

**PHILIPPINE LUZON DISTRICT OF KIWANIS
INTERNATIONAL, INC. AMENDED AND
RESTATED BY-LAWS**

**PHILIPPINE LUZON DISTRICT OF KIWANIS
INTERNATIONAL, INC. AMENDED AND
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ARTICLE I. DEFINITIONS

Section 1. Wherever these terms appear throughout these bylaws, “club” means a club in good standing as defined from time to time by Kiwanis International and “active member” means a member in good standing with his/her club **as defined by the club**^{*}. However, provisions regarding sending notice to clubs about meetings, amendments, and resolutions and provisions regarding payment of club financial obligations shall apply to all chartered clubs, whether in good standing or not in good standing.

ARTICLE II. PURPOSE AND STRUCTURE

Section 1. The name of this organization shall be the PHILIPPINE LUZON DISTRICT OF KIWANIS INTERNATIONAL.

¹Revised based on the Standard Form for District Bylaws issued by Kiwanis International 2014.

() Recent KI update. This clarifies that the club itself (and the club alone) determines whether its members are in good standing. Neither the district nor K.I. does that*

Section 2. The **boundaries**** of this district shall be confined to the area covered by the territorial jurisdiction of the Republic of the Philippines (to include the Province of Palawan) except areas covered by the Visayas and Mindanao Regions-, **as determined by the Kiwanis International Board.**²

Section 3. The purpose of this district shall be primarily to help Kiwanis clubs and Kiwanis International advance the Objects, objectives, policies, and strategic goals of Kiwanis, and specifically to cooperate with Kiwanis International in:

- Building new clubs and strengthening existing clubs;
- Delivering education to clubs, and;
- Delivering service leadership programs and global campaign for children programming to and through clubs.

The purpose of this district shall also be to promote the interest of the clubs within the district to Kiwanis International.

²Amended on May 2, 2014 to include Palawan province as within the territorial jurisdiction of Philippine Luzon District.

(**) *Recent KI change*

Section 4. The district shall group clubs into divisions. The **boundaries**³ of the division shall be defined by the district board in district policies.

Section 5. Each **club**⁴ within the district boundaries is a member of the district and is entitled to all the rights, privileges, and responsibilities thereof.

ARTICLE III. OFFICERS

Section 1.

- a. The officers of the district shall be the Governor, Governor-elect, **Vice Governor**, Immediate Past Governor, Secretary, Treasurer, and a Lieutenant Governor for each division.
- b. No offices other than those of Secretary and Treasurer may be combined in one person.
- c. After their election and before their assumption of office, all officers shall be known and designated by the titles of the offices to which they have respectively been elected followed by the term “designate.”

Section 2.

- a. Each district officer **except for Lieutenant Governor**, shall be an active **member**⁵ in a club of the district for at least **three (3) years** prior to

³ KI verbiage, KI oversight from previous corrections.

⁴ Recent KI Change: club* refers only to clubs in good standing.

⁵ Recent KI Change: member* refers to members in good standing.

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- election. Likewise, the Governor, Governor-Elect, **Vice Governor**, and Treasurer must have completed a term of office as Lieutenant Governor.
- b. Each Lieutenant Governor shall be a member of a club in the division from which elected for at least **two (2) years** and must have completed a term of office as a club president. **However, if there is no member from a club in a particular division qualified and willing to serve as Lieutenant Governor, a member of a club in another division may serve.**
- c. **Additionally, each district officer shall not have been convicted by competent authority of any crime involving moral turpitude or committed any act inimical to the Kiwanis image or considered morally reprehensible as determined by the District Board.**
- d. The Governor, Governor-Elect and **Vice Governor** shall have and maintain a clean criminal history background check conducted and verified by Kiwanis International.
- e. **The candidate for District Treasurer shall be an accountant, or a BSBA graduate, or with experience work or a businessman.**
- f. **The candidates for the Governor, Governor-Elect, Vice Governor, and Treasurer also;**
- 1.1 Must have completed a term of office as club president;**
 - 1.2 Must submit NBI Clearance to the District;**

- 1.3 Must not have any civil or criminal case pending against them in any court;⁶**
- 1.4 Must file a notarized certificate of candidacy in a form prescribed by the district from June 10 to 15 of the administrative year that they intend to run, together with the endorsement of the majority of the clubs in his/her division;**
- g. Campaign period starts on July 1 of the Administrative Year.**
- h. Additionally, the Governor, Governor-elect, Vice Governor and candidates for said offices shall not be from the same division during the same administrative year.**

Section 3. All officers shall serve for a term of one (1) year, beginning on October 1.

Section 4. Each district officer has the duty and responsibility to:

- a. Promote the Objects and objectives of Kiwanis International.
- b. Promote the interests of the clubs within the district.
- c. Perform such duties and responsibilities as are currently prescribed or as may be

⁶ BOT: Even the presence of a pending action will disqualify the candidate to run.

- amended in the bylaws, policies, or procedures of Kiwanis International or of the district or as may be assigned by the District Board.
- d. Actively promote implementation of growth efforts of the district in conjunction with Kiwanis International's strategic growth plan.
 - e. Actively promote and support programs of emphasis by Kiwanis International, such as the service leadership programs (where applicable) and the global campaign for children.
 - f. Attend all meetings required by the district.
 - g. Whenever possible, all district officers are encouraged to attend the Kiwanis International Convention and if applicable, attend the Asia-Pacific Convention.

Section 5. The Governor has the further duties and responsibilities:

- a. Serve as the Chief Executive Officer of the district, under the direction and supervision of the Kiwanis International **Board**.
- b. Be responsible for planning and developing the general program for the district convention and conferences with the advice and consent of the District Board.
- c. Preside at all district conventions and

meetings of the District Board.

- d. Attend all conventions and other meetings required by Kiwanis International and the **District's Region**.⁷
- e. Be responsible for implementing growth efforts of the district in conjunction with Kiwanis International's strategic growth plan.
- f. Actively promote the Service Leadership Programs of Kiwanis International and assure proper supervision of those programs on a local, divisional, and district level.

Section 6. The Governor-elect has further duties and responsibilities:

- a. Attend all meetings required by Kiwanis International and the **District's Region** for Governor-elect, including Governor-elect education and International Convention.
- b. Be responsible for the training of incoming Lieutenant Governors and district committee chairs; for implementing club education programs; and for education programs at the district convention.
- c. **Support the Governor**.⁸

⁷ This clarifies current requirements.

⁸ This change is necessary now that Governors are no longer

Section 7. The Vice-Governor shall support the Governor and Governor-Elect and has the further duties and responsibilities to give priority to such training, orientation and other activities that focus on education, leadership, and growth to be prepared to hold the office of Governor-Elect and Governor. This should include attending the training of incoming district officers.

Section 8. The Immediate Past Governor shall be a resource to the District Governor and District Board.

Section 9. The District Secretary has the further duties and responsibilities:

- a. Assist the Governor and District Board in conducting the business of the district.
- b. Keep all records of the district.
- c. Be the executive in charge of the District Office and, subject to the approval of the District Board, select the employees (if any).
- d. Submit to the proper officers, committees, or persons all communications received from Kiwanis International and cooperate with the Governor in forwarding all reports required by Kiwanis International.

- e. Attend and keep the minutes of the meetings of the District Board and the district conventions.
- f. Make a report to the district at its annual convention and such other reports as directed by the Governor or the District Board.

Section 10. The District Treasurer has the further duties and responsibilities:

- a. Be a member of the Finance Committee.
- b. Regularly review and advise the District Board on the financial condition of the district and its service leadership programs.
- c. Make a report at the annual convention.
- d. Keep the financial accounts and records and be responsible for proper internal control procedures, including the receipt, deposit, and disbursement of district and service leadership programs in the manner authorized and prescribed by the District Board.
- e. Make available for inspection by the Governor, the District Board, or any authorized parties, the financial accounts, records, and books of the district and its service leadership programs (if any).

Section 11. The Lieutenant Governors have the further duties and responsibilities:

- a. Perform the duties as a member of the District Board.
- b. Provide support and assistance to the clubs in their division.
- c. Plan and preside at divisional meetings, under the direction of the District Board.
- d. Assist the Governor and the District Board in communicating and implementing the plans and goals of the district in their divisions.
- e. Report to the Governor about the condition and activities of clubs within their divisions.
- f. Visit each club in the division as many times as required by the district.
- g. While serving as Lieutenant Governor-elect shall assure training of the incoming club officers.

ARTICLE IV. DISTRICT BOARD

Section 1. The District Board shall consist of the Governor, Governor-Elect, **Vice Governor**, Immediate Past Governor, Secretary, Treasurer, and a Lieutenant Governor for each division. The Secretary shall be without vote.

Section 2. The management and control of the affairs

of the district not otherwise provided for in these by-laws shall be vested in the District Board, subject to the supervision and control of the Kiwanis International **Board**.⁹ The District Board may adopt policies and/or procedures, provided they are not in violation of any applicable laws or any higher governing documents.

Section 3. The District Board shall hold at least two (2) regular meetings during each administrative year, one of which shall be held prior to October 31, at such times and places as designated by the Governor. If the first meeting is held prior to October 1, any action taken shall become effective on October 1, unless a later date is specified.

Section 4. A special meeting of the District Board may be called by the Governor or two-thirds ($\frac{2}{3}$) of the entire Board.

Section 5. Subject to the laws of local jurisdiction, the District Board may meet and conduct business by any method that allows all participants to simultaneously communicate with one another or as otherwise allowed by law. Participation by such methods constitutes attendance. Normal board meeting rules and processes apply unless otherwise determined by

⁹ KI oversight on small language change.

the Board.

Section 6. The District Secretary shall notify each member of the District Board and the Executive Director of Kiwanis International of the time, place, and date of any regular meeting at least three (3) weeks in advance and of any special meeting at least three (3) days in advance.

Section 7. In the absence of the Governor from a meeting, the District Board shall elect one of its members to act as presiding officer.

Section 8. A majority of the total members of the District Board constitutes a quorum, and a majority vote of those present and voting is required for all business unless otherwise provided in these bylaws.

Section 9. Within thirty (3) days after any District Board meeting, the District Secretary shall provide a draft of the meeting minutes or a summary of the actions taken to Kiwanis International, and a copy shall be made available to clubs in the district. The district shall provide a copy of the official minutes of each board meeting to Kiwanis International within thirty (30) days after approval by the District Board.

ARTICLE V. COMMITTEES

Section 1. The Titles, Structures, and duties of district standing committees, **key positions, and Service Leadership Program Administrators**¹⁰ shall be those defined by the Kiwanis International **Board**.¹¹

Section 2. The district shall also have the following standing committees:

- a. *Achievement.* The Committee on Achievement shall encourage all Kiwanis clubs in the district to prepare and submit achievement reports in accordance with the rules formulated by Kiwanis International and shall select outstanding reports for appropriate recognition.
- b. *Administration.* The Committee on Administration shall recommend programs and procedures providing for the effective administrative functioning of clubs. Areas of concern include club meeting programs, music, interclub relations, fellowship, house and reception, as well as other areas, which the committee may deem pertinent. The Committee shall make suggestions to the club of means whereby more effective

¹⁰ This captures updated requirements by KI for district appointments

¹¹ KI oversight on small language change.

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administration proposals may be implemented.

- c. *Past District Governors.* The Committee of Past District Governors shall be composed of all past governors of the district who are still active members of district clubs. The committee shall select its chairman.

It shall meet at the district convention and may hold other meetings at the call of the chair. The committee shall consider all matters referred to it by the district board. It may also initiate other subjects for consideration that further the aims of the District and of Kiwanis International. The committee shall report to the district board on all matters considered.

- d. *Past Lieutenant Governors.* The Committee of Past Lieutenant Governors shall be composed of all past lieutenant governors of the district who are still active members of district clubs. The committee shall select its chairman. It shall meet at the district convention and may hold other meetings at the call of the chair. The committee shall consider all matters referred to it. It may also initiate subjects for consideration that further the aims of the District and of Kiwanis International. The committee shall also offer

suggestions and advice to the Governor-elect on how to better communicate with, organize, inspire and lead the Lieutenant Governors-elect when they assume their terms of office as Lieutenant Governors.

- e. *Strategic Planning.* The Strategic Planning Committee shall be responsible for the long range planning for the District. The Team will accomplish its goal through planning for district growth, training others to be on the team, expanding Kiwanis' reach by opening new clubs, rebuilding small clubs, encouraging clubs to invite new members, providing clubs with tools for member retention and serving as marketing and public relations ambassadors to the district.

Section 3. Each standing committee shall cooperate with the appropriate committee of Kiwanis International.

Section 4. The Governor may create special committees, subject to the approval of the District Board.

Section 5. Unless otherwise provided in Section 2, the Governor shall appoint all committee chairs and members, subject to approval of the District Board.

Section 6. The Governor shall be a **non-voting*** member of all standing and special committee of the district.

Section 7. All committee members appointed by the Governor shall be subject to removal by the Governor.

ARTICLE VI. CONVENTIONS

Section 1. The Annual Convention of the district shall be held at such place and date, between March 15 and September 25, as shall be mutually agreed upon by the District Board and the **Kiwanis International Board**, except that no district convention shall be held within the period of thirty (30) days prior to, during, or thirty (30) days following the Convention of Kiwanis International. In the event the annual convention of Kiwanis International is held within the geographic boundaries of a district, the district may hold its convention in conjunction with the Kiwanis International Convention; in such cases, district functions may not be held during general sessions of the International Convention.

() KI comment: ex-officio does not necessarily mean without a vote, but the Governor does not have a vote in committees.
Reworded for clarity.*

Section 2. Special conventions of the district shall be called by the Governor upon the request of a majority of the **clubs** or upon the request of three-fourths ($\frac{3}{4}$) of the **members** of the District Board.

Section 3. The District Secretary shall notify each club and the Executive Director of Kiwanis International at least sixty (60) days prior to the date of the annual convention and at least thirty (30) days prior to the date of any special convention or rescheduled annual convention.

Section 4. The District Board shall have full supervisions and management of all conventions.

Section 5. For each convention, the Governor shall appoint Committees on Credentials and a Committee on Elections, each to consist of at least three (3) members. All members of the Committee on Elections shall be delegates.

Section 6.

- a. At any district convention, each club in **good standing** shall be entitled to seat up to three (3) delegates,

- two (2) of whom should be the club president and the president-designate, **and may** nominate **up to*** three alternates who may serve **in place of any absent delegate**. However, the Lieutenant Governor or Past Lieutenant Governor may represent any club in their Division not otherwise represented by three delegates.
- b. Voting delegates shall be elected by each club prior to the convention and certified to the district by the club president and secretary. A current or past Lieutenant Governor representing a club may be certified by the **credentials committee** or its designee.
- c. **Should there be a need to replace a voting delegate or an alternate in case of emergency as determined by the credentials committee, a written request, signed by the club president and/or secretary, stating the circumstances thereof, must be submitted to the credentials committee not later than 12 noon of the day preceding the election. The replacement must also be a qualified club member in good standing.**

(*) Recent KI update

Section 7. Official delegates of a newly organized club shall be granted full privilege at the district conventions after the charter has been approved by **Kiwanis International Board**, even if it has not been presented to such club, **provided that it has been assigned its Key No., signifying its official membership to Kiwanis.**

Section 8. All officers and past Governors of the district who are active **members** of a **club** in the district shall be delegates-at-large to all district conventions.

Section 9. To be accredited, a delegate must have paid a convention registration fee, if such is required.

Section 10. There shall be no voting by proxy or absentee ballot.

Section 11. The District Board may establish registration fees to be paid by persons attending any district convention. The proceeds derived from such registration fees shall be expended solely upon approval of the District Board.

Section 12. The convention may propose, discuss, and adopt resolutions, and may recommend matters or concerns to Kiwanis International. The convention

shall also consider and act upon matters submitted to it by Kiwanis International.

Section 13. In the absence of the Governor from any convention of the district, the District Board shall designate any elected member of the District Board to act as presiding officer.

Section 14. Delegates from at least one-third ($\frac{1}{3}$) of the district **clubs** shall constitute a quorum at any district convention, and no less than a majority vote of the delegates present and voting is required to approve all business unless otherwise provided in these bylaws.

Section 15. Within thirty (30) days after any convention, the District Secretary shall provide a written report of the actions taken, approved by the Governor, and shall transmit the report to the Executive Director of Kiwanis International. A copy of the report shall be made available to clubs in the district.

Section 16. In the event the District Board shall determine by resolution that there exists a condition of emergency that compels cancellation of the annual district convention, the Board shall notify Kiwanis International and district clubs immediately and shall determine one of the following methods to transact

any and all business that was to be transacted at the annual convention, as soon as practical. The preference will be to reschedule the convention, if possible, or alternatively, to call a meeting of all persons having the status of delegates-at-large at district conventions, a quorum of which shall be a majority.

Section 17. The official program of a convention as approved by the District Board shall be the order of the day for all sessions. Changes in the agenda may be made from time to time by a majority vote of the House of Delegates.

Section 18. RESOLUTIONS

- a. A **club**, by majority vote of its active **members** or board, may propose resolutions to be considered at any convention of the district, provided they are submitted to the District Secretary not less than sixty (60) days prior to the date of the convention. Resolutions may also be proposed by the District Board.
- b. All proposed resolutions shall be referred to the Committee on Resolutions and Bylaws for its consideration and recommendation to the District Board. The Committee may modify, combine, edit, or not accept any club proposals. The District Board shall

- have final authority on resolutions to be considered at the convention.
- c. No later than thirty (30) days prior to the district convention, the Secretary shall make available to each club in the district a copy of all proposed resolutions other than those of memoriam and appreciation.
 - d. No other resolutions shall be considered unless approved for consideration by two-thirds ($\frac{2}{3}$) vote of the District Board and presented no later than the beginning of the House of Delegates.
 - e. Resolutions may be adopted by a majority of the valid votes cast by the delegates present and voting, except those recommended by the Board less than sixty (60) days in advance which shall require two-thirds ($\frac{2}{3}$) vote to adopt.

Section 19. The House of Delegates shall adopt standing rules to conduct business.

ARTICLE VII. NOMINATION & ELECTION OF OFFICERS

Section 1. The election of officers, except as otherwise provided in these bylaws, shall be held at the annual convention. The official program of the convention shall indicate the time and place of the elections.

Section 2. The Secretary who will assume office on October 1 shall be appointed by the Governor-designate, subject to the approval of the District Board-designate.

Section 3. The nominating and election procedures for officers to be elected at the convention shall be as follows:

- a. The Governor-elect shall be the sole candidate for the office of Governor, **and the Vice Governor shall be the sole candidate for Governor-elect. However, in any year in which the Governor-elect or Vice-Governor was not previously elected by the district house of delegates or is no longer qualified to hold the office, other qualified candidates shall be permitted.**
- b. **All candidates shall comply with district policies regarding campaigning,**

- provided such policies do not contradict any provisions of these bylaws.**¹²
- c. Qualified candidates for Governor, Governor-elect, and **Vice-Governor** shall also:
 1. Submit a signed agreement **provided by Kiwanis International** to fulfill the duties of office.¹³
 2. Have a clear criminal history background check conducted and verified by Kiwanis International.
 - d. **A majority of all valid votes cast shall be necessary for each office elected at the convention. In the event that no nominee receives a majority of valid votes cast, a new election shall take place immediately, with the nominee receiving the fewest number of votes eliminated from the ballot. This procedure shall be followed until one nominee receives a majority vote.**
 - e. **The voting shall be by ballot only where there are two (2) or more candidates for the same office.**
 - f. **Cumulative voting shall not be permitted.**

¹² First part is provided in Article III, Sec. 2. 9/7/11

¹³ This makes a distinction about the required agreement.

Section 4. Committees for Nomination and Election of Officers.

- a. The Delegates Credential Committee shall consist of three members appointed by the Governor with the approval of the District Board. It shall adopt its procedures subject to the approval of the District Board. It shall have the following duties and responsibilities:**
 - 1.1 It shall verify the qualifications of all delegates.**
 - 1.2 It shall receive and evaluate all requests for replacement of voting delegates and determine whether the same is meritorious.**
 - 1.3 It shall subsequently determine the seating of the replacement delegates or any delegates not previously certified by the club.**
 - 1.4 Prior to the elections, taking place the credentials committee shall report the delegate count to the District Secretary and Elections Committee, and shall make available to them, upon request, a list of delegates.¹⁴**
- b. The Elections Committee shall be**

¹⁴ Last portion is found in Sec. 3a of the current provision.

composed of three members, a chairperson and two members, appointed by the Governor with the approval of the District Board. It shall have the following duties and responsibilities:

- 1.1 It shall have general charge of the election, and of distributing and counting of ballots. It shall report promptly to the convention the result of all balloting; which, report must be signed by majority of the committee members.¹⁵
- 1.2 **The Election Committee shall adopt rules and regulations for the orderly and peaceful conduct of elections; to uphold the sanctity of the ballots; and to ensure that the elections are fair, honest, and credible; provided that said rules and regulations are approved by the District Board and in accordance with Kiwanis International and PLD Bylaws.**
- 1.3 **It shall have jurisdiction over election protests involving the conduct of elections and canvassing of ballots.**

¹⁵ First part is found in Sec. 3b of the current provision, with editing.

c. The Nominating and Candidates Credentials Committee, shall be composed of Past District Governors, with a minimum of 3 and maximum of 7 members, to be appointed by the Governor, subject to the approval of the District Board. It shall have the following duties and responsibilities:

- 1.1 The Committee shall primarily ensure that all candidates for Governor, Governor-elect, Vice-Governor and District Treasurer have all the qualifications embodied in the KI and these bylaws. Towards this end, it shall conduct interviews of candidates, to inquire into the candidates' programs and plans, their capacity and experience to lead the district, their time to devote to Kiwanis and experience in handling non-government organization, and other factors which the committee may deem necessary.**
- 1.2 Prior to the campaign period, the committee shall furnish the District Board the list of qualified**

candidates, which shall be subsequently forwarded to all Kiwanis clubs.

- 1.3 It shall be the sole body to hear and determine disqualification complaints duly filed under oath against candidates. It shall request the submission of Affidavits from candidates' subject of the complaint and other witnesses. It may conduct clarificatory hearing, thereafter as it deems necessary. It shall adopt its internal rules and procedures, which must be approved by the District Board and must conform with the basic requirements of due process.**
- 1.4 It shall thereafter decide whether to dismiss the complaint or disqualify the subject candidate. In case of the latter, it shall forthwith forward its decision to the Election Committee and the latter shall delete the name of the disqualified candidate from the ballots. *Any disqualification complaint must be filed Thirty days (30) prior to the election. All decisions to disqualify candidates shall be decided prior to printing the**

ballot.*

- 1.5 The decision of the Committee is final and non-appealable.**

Section 5. Disqualification of Candidates.

- a. A candidate for Governor, Governor-elect, Vice-Governor and District Treasurer may be disqualified if:**
- 1.1 The candidate or anybody acting in his/her behalf/benefit at any time, paid the Kiwanis International or District dues of a Kiwanis Club or any of its members, wholly or partially.**
 - 1.2 The candidate or anybody acting in his/her behalf/benefit, at any time, paid the convention registration fee of any Kiwanis club or any of its members.**
 - 1.3 The candidate or anybody acting in his/her behalf/benefit provided free transportation or accommodation on the occasion of the District Convention, to a Kiwanis Club or any of its members.**

() Edits from KI*

- b. The candidate may also be disqualified for violation of any provision of the KI and PLD Bylaws, policies and procedures and election rules and regulations.**
- c. A candidate found guilty of the above prohibited acts shall be disqualified/banned from running for any elective position in the District.**

Section 6. Election of Lieutenant Governor and Lieutenant Governor - Elect, and Deputy Lieutenant Governor:

- a. The Lieutenant Governor of each division shall hold, not earlier than the first week of the administrative year and not later than the annual district convention preceding the expiration of the Lieutenant Governor's term, a meeting to elect a Lieutenant Governor, Lieutenant Governor-Elect, and Deputy Lieutenant Governor for the next term. No candidate for Lieutenant Governor, Lieutenant Governor-Elect, or Deputy Lieutenant Governor may run if any member or his/her own club is incumbent in any of the positions. The time and place of the meeting shall be designated by the Lieutenant Governor. The**

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president of each club in the division shall be notified at least ten (10) days prior to the meeting. Past Governors, current and past trustees, and past Lieutenant Governors who are active members of a club in the division, as well as non-delegates club members, should also be invited to the meeting and shall have the privilege of the floor, but shall be without vote.

- b. Delegates of **at least one third ($\frac{1}{3}$) of the clubs in the division** should constitute a quorum.
- c. No person shall be considered a candidate for Lieutenant Governor, Lieutenant Governor-elect, or **Deputy Lieutenant Governor** without first providing consent and an agreement to carry out the duties and responsibilities of the office.
- d. The Lieutenant Governor Elect shall be the sole candidate for the office of the Lieutenant Governor, and the Deputy Lieutenant Governor shall be the sole candidate for Lieutenant Governor Elect. However, nothing shall preclude additional nominations of qualified candidates from the floor.
- e. Voting shall be by ballot only where there are two (2) or more candidates for the same position. A majority of all valid votes cast

shall be necessary for elections. In the event that no nominee receives a majority of valid votes cast, a new election shall take place immediately, with the nominee receiving the fewest number of votes eliminated from the ballot. This procedure shall be followed until one nominee receives a majority vote. In the event of a tie vote, the Lieutenant Governor shall be entitled to vote.

- f. The presiding officer shall report the election results immediately to the District Secretary who shall report the results to Kiwanis International.
- g. A Lieutenant Governor-elect or a **Deputy Lieutenant Governor** is not a district officer.

ARTICLE VIII - VACANCIES IN OFFICE

Section 1. In the event of a vacancy in the office of the Governor, Governor-elect, or **Vice Governor**, the vacancy for the unexpired term shall be filled by majority vote of the District Board from among the qualified past Governors, current or past Lieutenant Governors, or current or past Trustees.

Section 2. In the event of a vacancy in the office of Immediate Past Governor, the qualified **member** who served as Governor most recently prior to the Immediate Past Governor who is willing and able shall

automatically become the Immediate Past Governor.

Section 3. In the event of a vacancy in the office of Secretary or Treasurer, the Governor shall appoint a qualified **member** of a **club** of the district to fill the office for the unexpired term, subject to the approval of the District Board.

Section 4. In the event of a vacancy in the office of Lieutenant Governor, the District shall notify the clubs in the affected division that a replacement Lieutenant Governor may be elected at a division meeting to be held within thirty (30) days from the date of such vacancy. In the absence of a replacement being elected by the division, a qualified **member** of a club in the same division shall be elected by a majority vote of the District Board.

Section 5. In the event that the election of any district office cannot be completed for any reason, the District Board may consider the office to be vacant and may fill it as a vacancy as provided in these bylaws for such office.

Section 6. In the event that, after election and before October 1, any district officer-designate is unable to serve for the year elected, the District Board-designate for said year shall fill the position as a vacancy as provided in these bylaws for such office.

Disability or inability of a Governor-designate to serve for the year for which elected shall first be determined by a two-thirds ($\frac{2}{3}$) vote of the entire District Board-designate.

Section 7. In the event that the Governor is temporarily incapacitated and is unable to discharge the duties of office, **as determined by two-thirds ($\frac{2}{3}$) vote of the entire district board¹⁶**, the District Board shall elect, by majority vote a qualified past Governor, current or past Lieutenant Governor to become Acting Governor until the Governor is able to resume the duties of office. While the Governor is incapacitated, the Acting Governor shall have all the duties, responsibilities, and authority given to the Governor by these bylaws and the Bylaws of Kiwanis International. If, after a period of sixty (60) days, it appears to the Board that the Governor continues to be incapacitated and is not able to resume the duties and responsibilities of office, the Board may declare the office of Governor vacant and the vacancy shall be filled in accordance with the provisions for filling vacancies in such office as provided in these bylaws.

¹⁶ This strengthens the process if the Governor is temporarily incapacitated.

ARTICLE IX. DISCIPLINE OF OFFICERS

Section 1. If a district officer is alleged by the Governor or two-thirds ($\frac{2}{3}$) of the District Board to be failing to perform his/her duties, the District Board shall investigate the allegation and determine the matter at a meeting held within forty-five (45) days after the investigation is complete or as soon as reasonably possible. Written notice of the allegation, investigation, and meeting shall be given to the accused officer at least thirty (30) days prior to the meeting. The accused officer shall be permitted to attend the meeting and present a defense. If the allegation(s) is sustained by no less than two-thirds ($\frac{2}{3}$) vote of the entire Board, the office shall be declared vacant.

Section 2.

- a. "Conduct unbecoming a member of the Kiwanis family" is defined in Kiwanis International Policy as any conduct that: is incompatible with the best interests of the public or of members of the Kiwanis family or tends to harm the standing of Kiwanis in the local or global community.
- b. If an allegation of "conduct unbecoming a member of the Kiwanis family" is made against a district officer, allegedly committed while he/she was engaged in his/her duties

as a district officer, the Governor shall immediately request from Kiwanis International a copy if the detailed procedures to be followed by the district and shall appoint a special investigator to investigate the matter. If an allegation is made against the Governor, **the immediate past Governor shall fulfill the Governor's role throughout the process.** If the investigation report considers there is a reasonable basis for the allegation, the Governor shall notify the accused officer and refer the matter to the District Board to conduct a hearing to decide the matter. The Board shall meet and report its decisions whether the accused officer did nor did not engage in “conduct unbecoming”, and based on that decision, **impose** the appropriate disciplinary action as follows: counseling; a verbal **or written** reprimand; or suspension; or removal from office.

- c. If either the accused officer or the Investigator believes some part of the investigation was faulty or the determination was incorrect, either party has the right to request in writing reconsideration by the Board. The Board's decision on the matter shall be final.
- d. If, at any point during the “conduct

- unbecoming” process, possible criminal wrongdoing is discovered, the matter shall be reported to the proper authorities.
- e. All materials, facts, and information related to the investigation, determination, and reconsideration (if any) shall be kept confidential at all times by any parties or persons involved in any part of the process.
 - f. The district shall retain all official records on the matter (Allegation Report, Investigation Report, Hearing Record, Board Report, and Reconsideration Record if any) in a confidential file as long as required by applicable law, and shall send a copy to Kiwanis International, to be retained in a confidential file.

Section 3. If the district employs the Secretary, Treasurer, or other district officers, the employment relationship supersedes the officer relationship.

Section 4. Whenever a district officer is removed from office for reasons involving conduct unbecoming a member of the Kiwanis family or failure to perform the duties of office or resigns from office, that person may be declared by the District Board to be ineligible to hold a district office or appointment in the future.

ARTICLE X. REVENUE

Section 1. Each club shall pay dues to the district of PESOS: ONE THOUSAND (P1,000.00) for each active member, (P850.00 for administrative expenses, P100.00 for the bulleting fund, and P50.00 for the calamity fund). Dues shall be based on each club's annual membership report to Kiwanis International as of September 30 of each year.

Section 2. Clubs formed during the year, shall be charged the same annual fee for each member stated in Section 1. However, for clubs formed in July 1-September 30, annual dues shall be reduced by the amount of P250.00 per member.

Section 3. The District Board may establish registration fees for district conferences or other meetings.

Section 4. No financial obligation shall be placed upon clubs of the district other than those provided in these bylaws or adopted by a two-thirds ($\frac{2}{3}$) vote of the House of Delegates.

ARTICLE XI. FINANCE

Section 1. Not later than October 31, the District Board shall approve a budget of estimated revenues and expenses for the year, including capital expenditures.

Section 2. The financial records of the district shall be examined at the end of each fiscal year by a qualified individual(s) or company selected by the District Board, **in accordance with Kiwanis International Standards.**¹⁷ The individual(s) should be qualified to perform such work in their respective jurisdiction. A copy of the annual financial examination shall be sent to the Executive Director of Kiwanis International by March 31 and to the District Board and shall be made available, upon request, to clubs and members of the district.

Section 3. The District Board shall determine the official depository or depositories and shall designate persons authorized to disburse funds.

Section 4. The district will comply with all governmental reporting requirements for finances, taxation, employment, and any other areas of

¹⁷ This clarifies the requirements as currently required by KI, which vary somewhat depending on the size of the district's assets.

operation.

Section 5. The district shall report its financial status annually to clubs and to the Kiwanis International Board and at such other times and including such information as requested by the Kiwanis International Board.

ARTICLE XII. OTHER AUTHORITIES

Section 1. This district's bylaws and policies will comply with all applicable laws in its local jurisdiction(s).

Section 2. For authority on all matters not covered by these bylaws, the following documents will apply in this order of priority:

First - Kiwanis International Bylaws

Second - Kiwanis International Policies and Procedures

Third - The bylaws of Kiwanis Asia-Pacific

Fourth - District Policies or Procedures

Fifth - Roberts Rules of Order Newly Revised (latest edition)

ARTICLE XIII. AMENDMENTS

Section 1.

- a. A club, by majority vote of its active members, may propose bylaw amendments to be considered at any convention of the district, provided they are submitted to the District Secretary not less than sixty (60) days prior to the date of the convention. Bylaw amendments may also be proposed by the District Board.
- b. No later than thirty (30) days prior to the district convention, the Secretary shall make available to each club in the district a copy of all proposed bylaw amendments.
- c. Amendments to these bylaws may be adopted by two-thirds ($\frac{2}{3}$) of the valid votes cast by the delegates present and voting.

Section 2. These bylaws and any amendments to them shall be in conformity with the Kiwanis International Bylaws and the Standard Form for District Bylaws. Amendments previously verified by Kiwanis International to be in conformity may become effective immediately, unless a later effective date is specified upon adoption. Any amendments not in conformity shall not be effective until or unless approved by the Kiwanis International Board. Any questions regarding conformity shall be

determined by the Kiwanis International Board.

Section 3. If the Kiwanis International Bylaws are amended in such a way that necessitates revisions to the Standard Form for District Bylaws, the District Board shall amend the district bylaws at the next regularly scheduled board meeting to reflect such revisions and shall inform clubs and members.

ARTICLE XIV. SEVERABILITY

Section 1. In the event that any provision of these bylaws is held invalid, all other provisions shall remain in effect.

ARTICLE XV. INCORPORATION AND DISSOLUTION

Section 1. The district will incorporate or register with the proper authority(ies) as may be required by applicable law and shall maintain such incorporation or registration as required by law.

Section 2. If the district ceases operations for any reason, the last District Board will provide for proper distribution of district funds or other assets, in accordance with applicable law. If the District Board does not so provide, the Kiwanis International Board shall do so.

ARTICLE XVI. GENERAL PROVISIONS

Section 1. The district shall not be used for political purposes, including propaganda, trying to influence legislation, or participating in a campaign for or against any candidate for public office.

Section 2. The administrative and fiscal year of the district shall be October 1 - September 30.

ADOPTION CERTIFICATION

If the district's bylaws are amended, send one copy of all adopted amendments and one copy of the revised bylaws to the Governance Specialist at Kiwanis International (governance@kiwanis.org) for review, approval, and filing. The district then will be notified when its amended bylaws are approved by Kiwanis International.

These bylaws were approved (as amended) by the House of Delegates of the PHILIPPINE LUZON DISTRICT OF KIWANIS INTERNATIONAL on the 7th day of September 2024, at Laoag City, Ilocos Norte, Philippines and adopted by its Board of Trustees on the 9th day of November, 2024, at Calamba City, Laguna.

FELIX A. GREPO
District Governor

MACRINO TANCINO
District Secretary

GLENDA V. HUFANO
*Immediate Past
District Governor*

**STACHYS NEIL E.
ESPINO**
District Governor-Elect

NORMA E. ESPINO
Lt. Gov. – Div. 1A

**CELEDONIA OFELIA
F. CARREON**
Lt. Gov. – Div. 1A1

**REYNALDO M.
BONAOBRA**
Lt. Gov. – Div. 2B

ALEXANDER DRIZ
Lt. Gov. – Div. 2C

ERWIN L. FRONDA
Lt. Gov. – Div. 2C1

**RANDY B.
ULNAGAN**
Lt. Gov. – Div. 2C2

**EZELLE THERESA
A. GASCON**
Lt. Gov. – Div. 3A

**CHRISTIAN ERVIN
M. BELANDRES**
Lt. Gov. – Div. 3B

**MARY ANN M.
MANECLANG**

Lt. Gov. – Div. 3B2

**FLORINDA J.
BUBAN**

Lt. Gov. – Div. 3C

**EUGENIO M.
MANLAPAS**

Lt. Gov. – Div. 3C1

**ROWENA U.
BUENAVENTURA**

Lt. Gov. – Div. 3D

EDNA A. SANO

Lt. Gov. – Div. 4A

**ABRAHAM D.
URUBIO**

Lt. Gov. – Div. 4A1

IMELDA E. RENONO

Lt. Gov. – Div. 4A2

MARRIFE V. NUYTE

Lt. Gov. – Div. 4A3

**FLORENCIO D.
AYOS**

Lt. Gov. – Div. 4A4

**MA. ELLEN P.
GRANADA**

Lt. Gov. – Div. 4B

**MARIA ALETA L.
TOLENTINO**

Lt. Gov. – Div. 4B1

**ELANA MILANIE C.
BALDEO**

Lt. Gov. – Div. 4C

**EDWARD H.
CEREZO**

Lt. Gov. – Div. 4C1

**MARY GRACE E.
DELANTERO**

Lt. Gov. – Div. 4E

**MARY ROSE P.
CAABAY**

Lt. Gov. – Div. 4E1

**EDDISA A.
TAWAGON**

Lt. Gov. – Div. 5A

**GARDIE ALISON C.
DE VELEZ**

Lt. Gov. – Div. 5A1

**HAZEL N.
SALIMBAO**

Lt. Gov. – Div. 5B

/edited/corrected 4.16.25