year, suggestions from each club for nominees for each position to be filled by election at the succeeding Conference. Personal data forms shall be submitted for each name suggested. The deadline for suggestions from clubs shall be March 15th of the odd year. The committee shall screen the suggested nominees based on the recorded qualifications, and on the committee's own knowledge and judgment. The individual suggested nominee must not be approached directly and asked to serve on an elected position until the nominating committee has had the opportunity to review and recommend the individual to stand for election. Once the individual has been approved by the nominating committee they will then be approached and asked to serve either by the nominating committee or the nominating club.
2. The Nominating Committee shall prepare a slate of one or more candidates for each District office that is to be filled at that election, and a minimum of five (5) nominees for the District Nominating Committee. No name shall be listed without the member's consent to serve, if elected. No member of the Nominating Committee shall be eligible for nomination at any club or district level of Zonta International while serving on the committee.
3. At least sixty (60) days before the Conference at which the election is to be held, the Nominating Committee shall send its report to each district officer and to each club in the District.
4. At the Conference, additional nominations may be made from the floor immediately after the report from the Nominating Committee provided the consent to serve has been obtained from the nominee.

5. ~~(MOVE TO INTRODUCTION SECTION) The rules contained in the current edition of *Roberts Rules of Order – Newly Revised* shall govern Zonta International District 4 in cases in which they are not inconsistent with the bylaws of Zonta International or with these Rules of Procedure adopted by the Zonta International District 4 Board.~~
5. The Area Directors shall be elected at the District Conference by the clubs in the area. ~~In the event of a tie vote, no Area director is elected and there will be two run-off elections with all the candidates included on the ballot. If the tie remains unbroken, a coin toss will be utilized to break the tie. Co-Area directors will not be allowed. The governor is not allowed to vote to break the tie for an Area Director.~~
6. The Nominating Committee is elected by plurality vote; all other offices are by majority vote. For offices requiring a majority vote, if there is a tie vote or one where no candidate receives a clear majority of votes cast, only the two (2) candidates receiving the largest number of votes will remain on the second ballot for a run-off vote. Run-off voting would continue until a candidate achieves a clear majority.

E - Campaigning Policy: Campaigning will align with the Zonta International Rules of Procedure on Circularization

1. No campaigning of any sort, other than the wearing of the official candidate's identifier by the candidate at conference, shall be allowed.
2. Allowed activities:
 - a. Following issuance of the official slate by the District Nominating Committee, Zontians attending Zonta functions may be introduced as candidates. At no time may either the candidate or any other Zontian publicly request votes for the candidate.
 - b. Candidates may attend any Zonta function. At the request of the presiding officer, the candidate may participate as a speaker or presenter.
 - c. Only oral endorsements, based on personal knowledge and experience, may be made by other Zontians.
3. Disallowed activities:
 - a. Speeches requesting votes will not be allowed, except during an official candidate's speech made as part of the business session at the Conference.
 - b. No current or past officer or director of Zonta International or current or past officer of the District shall seek to influence members to vote for or against a particular candidate.
 - c. No gifts, trinkets, buttons or other promotional material shall be distributed on behalf of any candidate for campaign purposes either before or during the Conference.

F - Awards:

- ~~1. REMOVE, AS ZI PAYS FOR THE FULL VALUE OF THE DISTRICT AWARD. Zonta International District 4 will match the award made by Zonta International to the District winner of the Young Women in Public Affairs competition.~~
1. Z Club and Golden Z Club awards will be determined by the District Board (monetary value only).

G - Standing Committees:

1. The Governor shall appoint the Chair and such other members of all committees as the Governor deems appropriate.

2. There shall be at least the following standing committees, and such other standing and special committees as the District Board shall authorize to achieve biennial goals.

Committees required by Zonta International:

Bylaws and Resolutions Committee
Membership Committee
Service Committee
Advocacy Committee
Nominating Committee (as elected at District Conference)

Other Committees will include:

Amelia Earhart Fellowship, Jane M Klausman Scholarship, Young Women in Public Affairs Award
Z Club/Golden Z
United Nations
Finance
Archives
District Foundation Ambassadors—1 in USA & 1 in Canada
Public Relations and Communications

H - Newly Chartered Zonta Clubs:

1. The sponsoring club for newly chartered clubs will receive up to \$300.00 from District 4 for reimbursable expenses as deemed necessary by the District Board.
2. The newly chartered club's district dues and conference assessment (~~\$10.00 per capita~~) will be waived in the year the club was chartered.
3. The District will provide a gavel to newly chartered clubs within the District.
4. Newly chartered Z and Golden Z Clubs will receive a gavel from District 4.

I - Communications:

1. The District 4 Board shall meet at least two (2) times each year.
2. Four (4) Governor newsletters per year are recommended; means of distribution to be determined by the Governor. At least two Area Director newsletters are recommended to be sent to Area clubs.
3. The District 4 website must be kept current, be content-appropriate, and have links to Zonta International and the District 4 clubs. It shall adhere to the Zonta International guidelines for websites.
4. Clubs shall submit the names of their officers (with addresses, phone and fax numbers, and email addresses) to the Governor, Lieutenant Governor, District Treasurer, and appropriate Area Director by May 1st.
5. Clubs shall submit the names of Committee Chairpersons with all other contact data (i.e. addresses, phone and fax numbers, and email addresses) to the Area Director promptly.

6. Individual clubs in the District are asked to confer with the Board before scheduling charter anniversary events. An individual club shall not hold anniversary events more often than once every five years.
7. Outgoing District officers and Committee Chairs shall deliver to their successors all properties belonging to their respective official positions within thirty (30) days after their successors have been installed.
8. All Zonta International guidelines and policies are to be adhered to where they are in compliance with laws in Canada and the U.S.

J - Zonta International Convention:

1. It is recommended that each club within the District, represented by a proxy vote at Convention financially recognize, through a modest subsidy, the *INDIVIDUAL* proxy bearer. The amount would be agreed upon at the Club level and along with a copy of the *Convention Delegate Proxy Certificate* sent to the proxy bearer by the club, a check/cheque to indicate good faith would be included.
2. The international convention expenses of the incoming and outgoing governors will be paid by the district according to the District 4 reimbursement guidelines.

K - Rules of Procedure Adoption/Amendments:

1. Notice of proposed District Rules of Procedures changes shall be sent to club presidents at least sixty (60) days before the conference.
2. Rules of Procedure can be adopted or amended by a vote at a conference with a two-thirds (2/3) vote of the district conference voting members present at the conference.
3. Rules of Procedure may also be adopted or amended by a mail ballot with two-thirds (2/3) vote of the district voting members, provided that fifty percent (50%) of the district clubs respond within forty-five (45) days.