

ZONTA INTERNATIONAL DISTRICT 10 BYLAWS

Article I Name

The name of this organization shall be the Zonta International District 10, hereinafter known as “the District”. The District is an affiliate of Zonta International and shall be governed in accordance with the Zonta International Bylaws, the Zonta International Rules of Procedure, the policies adopted by the Zonta International board, these Bylaws and the District’s Rules of Procedure and policies.

Article II Areas

The district board shall establish areas and outline their boundaries. Area boundaries may be modified with approval of the majority of the clubs affected.

Article III Members

SECTION 1. Members. Each Zonta club and each e-club within the established boundaries of the district shall be a member of the district.

SECTION 2. Voting Rights of Clubs. The voting members of the district conference or an assigned business meeting under Article XII may:

- (a) Approve district dues, rules of procedure and resolutions;
- (b) Elect district officers;
- (c) Elect the area director for the area in which the club is assigned; and
- (d) Validate area boundaries for the area in which the club is assigned as proposed by the district board.

Article IV Purpose

The purposes of the District are:

- (a) To function as an affiliate of Zonta International in the attainment of the Objects of the organization as stated in the Zonta International Bylaws.
- (b) To promote the programs of Zonta International within the district.
- (c) To inspire and assist clubs to implement the goals and programs of Zonta International.
- (d) To serve as a link between the clubs in the district and the Zonta International Board and committees.

Article V District Officers

SECTION 1. Officers. The elected officers of the district shall be a governor, a lieutenant governor, the area directors, and a treasurer. The governor shall appoint a secretary, who shall be an officer and a member of the board without a vote.

SECTION 2. Prerequisites. Each elected district officer shall be a member of a club and shall have served at least two years in an elected club office and/or have been a district committee chair. The governor, lieutenant governor, area directors have served at least one year as club president. An elected officer shall hold no other elective position at district level.

SECTION 3. Elections.

(a) **Governor, Lieutenant Governor and Treasurer.** The governor, lieutenant governor and treasurer shall be elected at the assigned district business meeting in the odd year by ballot vote of voting members present and voting.

(b) **Area Directors.** Area directors and vice area directors shall be elected by ballot vote of the delegates from the clubs in that area present and voting at the assigned district business meeting in the odd year.

SECTION 4. Term of Office. Officers shall take office at the close of convention or, in case that no convention is held, 15 days after the announcement of the international election results. The term of office shall be two years or until a successor takes office. No member who has served previously as an elected office is eligible to serve in the same office again except that the treasurer and area directors are eligible to be selected to a second term which may be either consecutive or not. An officer who has served more than half a term is considered to have served a full term in that office. The term of office of the secretary shall coincide with the term of the governor who made the

appointment.

Article VI District Board

SECTION 1. **How Constituted.** Voting members of the district board are the governor, lieutenant governor, area directors and treasurer. The appointed district secretary shall attend as a non-voting member of the board. The governor may appoint a parliamentarian to serve at the conference and during the biennium.

SECTION 2. **Duties.** Subject to the general supervision of the Zonta International Board and its officers and directors, the district board shall have general supervision over clubs and administration of the district. It shall make decisions upon those matters requiring action between meetings of the district conference, provided that none of its acts shall conflict with action taken by the conference. It shall perform such duties as are prescribed by these bylaws, the District Rules of Procedure and the Zonta International Bylaws and Rules of Procedure. The Zonta District Manual shall serve as a guideline for district operation.

SECTION 3. **Meetings.** The district board shall meet at least two times a year.

SECTION 4. **Quorum.** A majority of the elected members of the district board shall constitute a quorum.

SECTION 5. **Vote.** A majority vote of the elected board members shall be required for action, unless a greater vote is otherwise required.

SECTION 6. **Mail/Telecommunication Voting.** The district board may transact business by mail or through the use of a conference telephone or other communication equipment through which participants can hear each other. Action by mail, including electronic mail, requires a unanimous vote of the entire board.

SECTION 7. **Removal.**

- (a) Elected district officers may be removed by the district board for cause upon grounds permitted for removal in the Bylaws of Zonta International.
- (b) A complaint in writing against an officer for such behavior may be made to the district board, which shall refer the complaint to the district Bylaws and Resolutions Committee for investigation. The procedure shall be as specified in a policy.
- (c) The district secretary may be removed by the governor whenever in the judgment of the governor the best interests of the district shall be served by such removal.

Article VII Duties of Officers

SECTION 1. **Governor.** The governor shall perform the following duties:

- (a) The governor presides at district board meetings and shall attend area meetings.
- (b) The governor shall supervise the preparation of the district budget and shall authorize expenses in accordance with the approved budget.
- (c) The governor shall appoint committees, each with a chair and such other members as the governor deems appropriate. The governor may make other appointments as appropriate to implement the programs of Zonta International.
- (d) The governor shall supervise the formation of new clubs.
- (e) The governor shall work with the district board, conference committee and host club in planning the district conference program, issue the Call to Conference at least 60 days before the conference and preside at the district meeting.
- (f) The governor shall keep the Zonta International President, headquarters office, lieutenant governor and clubs informed about district matters.

SECTION 2. Lieutenant Governor. The lieutenant governor shall perform such duties as assigned by the governor.

- (a) 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.
- (b) The lieutenant governor shall be chair of the district Membership Committee and actively encourage formation of new clubs and recruitment and retention of members in existing clubs.

SECTION 3. Area Directors. Each area director shall act as liaison between the clubs and the district board, attend district conferences, plan and attend area meetings and visit clubs.

SECTION 4. Treasurer. The treasurer shall be responsible for the funds of the district and shall administer them in accordance with the approved district budget. At all times, the treasurer's books shall be open to inspection by the district board and by any auditors named by the district board.

- (a) The treasurer shall make reports to the district board and to the district voting body. The treasurer shall prepare a biennial district budget, under the supervision of the governor, to be reviewed by the district board and presented at the conference for approval.
- (b) No later than 45 days after the term of office ends, the treasurer shall transfer all records to the successor.

SECTION 5. Secretary. The secretary shall maintain records of the district.

- (a) Within 60 days after each district voting decision, the secretary shall send a

**Article XV
Parliamentary Authority**

The rules contained in Robert's Rules of Order Newly Revised shall govern this district in all cases in which they are not inconsistent with the district bylaws or rules of procedure or Zonta International Bylaws, Rules of Procedure, or policies.

**Article XVI
Amendment to the Bylaws**

SECTION 1. Conformance to Zonta International Bylaws. These bylaws shall conform to the Zonta International Bylaws in all essential matters affecting districts. Any amendment to the Zonta International Bylaws affecting districts shall be reflected in these bylaws immediately after it is adopted.

SECTION 2. Amendment. These bylaws may be amended by a two-thirds (2/3) vote of the conference voting members present and voting at any business meeting, provided that:

- (a) **Notice to Members.** The district board shall provide notice of the proposed amendments a minimum of forty-five days prior to the intended vote.
- (b) **Opportunity for Response.** The club may submit written responses on the proposed amendments to the district secretary a minimum of ten days prior to the intended vote.

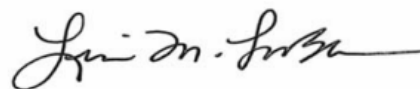
CERTIFICATE OF ADOPTION OF BYLAWS

The undersigned hereby certifies that the above Zonta International District 10 Bylaws were duly adopted by at least two-thirds of the voting members of the District 10 Board of Directors on 31 July 2021 and now constitute the Zonta International District 10 Bylaws.

DATED: July 31, 2021



Governor



Secretary

Updated per the Zonta International District Template to reflect 2022 Zonta International Convention voting and presented to Zonta International District 10 on 2023. Note: District 10 specific additions are shaded in gray.

Dated: 17 August 2023

Connie J. Davis 11/16/2023

Governor

Wang

11/16/23

Secretary