

Key Club Constitution and Bylaws for the Nebraska-Iowa District
As Amended March 2016

Article I

NAME AND TERRITORIAL LIMITS

Section 1. The name of this organization shall be the Nebraska-Iowa District of Key Club International.

Section 2. The boundaries within which it shall function shall be coextensive with the boundaries of the Nebraska-Iowa 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 Nebraska-Iowa Kiwanis District Board under which it functions.

Article II

OBJECTS

Section 1. The objects of this District shall be:

- To promote the objects of Key Club International;
- To coordinate the projects of member Key Clubs;
- To strengthen and extend the Key Club movement;
- To increase the fellowship and cooperative effort of the clubs within the District;
- To promote participation of the clubs within the District and the general objectives, programs, and policies of the District and of Key Club International; and
- To accept and promote the Constitutional Objects of Kiwanis International.

Article III

AREAS

Section 1. The territory of this District shall be divided into Areas composed of Key Clubs within that geographical region. The boundaries of said Areas shall be those approved by the District Administrator and reported to the Nebraska-Iowa District Board of Kiwanis International.

Article IV

MEMBERSHIP

Section 1. Each Key Club operating within District Territorial Limits 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. Any member club not in good standing with Key Club International shall be considered not in good standing with this District.

Section 4. The District Governor shall report the name of any member club not in good standing with the District at each meeting of the Key Club District Board and shall direct the District Secretary to send notice that such club is not in good standing, and the reasons therefore, to the president of such club, if any, to the Nebraska-Iowa Kiwanis SLP Coordinator, to the president of the sponsoring Kiwanis Club, and to the Administrator of Key Club International.

Section 5. The District Secretary shall report the name of any member club not in good standing with Key Club International for failure of such club to pay member dues at each meeting of the Key Club District Board and shall send notice that such club is not in good standing, and the reasons therefore, to the president of such club, if any, to the Nebraska-Iowa Kiwanis SLP Coordinator, to the president of the sponsoring Kiwanis Club, and to the Administrator of Key Club International.

Article V OFFICERS

Section 1. The officers of this District shall be the District Governor, the Secretary, the Bulletin Editor, the Webmaster, one Lieutenant Governor for each Area of the District, and such other non-voting officers as called for by the District Board. These officers shall constitute the Board of Trustees of the District.

Section 2. Each officer shall be an active member in good standing in a club of the District, and each Lieutenant Governor shall be a member of a club in the Area from which he or she is elected except as allowed by pursuant to these Bylaws. No member shall be elected to office that will graduate before the next succeeding convention.

Section 3. The District officer shall be elected in the manner prescribed in the District Bylaws. They shall begin their official duties immediately following 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:

- The Governor shall be the Chief Executive Officer of the District and shall preside at all conventions and at all meetings of the Board of Trustees. He or she shall be an ex officio member of all standing and special committees. It shall be the Governor's duty to attend the convention of Key Club International at the beginning and end of his or her term. The

Governor shall also attend any Governor training conference sponsored by Key Club International during his or her term.

- The Secretary shall keep record of the District Convention and of the meetings of the Board of Trustees. He or she shall submit a report at the annual convention, meetings of the Board of Trustees, and at such other times as the Governor or Board of Trustees may require. He or she shall submit to the proper officials and committees all communications received from Key Club International, cooperate with the Governor in forwarding all official reports required by Key Club International, and perform such other duties as may be assigned by the Governor or Board of Trustees.
- The Bulletin Editor shall be responsible for the publication of the Official Bulletin in a manner prescribed by and under the direction of the Board of Trustees. A minimum of three (3) issues of the Official Bulletin shall be published each Key Club year.
- The Webmaster shall be responsible for the upkeep and improvement of the District website as well as any and all District social media pages. If no Webmaster is appointed, these duties shall be shared by the Secretary and Bulletin Editor as seen fit by the Board of Trustees.
- The Lieutenant Governor shall be the executive officer of the Area and shall preside over all Area conferences or meetings. He or she shall carry out the programs and policies of the District Governor and of Key Club International, and shall perform assigned responsibilities as a member of the District Board of Trustees.
- All officers, with the exception of the District Administrator and Webmaster, shall be elected at the annual District Convention unless the Board of Trustees directs an alternative method of election pursuant to these Bylaws. The Governor of the sponsoring Kiwanis District shall designate the District Key Club Administrator.
- In the alternative, the Lieutenant Governor may be elected in an Area Caucus should the Board of Trustees so direct. Such caucus shall be held no earlier than December and not later than the last day of the District Convention, provided a one-third quorum of the Area's Key Clubs are represented. At the caucus, each club shall be entitled to two (2) voting delegates. If a quorum is not achieved, the selection of the Lieutenant Governor shall be made pursuant to these Bylaws.
- In the event an Area fails to elect a Lieutenant Governor, the District Governor may, if he or she chooses, appoint a Lieutenant Governor with the approval of the District Administrator; or direct that an Area Caucus be held within thirty (30) days of the close of Convention, to elect a successor to the present Lieutenant Governor. The Area Lieutenant Governor for the prior Key Club year shall preside at the caucus. If a quorum of one-third (1/3) of the Area Clubs are represented, the delegates to said caucus may elect a Lieutenant Governor. Each club shall be entitled to two (2) voting delegates. In the event a quorum is not present, those assembled may recommend a candidate to the Governor for appointment, but the Governor shall not be bound by such recommendation. In the event no person is elected to the position of Lieutenant Governor, the Governor may appoint a successor with the approval of the District Administrator. An appointed Lieutenant Governor may be selected from a Key Club outside the Area if a suitable candidate within the Area cannot be found by the Governor

or Board of Trustees. In the event the Governor refuses or neglects to appoint a suitable Lieutenant Governor, the Board of Trustees may nominate and elect one by majority vote.

Section 5. The District Administrator shall serve as an ex officio and non-voting member of the District Board of Trustees whose primary purpose is to oversee the District Board of Trustees.

Article VI

BOARD OF TRUSTEES

Section 1. The Board of Trustees shall consist of the officers and the District Key Club Administrator(s).

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

Section 3. All official actions of the Board of Trustees between meetings must be approved by two-thirds (2/3) of all voting District Officers and the District Key Club Administrator.

Section 4. The Governor shall notify, in writing, each member of the Board of Trustees, the District Administrator of Key Club International, the International Board Representative, and the SLP Coordinator of the sponsoring Kiwanis District of the time, place, and date of any meeting at least four (4) weeks in advance of the date of such meeting.

Section 5. In the absence of the Governor from a meeting, the Board of Trustees shall designate one of their members, with the exception of the District Administrator, to act as chairperson.

Section 6. Two-thirds (2/3) of the total members of the Board of Trustees shall constitute a quorum, and a majority vote of those present shall decide any question, with the exception of those questions for which a greater proportion is specifically required by these Bylaws.

Section 7. Within thirty (30) days after any special or regular meeting of the Board of Trustees, the Secretary shall make a report of the proceedings, and mail a copy thereof to the District Board of Trustees, the Administrator of Key Club International, the International Board Representative, and to the Kiwanis District Secretary.

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

Article VII
COMMITTEES

Section 1. The Key Club District Committees shall be the Committee on Membership Development, the Committee on Public Relations, the Committee on Kiwanis-Family Relations, and other various committees as may be established by the Governor.

Section 2. The duties of the standing committees shall be as follows:

- The Committee on Membership Development shall promote the growth of the District and perform such other duties as may be assigned by the Board of Trustees.
- The Committee on Public Relations shall concern itself with the development of the methods to assist the District and local clubs in effectively informing the public of the ideals, objectives, programs, and achievements of the Key Club organization. It shall perform other duties as may be assigned by the Board of Trustees.
- The Committee on K-Family Relations shall deal with matters relating to the relationship between Kiwanis and its sponsored K-Family organizations. It will be responsible for developing projects and programs to expand and strengthen the relations between these organizations.

Article VIII
CONVENTIONS

Section 1. A convention of the Key Clubs in this District shall be held once each calendar year at such place and date as shall be mutually agreed upon by the Board of Trustees of the District and the Board of Trustees of the sponsoring Kiwanis District. The Administrator of Key Club International shall be informed of the location and date of each District Convention.

Section 2. The District Administrator shall mail to each Key Club in the District and to the Administrator of Key Club International, an official call to the annual convention at least thirty (30) days prior to the date of the convention. The Board of Trustees shall have full supervision and management of all conventions under the supervision of the District Key Club Administrator and the sponsoring Kiwanis District.

Section 3. Each club in good standing shall be entitled to two (2) delegates and two (2) alternates in any convention.

Section 4. The members of the Board of Trustees shall be the delegates-at-large at all conventions.

Section 5. Each accredited delegate shall be entitled to vote on each question submitted in any convention. There shall be no voting by proxy.

Section 6. The expense of each delegate should be paid by the individual and/or club represented by him or her.

Section 7. In the absence of the Governor from any convention of the District, the Board of Trustees shall designate a member of the District Board, with the exception of the District Administrator, to act as chairperson.

Section 8. A quorum at any convention of the District shall comprise of the official delegates present and represent not less than one-third (1/3) of the total number of clubs in good standing with the District.

Section 9. Within thirty (30) days after any convention, the outgoing Secretary 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 Board of Trustees and to the Administrator of Key Club International.

Section 10. Each District Convention program shall include the following:

- Address by the Governor of the Nebraska-Iowa Kiwanis District and Circle K District, or a representative
- The reading of the Distinguished Clubs, or a summary thereof, and the making of reports
- A talent and oratorical contest on a subject selected by Key Club International, conducted under rules prescribed by the International Board of Trustees
- The submitting and judging of entries in the Year in Review Contest
- The reading of the winning Single Service Activity Report, or a summary thereof, and the making of reports
- The nomination and election of officers for the ensuing year
- The presentation of the District Foundation Scholarship, if granted

Article IX

VACANCIES IN OFFICE BETWEEN CONVENTIONS

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

Section 2. In the event between conventions of a vacancy in the office of Lieutenant Governor, the Governor shall appoint a qualified member of a club in the same Area, with the approval of the District Administrator, to fill the office for the unexpired term. In the event a suitable Lieutenant Governor from clubs in the Area cannot be found, any member of a Key Club within the District may be appointed with approval from the District Administrator.

Section 3. If a vacancy occurs in the office of the Secretary, Bulletin Editor, or Webmaster, the Governor shall appoint a qualified member of a club, with approval of the District Administrator, to fill the office for the unexpired term.

Section 4. Whenever it shall appear to the Governor that any Lieutenant Governor, District Secretary, Bulletin Editor, or Webmaster is failing to perform the duties of his or her office, the Governor shall give such District Officer immediate notice of the fact that said officer is on probation for a period of time allotted by the Governor. If said officer shall fail to fulfill duties of the office during the probationary period, the Governor shall have the power, with the approval of the District Administrator, to remove said officer and appoint a duly qualified replacement to serve the duration of the term. Within one week of removal, the Governor shall notify the District Board of Trustees and Key Club International of removal of said officer. The parents of said officer, Key Club Advisor, and the sponsoring Kiwanis Club President or Kiwanis Advisor shall be notified of removal by the District Administrator, also within a period of one week.

Section 5. Whenever it shall become apparent to two-thirds (2/3) of the Board of Trustees and/or the District Administrator that the Governor is failing to perform his or her duties, it shall be the responsibility of the District Secretary, with the approval of the Kiwanis District SLP Coordinator and District Administrator, to call a special meeting of the District Board of Trustees to consider all facts and any reasons why the office should not be declared as vacant. In the event that a resignation is not voluntarily offered, the District Board of Trustees shall, with the approval of the Kiwanis SLP Coordinator and District Administrator, meet, and the Secretary entertain a motion to declare the position of Governor vacant. At any such meeting, the Governor shall be allowed voting and debating privileges. Upon majority vote, the position shall be declared vacant and the vacancy shall be filled in accordance with the provisions of these Bylaws. Within one week of removal, the District Administrator shall notify the said Governor's parents, Key Club Advisor, sponsoring Kiwanis Club President or Kiwanis Advisor, and Key Club International of removal.

Section 6. If in the process of removal of a member of the District Board, the District Administrator has a known conflict of interest, then said District Administrator shall be excused from the process and be temporarily replaced as seen fit.

Section 7. The Kiwanis District Executive Committee must verify the voting and can override the vote of the Key Club District Board of Trustees by unanimous vote of all Executive Committee members.

Article X REVENUE

Section 1. District dues shall be equal to the amount of International dues charged by Key Club International. Provided, however, upon affirmative vote of a majority of the District Board, the

District may charge an amount less than the amount set by Key Club International. Dues and subscription fees of the District and International shall accrue on October 1 and shall be remitted to the International Office not later than a date determined by Key Club International.

Section 2. Assessment in excess of the annual dues may be made only upon 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 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 of Trustees, the Key Club International Board, and the Kiwanis International Board.

Section 3. All dues shall be paid within sixty (60) days after the same shall become payable.

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

Article XI 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 XII SUPPORT OF EQUAL OPPORTUNITY

Section 1. The Nebraska-Iowa District of Key Club International does not discriminate in its policies or practices on the basis of factors such as race, sex, sexual orientation, gender identity, gender expression, age, color, religion, national origin, political beliefs, familial status, military status, disability, or handicap. The District complies with Federal and State legislation and regulations regarding non-discrimination.

Article XIII AMENDMENTS

Section 1. Amendments to these Bylaws shall be adopted only at convention by a two-thirds (2/3) vote of delegates present. Amendments shall be presented for adoption with the approval of the District Key Club Administrator and the District Board of Trustees present at the convention, or the amendments may be submitted in writing from the floor by delegates at the House of Delegates at convention.

Article XIV
APPROVAL

Section 1. These Bylaws and all amendments or additional shall not become effective until they have been approved by the sponsoring Kiwanis District Board of Trustees and the Key Club International Administrator and/or the Key Club International Board.

Approved for submission to the House of Delegates at the 2016 Nebraska-Iowa Key Club Convention by the District Key Club Board of Trustees this ____ day of _____, 20____.

Casey LaFramboise, Governor

Approved by a two-thirds (2/3) vote of the House of Delegates at the 2002 Nebraska-Iowa Key Club Convention this ____ day of _____, 20____.

Sydney Rieckhoff, Secretary

Approved by the Nebraska-Iowa Kiwanis Board this ____ day of _____, 20____.

Jody Melcher, Governor

Barb O'Donnell, Secretary

Approved by Key Club International this ____ day of _____, 20____.

Amanda Spice, Administrator