



**ZONTA**  
INTERNATIONAL

# Zonta District & District Conference Manual

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# CONTENTS

INTRODUCTION .....	1
SECTION ONE – District Structure .....	2
SECTION TWO – District Board .....	6
Governor .....	8
Lieutenant Governor .....	11
Area Director .....	12
Vice Area Director .....	14
District Treasurer .....	15
District Secretary .....	17
Financial Accountability, Fiduciary Duty, and Legal Responsibility.....	18
Installation Ceremony of District Board and Nominating Committee .....	20
SECTION THREE – Other District Roles .....	21
District Nominating Committee .....	22
District Bylaws and Resolutions Committee .....	23
District Membership Committee .....	24
District Service Committee.....	25
District Advocacy Committee .....	26
District Public Relations and Communications Committee .....	27
District United Nations Committee .....	29
District Finance Committee .....	30
District Amelia Earhart Fellowship Committee .....	31
Zonta Women in Business Leadership Award.....	32
Zonta Young Women in Leadership Award Committee.....	33
Zonta Women in STEM Award .....	34
District Student Club Sub-Committee .....	35
District Foundation Ambassador(s).....	36
SECTION FOUR – Area Meeting.....	38
SECTION FIVE – District Conference .....	40
Call to Conference .....	41
Order of Business.....	41
Quorum .....	41
Voting Members .....	42

District Bylaws and Rules of Procedure .....	42
Conference Program Booklet.....	42
Zonta International Representative .....	43
Responsibilities of the Governor .....	43
Responsibilities of the District Treasurer.....	45
Responsibilities of the District Board.....	45
Responsibilities of the District Conference Secretary .....	45
Responsibilities of the Conference Committee.....	45
Responsibilities of the Conference Committee Chair .....	46
Responsibilities of the Conference Treasurer .....	46
Conference Budget.....	47
Responsibilities of the Registration Committee .....	47
Responsibilities of the Credentials Committee .....	48
Responsibilities of the Tellers' Committee. ....	49
Timekeeper .....	49
Monitors.....	50
Responsibilities of the Protocol Committee.....	50
Responsibilities of the Hotel and Venue Coordinator .....	50
Banquet and Menus Committee.....	51
Electronic tools and support coordinator .....	51
Memorial Service Chair .....	51
Foundation Ambassador.....	51
Hospitality Committee.....	52
Public Relations Committee.....	52
Entertainment Committee .....	52
Marketplace Committee.....	52
APPENDIX A – Sample Area Meeting Evaluation Form.....	53
APPENDIX B – Sample Area Meeting Report Form.....	54
APPENDIX C – Sample District Rules of Procedure/ .....	55
APPENDIX D – Model Reimbursement Guidelines .....	60
APPENDIX E – Model Standing Rules for District Conference.....	64
APPENDIX F – Suggested Order of Business for District Conference .....	65
APPENDIX G – Overview of Responsibilities.....	67

APPENDIX H – Sample Credentials Committee Report..... 68  
APPENDIX I – Sample District Tellers’ Worksheet/Report ..... 69  
APPENDIX J – Model Form Election Results..... 71  
APPENDIX K – Sample Conference Evaluation Form ..... 72  
APPENDIX L – Suggested Conference Budget Preparation ..... 73  
APPENDIX M – District Conference Sample Budget Form ..... 75

# INTRODUCTION

## Purpose

The purpose of this manual is to serve as a general guideline for those administering the districts of Zonta International.

## Audience

This manual should be read and followed by Zonta International Board<sup>1</sup> members, all district officers, committee chairs and members, and anybody with interest and ambition for district office.

## Contents and Use

Districts vary widely as to cultural norms, geographical size, the number of countries in the district, the number of clubs and of individual members in the district, and the languages spoken in the district. Consequently, this manual should be considered a general guide; not every suggestion in this manual will be practical and appropriate for every district.

The manual is not a substitute for the *Bylaws of Zonta International* or the *Rules of Procedure of Zonta International*, which are the primary rules that govern the operations of Zonta International and which should be read in conjunction with this manual.<sup>2</sup>

## Update

This manual should be reviewed and, if required, updated once per biennium, unless relevant legal or policy requirements necessitate additional editions.

## Style

*The Associated Press Stylebook* and the *Publication Manual of the American Psychological Association* are style guides utilized in this manual.

## Parliamentary Authority

Discussion of Parliamentary Procedures in this manual are based on *Robert's Rules of Order Newly Revised*, 12th Edition. Districts may use different parliamentary authorities.

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<sup>1</sup> Throughout this manual, *board* signifies the district board and *manual* signifies this manual, except where expressly stated otherwise.

<sup>2</sup> All ► references to a website, refer to the Zonta International website, unless stated otherwise.

## SECTION ONE – District Structure

### Establishment and Purpose

A district is a group of Zonta clubs within a geographical territory or territories, as determined by the Zonta International Board. They are created to serve as the administrative links between clubs and Zonta International. All districts share the same purpose, to further the Objects of Zonta International.

Each Zonta club within the established boundaries of a district shall be a member of that district.

### District Bylaws and Rules of Procedure.

Each district shall adopt bylaws and district rules of procedure that conform to the Bylaws and Rules of Procedure of Zonta International and are in accordance with applicable laws and regulations. The initial district bylaws and rules of procedure are adopted by the district board.

District bylaws and rules of procedure shall be amended by a two-thirds vote of the district conference voting members present and voting if notice of such proposed rules of procedure or amendments shall be sent to the president of each club within the district at least 60 days before the conference. Bylaws and rules of procedure may also be adopted or amended by a mail ballot. In that case, to act, a 2/3rd vote of the voting members voting shall be required, provided more than 50 percent of the district clubs respond within 45 days.

- ▶ *Bylaws of Zonta International*, Article XIV, Sections 1, 2, 3 and 15
- ▶ District bylaws template under Governance/Forms
- ▶ *Appendix C* - Sample district rules of procedure

### District Size

The number of clubs in a district and the district's geographical boundaries depend upon geographic, economic, and cultural considerations. A district must have at least 300 members organized in Zonta clubs.

A district's votes to divide or change boundaries requires the approval of the Zonta International Board.

### Forming a New District

New districts are formed because:

1. A district has grown too large and would benefit from being split into two or more smaller districts.
2. Neighboring districts have become too small and would benefit from being combined into one larger district.
3. Clubs have been chartered in a new country and a new district is needed.
4. Existing districts need to be realigned into a more logical arrangement.

- ▶ *Bylaws of Zonta International*, Article XIV, Section 2

### **District Dues**

The district dues are determined by the voting members of the district conference by a two-thirds vote.

A club member who transfers from a club in one district to a club in another and who has paid district dues in the first district is not required to pay district dues in the second district.

District dues for members in the young professional member category are decided by each district.

### **District Conference**

Each district must hold at least one district conference in the odd numbered year of per biennium. The dates for the district conference must be approved by the Zonta International president.

- ▶ *Bylaws of Zonta International*, Article XIV, Section 11(d)
- ▶ SECTION FIVE of this manual

### **Mail Ballot**

In the event club action is required between district conferences, the district board shall submit to each club for vote by mail any question that may require action by the clubs in the district. Each club shall be entitled to vote in accordance with the procedure in Article XIV Section 11 (c) of the *Bylaws of Zonta International*. To act, an affirmative majority of the voting members voting shall be required, provided that more than 50 percent of the district clubs respond within 45 days.

### **Areas**

A district can have two or more areas depending on the size and geography of the district.

Each area has an area director and may have a vice area director. The area director is elected by the club delegates of the area, either at the district conference or at an area meeting preceding the Zonta International convention. The area director is eligible to be elected to a second term which may be either consecutive or not.

The only clubs entitled to vote on changes in districts or the composition of areas are the clubs in the current or proposed new areas and districts.

- ▶ *Bylaws of Zonta international*, Article XIV, Sections 4.

### **International Board Liaison**

A member of the Zonta International Board is assigned to serve as the district's liaison to the Zonta International board. The responsibilities include:

- Establish regular reciprocal contact with the governor.

## SECTION ONE – DISTRICT STRUCTURE

- Facilitate the flow of information between the international board and the district.
- Support the governors and regional representatives.
- Present the district's ideas, concerns, and needs to the international board.
- Ensure that the district has a clear and correct interpretation of reports and decisions of the international board.
- Receive and present, if required, the reports by the governor at each international board meeting.
- Assist the governor whenever needed.

### **Guidelines on Affiliation on District Levels**

Districts shall act responsibly when selecting partners, and when deciding about type of affiliation. All partners must promote women's human rights. Affiliation shall not affect Zonta International's nonpartisan and nonsectarian character. Affiliation should be for real impact, not just to have the Zonta name on lists. Evaluation must be possible.

Affiliation is normally recommended for specific activities. Long term involvements should be evaluated preferably every two years but last no longer than four years. A resolution at district conference each 2 years may be used to renew affiliation at district level.

Districts can affiliate with local branches of international organizations, such as the National Committees for UN Women or governmental organizations if they are set up by a democratic government and work independently in a nonpartisan and nonsectarian way.

Umbrella organizations are often established to coordinate NGO efforts at regional or national level. Joining an umbrella organization may be necessary. However, it is critical to determine that Zonta shares the clear goals of the organization and that Zonta International is allowed to endorse only nonpartisan and nonsectarian positions.

**Member-based nonpartisan and nonsectarian NGOs.** Zonta International districts and clubs are generally recommended to cooperate with:

- NGOs with generic goals for all levels of the organization, for example *Soroptimist International*.
- NGOs, with mainly educational goals, for example *Graduate Women International*, regional groups and associations, and
- NGOs with mainly professional goals, for example *National Associations of Women Lawyers*.

**Partisan and Sectarian NGOs.** Zonta International, its clubs and members may be part of a broad coalition to influence decision-making in support of Zonta International's goals, always making it clear in all messages and promotional material that Zonta International is nonpartisan and nonsectarian.

**Other NGOs.** Some NGOs may be created by special interest groups or by individuals. Such NGOs are often temporary and created around one issue or one event. Such NGOs must be considered carefully and are generally not recommended for affiliation.



**Participation in coordinated group actions such as movements, rallies, or campaigns.** Affiliations that include legal or financial obligations shall be with legal entities with which Zonta districts and clubs can make agreements as provided in the *Affiliation with Other Organizations Policy*.

Other support, such as attendance at rallies or events, should be considered carefully. Such support is deemed acceptable when the goals of the event are nonpartisan and nonsectarian, when the event actively supports the Objects of Zonta, and when presence at the event will both enhance its impact and give public visibility to Zonta. It must be clear in all messages and promotional material that Zonta International is nonpartisan and nonsectarian.

► *Affiliation with Other Organizations Policy*

### **Translations**

The official version of Zonta International and Zonta Foundation for Women documents or other content may be translated by districts, areas, or clubs in the language of their choice. The cost of any such translation shall be at the expense of the district, area, or club.

Translations should reflect as closely as possible the meaning of the original document or content.

Translations from official documents must have a disclaimer stating: *Translated from the English version which is the official version.*

## SECTION TWO – District Board

The district board consists of the elected governor, lieutenant governor, treasurer and area directors, and a non-voting secretary appointed by the governor.

### Responsibilities of the District Board

Subject to the general supervision of the international board, the district board has general supervision over clubs and administration of the district. It makes decisions upon matters requiring action between district conferences, provided that none of its actions may conflict with the actions taken by the conference.

The district board members must be familiar with the Zonta International governing documents, including not only the bylaws and rules of procedure but also the international policies with information that the district board must consider. Additionally, there are several manuals available to assist district boards.

The district board shall:

- Fill any vacancy of the board except the office of secretary, which is filled by the governor.
- Establish the boundaries for areas within the district, provided that a majority of all clubs in the affected areas agree.
- Propose goals and long-range plans for the district.
- Decide on district cooperation with other organizations.
- Work with the governor and the district conference committee and/or host club to plan the conference program.
- Approve the conference budget.
- Designate bank to hold district funds and ensures that the funds are in insurance-protected accounts.
- Review expenditures in accordance with the approved district budget at each district board meeting.
- Ensure that the district financial records are compiled, reviewed or audited by a public/chartered accountant or a qualified individual, independent of the district board. . The books must be closed on 31 May each year for audit or review. The audited or reviewed financial statement is to be presented at the district conference together with the audit or review report.
- Recommend the district budget for the following biennium for approval by the voting members of the district conference.
- Ensure that a conflict-of-interest situation is identified and handled in accordance with the *Zonta International Conflict of Interest Policy*.
- Act on complaints against elected district officers.
- Recommend action to the Zonta International Board, on complaints seeking suspension or expulsion of a club.

- Ensure that district and club leaders are familiar with and follow the *Use of Member Information by Zonta Leaders Policy*.
  - Ensure a smooth transition to the next biennium.
- ▶ *Bylaws of Zonta International, Article XIV, Sections 6 and 7*
  - ▶ *Bylaws of Zonta International Article XV, Section 14*
  - ▶ *Suspension, Expulsion and Removal Policy*
  - ▶ *Affiliation with Other Organizations Policy*

### **Business Meetings**

The district board should meet at least twice yearly, including a meeting immediately before each district conference. Some district boards also meet immediately after the district conference, in which case the governor may wish to invite members of the district board for the next biennium.

District business including voting may be conducted and action may be taken (i) at a meeting in-person, (ii) through the use of mail or electronic ballot, or (iii) at a meeting through conference telephone or interactive technology, including but not limited to electronic transmission, internet usage, or remote communication, by means of which all persons participating in the meeting can simultaneously hear and communicate with each other. Participation in such meeting shall constitute attendance and in-person presence at the meeting of each person so participating.

The district board shall in each case determine the means of meeting and voting based on the best interests of the district.

For electronic meetings, board members will use their own equipment and internet connection without cost to the district.

- ▶ *Bylaws of Zonta International, Article XIV, Section 11.*

## Governor

The governor is the link between the district and the Zonta International Board, communicating through the assigned board liaison, and administers the affairs of the district. The governor is elected at the district conference in the year before the international convention at which she or he takes office and holds office for two years or until a successor takes office.

### General Responsibilities of the Governor

- Provide leadership training for the district board members.
  - Attend and participate in area meetings and workshops or designate a representative to attend.
  - Attend and vote at conventions.
  - Preside at district board meetings.
  - Plan the district conference program and preside at the district conference.
  - Supervise the preparation of the district budget and authorize expenses in accordance with the approved budget.
  - Keep board members informed about information received from the district's international board liaison, Zonta International Headquarters, and others as appropriate.
  - Submit contact information for all district officers, the committee chairs, club creator(s) and the foundation ambassador(s) to Zonta International Headquarters.
  - Issue a district newsletter regularly.
  - Ensure that district board members, elected and appointed district committee members and the Zonta Foundation for Women ambassador(s) read the *Conflict of Interest Policy* and sign the *Conflict of Interest Forms*.
  - Ensure that district board members, elected and appointed district committee members and the Zonta Foundation for Women ambassador(s) sign the *Use of Member Information by Zonta Leaders Declaration Form*.
  - Ensure that Zonta Foundation for Women ambassador(s) signs the *Use of Contribution Report and Donor Information Form* which can be found on the international website under Forms.
  - Keep general oversight of the district's website.
  - Appoint district secretary and district parliamentarian.
  - Appoint committees or taskforces to implement the programs of Zonta International, and the Zonta Foundation for Women.
  - Appoint Zonta Foundation for Women ambassador(s).
  - Deliver to the successor all property belonging to the official position within 30 days after successor begins the term of office.
- ▶ *Bylaws of Zonta International, Article XIV, Section 6 and 7(a)*
  - ▶ *District Leaders Form*
  - ▶ *Conflict of Interest Policy (ZI) and Conflict of Interest Policy (Foundation)*
  - ▶ *Conflict of Interest Declaration Form (ZI) and Conflict of Interest Declaration Form (Foundation)*
  - ▶ *Use of Member Information by Zonta Leaders Policy*

## Special Responsibilities

**District conference.** The district holds a district conference in the odd year of the biennium. The district conference schedule, including dates and location, must be submitted to the Zonta International president via Zonta International headquarters for approval at least one year in advance, or to the Zonta International president-elect for conferences to be held in the next biennium.

► SECTION FIVE of this manual

**Zonta International convention.** An International Convention is held each biennium, even numbered years. The governor attends and votes at the biennial convention. A proxy is not available for the governor. Zonta International does not pay any of the governor's expenses for attending the convention. Therefore, some or all the expenses incurred by the governor representing the district at the convention should be included in the district budget.

The governor also approves club proxy representation for the international convention. Proxy forms must be completed in advance and forwarded to Zonta International headquarters by the due date and require the signatures of the president of the club carrying the proxy and the president of the club assigning the proxy. Any change in the club carrying a proxy made at the convention requires the additional approval of the governor. Credential and proxy forms are included in mailings from headquarters and are available on the Zonta International website for online submission. A club with a delegate who is the sole member of the club attending convention is entitled to an emergency proxy to be carried by another club.

**New clubs.** The governor supervises the formation of new clubs. When forming a new club, the governor signs the *Authorization Request for Organizing a New Zonta Club Form* and submits the form to headquarters.

The governor reviews the minutes of the new club's board and club meetings with the area director and the club creator for the first year of the new club's operation.

An authorization for formation of new clubs in existing Zonta countries is in effect for two years. If no club is successfully formed in this period, reapplication is required.

A form on the website specifies how to introduce Zonta into a new country. The Zonta International president must grant approval prior to the start of organizing clubs in new countries.

► *Authorization Request for Organizing a New Zonta Club Form*

► *Authorization for a New Zonta Country Form*

**Clubs of special interest.** The governor must stay informed about clubs with low membership, internal conflicts or other problems and work with the clubs' area directors to assist clubs in resolving problems.

If a club disbands, is expelled from membership in Zonta International, or forfeits membership for nonpayment of dues, the governor verifies that the club has paid all its legal debts and service obligations. Remaining assets must be disbursed to the Zonta Foundation for Women, except for operating funds, which revert to the district for organization and membership activities. If a club intends to disband, it must notify the area director. If the club decides to disband, it must notify the governor, who in turn immediately notifies the international president and the executive director.

► *Bylaws of Zonta International Article IV, Section 2 (d) and (e).*

## Reports

**Reports to Zonta International board.** Using the report form provided by headquarters, the governor should make a brief report for each international board meeting. The report should be presented through the international liaison by the scheduled due dates, approximately three weeks before each board meeting.

**Other reports.** The following should be reported to the international president, the international board liaison, headquarters, and the members of the district board (as appropriate):

- Club disbandment.
- Club name changes.
- Comments on the nomination of an International honorary member proposed by a Zontian of the district.
- Serious grievances.
- Removal of district officers.
- Removal of members of the district nominating committee.
- Suspension or expulsion of members by a club.
- Recommendations for the expulsion of a club.

- *Rules of Procedure of Zonta International Section 7*
- *Suspension, Expulsion and Removal Policy*
- *Naming Clubs Policy*
- *Club Manual*
- *International Honorary Membership Nomination Form*

## Voting member

The governor is a voting member of the district board, district conference(s) and International Convention

## **Lieutenant Governor**

Many lieutenant governors become governors, so it is important that they are familiar with the duties of the governor. The lieutenant governor is elected at the district conference in the odd-numbered year of the biennium before the international convention at which she or he takes office and holds office for two years or until a successor takes office.

### **Responsibilities of the Lieutenant Governor**

- Report to and assist the governor.
- Perform any duties as directed by the governor.
- Be a member of the district board.

### **Voting Member**

The lieutenant governor is a voting member of the district board and at district conference(s).

► *Bylaws of Zonta International* Article XIV, Section 6 and 7 (b).

## Area Director

The area director is the liaison between the club and the district board. The area director is elected by the clubs of the area either at the district conference or at the area meeting held prior to the convention. The area director holds office for two years or until a successor takes office. An area director is eligible to be elected to a second term which may be either consecutive or not.

### General Responsibilities of the Area Director

- Report to the governor.
  - Attend district conferences.
  - Act as the liaison between the clubs in the area and the district board.
  - Ensure that club board members and elected and appointed club committee members sign the *Conflict of Interest Declaration Form (ZI)* and *Conflict of Interest Declaration Form (Foundation)*.
  - Ensure that club board members and elected and appointed club committee members sign the *Use of Member Information by Zonta Leaders Declaration Form*.
  - Conduct area meetings or workshops at least annually.
  - Maintain contact with club presidents and support clubs as needed.
  - Keep the governor informed about clubs in the area.
  - Visit established clubs in the area at least once in a biennium.
  - May issue area director newsletters.
  - Ensure that clubs have adopted bylaws and that clubs periodically review the bylaws and update them as needed.
  - Represent the area clubs' interests to the district board and advise clubs of items of specific interest to the clubs from the district board meetings.
  - Work with the club creator in efforts to create new clubs.
  - Perform other duties as decided by the district board or assigned by the governor.
  - Be a member of the district board.
- *Conflict of Interest Policy (ZI) and (Foundation)*
- *Use of Member Information by Zonta Leaders Policy* for both ZI and Foundation.

### Specific Responsibilities

**New clubs.** The area director should:

- Visit new clubs in the area at least once, but preferably twice per year, with the first visit occurring within 90 days of the club's charter.
- Review the minutes of club and board meetings for each new club during the first year of its existence with the governor and the club creator.

**Clubs of special interest.** The area director follows up clubs with low membership, internal conflicts or other problems and works with the governor to assist clubs in resolving problems.



**Voting member**

The area director is a voting member of the district board and district conference.

- ▶ *Bylaws of Zonta International*, Article XIV, Sections 6, 7(c) and 8.

## Vice Area Director

The position of the vice area director is optional. If a district establishes the position, it must be included in the district bylaws and rules of procedure. Vice area director is an elective position.

### **Responsibilities of the vice area director**

- Assist the area director to perform the duties in the area.
- Assume the responsibilities of the area director in the area director's absence or inability to serve.
- Perform other duties as assigned by the district.

When performing the duties of the area director at a district board meeting or conference, the vice area director is a voting member.

► *Bylaws of Zonta International*, Article XIV, Sections 6 and 8.

## District Treasurer

The district treasurer reports to the governor and acts as financial officer for the district. The treasurer is elected at the district conference in the odd-numbered year of the biennium before the international convention at which she or he takes office. The term of office is for two years or until a successor takes office. The district treasurer may be elected to a second term, which may be either consecutive or not.

### General Responsibilities of the District Treasurer

- Prepare a biennial district budget under the supervision of the governor, to be reviewed and approved by the district board prior to presentation at the district conference.
- Mail invoices for district dues and process dues payments.
- Be a member of the district finance committee if one is appointed.
- Prepare financial statements for the district board at least quarterly.
- Keep an accurate record of the collection and disbursement of all district funds.
- Transfer any donation on behalf of the district to the foundation account.
- Produce bank statements when requested.
- Take care of tax matters and preparing tax returns, if applicable.
- Close the books at the end of each fiscal year.
- Be a member of the district board.

### Annual Audit

The treasurer assists the auditor with all necessary documentation and information to enable the annual or bi-annual audit, review or compilation of the financial records as directed by the district board.

The audit of the district financial records must be made by a certified or chartered public accountant or by a qualified individual independent of the district board. The examined financial statement and report must be presented and voted upon at the district conference.

The audit, review or compilation must be a process as defined by generally accepted accounting principles, applicable law, and the glossary in the Zonta International governing documents. A review consists of inquiries of the treasurer and analytical procedures that enable the reviewer to state with reasonable assurance that no material modifications to the statements appear to be needed for them to follow generally accepted accounting principles.

An audit further includes examining and testing underlying documents supporting the statements, with the objective of expressing an unqualified opinion, i.e., with no reservations or conditions, that the financial statements are fairly presented.

**For Districts with Clubs in the United States.** All districts with US clubs must be part of the Group Form 990 submitted by Zonta International. The annual financial statements must be submitted for audit, review or compilation by a certified/chartered public accountant or by a qualified individual independent of the district board. Such audited or reviewed statements are

submitted to Zonta International Headquarters by 30 August each year for use in preparing Zonta International's federal group tax return.

Information about these requirements is sent to governors in advance, and additional information is available from the Zonta International Accounting Department. Each district with US clubs must use the district *Federal Employers Identification Number (FEIN Form)*, and this information must be passed on to the next district treasurer.

▶ Appendix H in Club Tools

▶ *990 Filing and Group Subordination PowerPoint presentation in Club Tools*

### **Special Responsibilities**

**District conference.** The main responsibilities for the treasurer at the district conference are to present the biennial budget for approval and present the audited or independently examined financial report to the district conference, unless the examiner is present. The treasurer verifies that all voting clubs are in good standing, i.e.

- Clubs have paid international dues and fees.
- Clubs have provided to headquarters a current and complete official club member list with the information requested by headquarters.
- Clubs have paid district dues and area dues, if applicable.
- Clubs' activity is in accordance with Zonta International bylaws provisions.

▶ SECTION FIVE of this manual

▶ Bylaws of Zonta International Article XV, Section 3.

### **Voting member.**

The treasurer is a voting member of the district board and district conference(s)

▶ *Bylaws of Zonta International, Article XIV, Sections 6, 7(d) and 12.*

## District Secretary

The district secretary is appointed by and reports to the governor, is a district officer and a member of the district board without a vote.

### General Responsibilities of the District Secretary

- Record the minutes of district board meetings and, after approval by the governor, distribute them to the board.
  - Produce and distribute the district directory, if requested by the governor.
  - Prepare official list of voting members of the district conference and alternate delegates.
  - Maintain the records of the district securely and pass them on to the successor when leaving office.
- ▶ *Bylaws of Zonta International*, Article XIV, Section 7(e)

### Responsibilities at the District Conference

Prepare and present to the district conference for approval by voting:

- Biennial budget for the next biennium.
- Audited financial report for the previous biennium.
- Independently prepared audit, review, or compilation report if preparer is not present.

The district secretary is often also the district conference secretary. Within 30 days of the end of the conference, the district secretary shall, in such case, submit to the Zonta International Bylaws and Resolutions committee:

- Proposed resolutions pertaining to Zonta International adopted by the district conference.
- Proposed amendments to the *Bylaws of Zonta International* and the *Rules of Procedure of Zonta International*, adopted by the district conference.

▶ SECTION FIVE of this manual

## **Financial Accountability, Fiduciary Duty, and Legal Responsibility**

### **Financial Accountability and Responsibility**

The district should adhere to a strict policy of financial accountability and responsibility.

The district must adopt district bylaws and district rules of procedure that conform to the *Bylaws and Rules of Procedure of Zonta International* and are in accordance with applicable laws and regulations. The initial district bylaws and rules of procedure may be adopted by the district board. These procedures should be consulted frequently and followed in detail. Clear financial procedures and detailed compliance help to avoid misunderstandings and potential disputes.

It is the responsibility of the district board members to base their decisions on accurate and timely financial information. To have this information, all transactions, receipts and disbursements of all monies in district funds must be recorded and reported to the district board. These reports must be made at least quarterly, and all transactions must be reported fully.

The computer system used by the treasurer should follow appropriate procedures for safeguarding and backing up computer files. Printed reports and reconciliations should be kept in the treasurer's files.

At the changeover of the district board, all district records must be turned over to successors no later than 30 days after the term of office ends. The treasurer's records must be turned over no later than 45 days after the term of office ends.

### **Fiduciary Duty and Legal Responsibilities**

Zonta International is a United States corporation subject to the laws of the United States, including the Internal Revenue Code and Internal Revenue Service (IRS) regulations. Zonta International is incorporated in the state of Illinois and is therefore subject to Illinois law governing nonprofit corporations.

Districts are subject to their countries' laws governing nonprofit organizations. The directors and officers of the district are legally responsible for the day-to-day decision-making of their district. Depending on applicable law officers and directors can be held personally liable for any breach of duty. District board members should therefore be conversant with the requirements of the applicable law in their country regarding service as a board member of a nonprofit organization.

The district officers and directors owe three specific duties:

**DUTY OF CARE** – the obligation to always act prudently and reasonably regarding the management of the Zonta International district.

SECTION TWO – DISTRICT BOARD  
Financial Accountability, Fiduciary Duty and Legal Responsibility

**DUTY OF LOYALTY** – it is prohibited for a director or officer to use his or her position in Zonta International, its districts, areas, or clubs to further his or her own interests.

**DUTY OF OBEDIENCE** – requires directors and officers to ensure that the Zonta International district is run in accordance with its governing documents and that the organization complies with applicable laws.

When required, the board should seek advice from legal counsel regarding its legal and fiduciary responsibilities.

- ▶ District Bylaws Template under My Zonta/Forms
- ▶ Appendix C - Sample District Rules of Procedure

## **Installation Ceremony of District Board and Nominating Committee**

The members of the district board take office automatically at the close of the international convention. The timing of the installation ceremony is at the discretion of the district. A district may install the new board at district meetings held at the convention, or at a district meeting after the convention. The installation ceremony is optional and includes the District Nominating Committee. The wording of the ceremony should reflect whether it is conducted before or after the board has taken office.

- ▶ Zonta Protocol in Club Tools on the website.



## SECTION THREE – Other District Roles

### General

Districts are required to have an elected District Nominating Committee and each incoming governor and district board consider committees, task forces or working groups as needed at the time, and appoint chairs for such groups, if required.

There must be functions in the district to promote membership growth, the awards programs and Zonta Foundation for Women.

Committees, task forces and working groups should cooperate with each other on issues of joint responsibility.

### Other Appointed Positions

**Parliamentarian.** A parliamentarian is required to ensure fair and prudent practices whether under Roberts Rules of Order or the local parliamentary authority. At times, the bylaws chair and parliamentarian may be the same individual.

**Centurions.** Centurions are appointed at the option of the governor at the start of the biennium. Centurions hold office at the pleasure of the governor who appoints them and work at the direction of the governor as advisors. Whatever role the governor assigns a centurion, it is important to give clear direction and clearly define the responsibility.

**Archivist.** A district archivist is appointed at the option of the governor at the start of the biennium.

**Historian.** A district historian is appointed at the option of the governor at the start of the biennium.

## District Nominating Committee

The District Nominating Committee is elected and is independent in fulfilling its duties. The role of the District Nominating Committee is to recruit Zontians who meet the prerequisites for district officers, directors, and the nominating committee and to give information about the process as needed. This is an active role. The District Nominating Committee must encourage clubs to nominate members who meet the prerequisites.

The District Nominating Committee shall provide the official slate of candidates for election and shall work with the Zonta International Nominating Committee to recruit qualified club members for Zonta International officers, directors, and the Nominating Committee.

Additional nominations may be made from the floor, provided the nominee meets the prerequisites and has consented to serve if elected.

### General Responsibilities of the Nominating Committee

- Find potential nominees for the positions to be filled throughout the term of office, emphasizing:
  - The prerequisites.
  - The responsibilities of the office.
  - Estimated time commitment.
- The amount of travel required including attendance at meetings and conferences.
- Refer potential candidates to the District and District Conference Manual for detailed information about the role and seek the consent of all nominees to be nominated and to serve if elected.
- Present a report listing one or more candidates who meet the prerequisites for each district position to be filled and at least five candidates for the District Nominating Committee, at least sixty days before the district conference at which the election is to be held.
- Present their reports at the district conference at which the election for district office is held.

### Committee Membership

The three members of the District Nominating Committee are elected by a plurality vote at the district conference in the odd-numbered year of the biennium. The candidate who receives the highest number of votes is the chair.

No member of the District Nominating Committee is eligible for nomination at the district level of Zonta International while serving on the committee.

- ▶ *Bylaws of Zonta International*, Article XIV, Section 13
- ▶ *Campaigning Policy*
- ▶ *Nomination Form for District Office*

## District Bylaws and Resolutions Committee

### Committee Membership

The chair and members of such committee should be knowledgeable about the district bylaws and the district rules of procedure, the *Bylaws of Zonta International*, *The Rules of Procedure of Zonta International* and the model club bylaws.

### Main Responsibilities

- Each biennium, review and, if appropriate, suggest revisions to the bylaws and the rules of procedure for the district.
- Assist in drafting proposals for amendments to the district bylaws and the *Bylaws of Zonta International* that the governor/board wants to submit to a district conference.
- Review and comment to the board on clubs' suggested amendments to the district bylaws or the *Bylaws or Rules of Procedure of Zonta International* before these are submitted to the district conference.
- Assist clubs and the district board with resolutions to the district conference.
- Assist the district secretary to submit proposals of amendments to the Zonta International Bylaws Committee chair within 30 days after the district conference.
- Assist the district secretary to submit proposals for resolutions to the Zonta International Bylaws Committee chair at least 180 days before the convention.
- Revise district bylaws based on amendments voted on at convention or the district conference.
- Assist clubs in the district in amending or revising club bylaws.
- Communicate with International Bylaws & Resolutions Committee on questions raised by the governor, district board or clubs.
- Upon referral by the district board:
  - Investigate complaints against an elected district officer.
  - Investigate complaints against a member of the District Nominating Committee and recommend action to the district board.
  - Investigate complaints against a club, an officer or director of a club or a member of the club nominating committee and recommend action to the district board.

### Other Responsibilities

- Promote awareness of the district bylaws and the *Bylaws of Zonta International* and their importance among clubs in its district.
- Promote awareness of the *Bylaws of Zonta International* amendments made at each convention and their consequences.
- Provide information about the procedures necessary to propose amendments to the district bylaws and the *Bylaws of Zonta International* at district conferences.
- ▶ *Bylaws of Zonta International* Article XIV, Section 10(e).
- ▶ *Suspension, Expulsion and Removal Policy* on the international website.

## **District Membership Committee**

### **Committee Membership**

The chair and members of such a committee should be knowledgeable about which clubs need support on membership issues, where new clubs could be organized, how to organize new clubs, and how to recruit and retain members.

### **Main Responsibilities**

- Support areas and clubs in their efforts to retain members.
- Support areas and clubs in their efforts to create new clubs.
- Encourage clubs to organize their club life and structure more flexibly according to the needs of club members.
- Assist the club creator whenever required.
- Develop ways to feature and honor our 25-year plus Zontians.
- Encourage all Zontians to use the Zonta mobile app and encourage them to take advantage of networking opportunities.

### **Club Creator**

Club creators have the exclusive objective of forming new clubs. Districts are encouraged to form a club creator taskforce consisting of Zontians with experience in club formation. There will be a chief club creator appointed by the international president-elect, who will communicate with district club creator task forces and headquarters membership team.

## **District Service Committee**

### **Committee Membership**

The chair and members of such a committee should be knowledgeable about Zonta International service programs and projects and the purpose and activities of Zonta International and the Zonta Foundation for Women.

The chair and members of the committee should encourage clubs to submit *Share your Story* to the international website and to spread of Zonta activity widely through The Zontian and social media. They should further promote submissions to the *Zonta Service Recognition Award*.

## **District Advocacy Committee**

### **Committee Membership**

The chair and members of such a committee must be knowledgeable about the Objects of Zonta International and projects, purpose, and activities of Zonta International.

The chair and members must be familiar with the UN Convention on the Elimination of All Forms of Discrimination Against Women (CEDAW) and its Optional Protocol, the UN Sustainable Development Goals, in particular goal #5 and other resolutions pertinent to women.

### **Main Responsibilities**

- Coordinate activities to implement legislative awareness, advocacy, and equal rights in the district jurisdictions, following the guidelines established by the Zonta International Board in agreement with the International Advocacy Committee.

▶ *Advocacy Definition and Policy*

▶ Advocacy Tools under Governance on the international website.

## District Public Relations and Communications Committee

### Committee Membership

The governor appoints the chair, a district webmaster, and such other members of the committee as the governor deems appropriate.

Much of the public relations within Zonta International is handled from headquarters and the information is available to all Zontians. Zontians in districts and clubs should focus on raising Zonta's voice and visibility.

### Webmaster

The district webmaster is responsible for the technical development and maintenance of the district website and to ensure that the information is always easily accessible and accurate. The webmaster may also:

- Conduct routine district website maintenance to ensure navigation, interactive content, links and cross-promotions with other sites and other features are always working.
  - Submit district website to search engines.
  - Work to improve search engine placement.
  - Develop and maintain an accurate and detailed site directory/map and search engine for internal use and as a reference for website visitors.
  - Establish links to new information on the Zonta International website.
  - Establish links to new club websites.
  - Advise clubs within the district re developing websites as requested.
  - Monitor the district website and club websites for compliance with guidelines adopted by the international board.
  - Lead a webmaster forum with representatives from clubs to share best practices for club websites.
  - Respond to questions/comments to the webmaster from website visitors or forward appropriately.
  - Make observations and present concerns and recommendations for enhancements to the district website to the Governor.
- ▶ *Electronic Communications Policy*

### Team Greater Visibility

The *International Training Team Greater Visibility* will support clubs, areas, districts and all Zontians on how Zonta's visibility can be enhanced and how the public view of Zonta can be sharpened. An important instrument to spread visibility is social media. The training team will educate Zontians how to best use social media and how to share the PR material from headquarters widely, especially during the two time periods of advocacy activities each year, *International Womens Day* and *16 Days of Activism*.

On district level the chair of the greater visibility team or PR committee is encouraged to have main focus on visibility interfacing with the international committee and also develop and

SECTION THREE – DISTRICT COMMITTEES  
PR & C Committee

execute training at the local level, encourage social media activity, have an active website and/or issue a monthly newsletter. The district team will report any major PR activity via the *Share Your Story* platform.



## **District United Nations Committee**

### **Committee Membership**

The chair and members of the committee should be knowledgeable about the United Nations, about Zonta International's relationship with the United Nations and about how clubs can develop informational programs and activities related to Zonta International's relationships with the United Nations and its agencies.

### **Main Responsibilities**

- Spread awareness of the United Nations, its agencies, and programs, and understanding of the relationship between the United Nations and the programs and activities of Zonta International and Zonta clubs.
- Recognize United Nations Day, International Women's Day and other international days, themes, years, and world decades designated by the United Nations.
- Promote activities developed by the International United Nations Committee.
- Actively cooperate with the advocacy committee to work locally towards the implementation of the UN Convention on the Elimination of All Forms of Discrimination against Women (CEDAW) and ratification of the Optional Protocol to the Convention as well as the ratification of the Istanbul Convention, where required.

### **District Finance Committee**

If a district finance committee is appointed, the district treasurer must be a member of the committee.

The district treasurer is responsible for the funds of the district and administers them in accordance with the approved district budget. The appointment of a district finance committee does not change the duties and responsibilities of the district treasurer.

If the governor decides to appoint such a committee, the district finance committee chair will have the following responsibilities:

- In consultation with the district treasurer, monitor the budget(s).
- Prepare a report that the district treasurer presents to the district board.
- Recommend a policy for record retention in keeping with national/local government legal or tax requirements. In the United States and many other countries, relevant regulations mandate record retention for seven years.
- Assist the district treasurer as needed.

## **District Amelia Earhart Fellowship Committee**

### **Committee Membership**

The committee chair and members must be knowledgeable about the Amelia Earhart Fellowship program.

### **Main Responsibilities**

- Disseminate and receive pertinent information from the Zonta International Amelia Earhart Fellowship Committee.
- Actively promote awareness of the fellowship to relevant institutions and candidates in the district.
- Contribute to the mailing list inviting applications for the awards.
- Promote presentation ceremonies to give fellows who attend school in the district their Amelia Earhart Fellowship wings and certificates. The ceremony should ideally be hosted by a Zonta club nearest to the place where the fellow attends school. If feasible, the governor or a member of the international board presents the certificate and the wings at no cost to Zonta International.
- Cooperate with the district foundation ambassador(s) to encourage donations for the fellowships.

### **Application Process**

The Zonta International Amelia Earhart Fellowship Committee reviews the applications and recommends recipients to the Zonta International Board. All applicants are evaluated on the criteria stated in the requirements section of the application. All details of the evaluations are kept confidential; evaluations are not disclosed to applicants. All applicants will be notified of their status by the end of April.

- ▶ See further Zonta Amelia Earhart Fellowship on the international website

## **Zonta Women in Business Leadership Award**

The Zonta Women in Business Leadership Award celebrates excellence and recognizes outstanding achievements in the business world by women between 18-35 years of age.

The prestigious award honors exceptional leadership, entrepreneurial spirit, ethical conduct and significant contributions to the recipient's respective industries while addressing global or local issues affecting women and girls or climate justice.

Zonta International will present 10 awards of US\$10,000 each and each international winner will be offered a complimentary one-year supporting membership in Zonta for the next financial year.

The program operates on club, district and international levels of Zonta and each district may submit one applicant for consideration for one of the international awards of US\$10,000. Districts with at least 1,200 members at the beginning of the financial year may submit a second applicant for a total of two applicants.

The final awardees will be selected by the Executive Committee for the 2024-2026 Biennium.

### **Main Responsibilities of the Jury**

- Spread information widely about the Zonta Women in Business Leadership Award.
- Actively promote awareness of the awards to relevant institutions and candidates in the district.
- Contribute to the mailing list inviting applications for the awards.
- Evaluate applications and recommend final candidate(s) and alternate candidate(s) to the district board for approval.
- Inform Zonta Headquarters of the selected candidate(s).
- Arrange for a presentation ceremony to give the district and international certificates to those recipients who live or attend school in the district. If possible, the governor or a member of the Zonta International Board may present the certificate, at no cost to Zonta International.
- Suggest recipients who could be helpful in public relations, Zonta presentations and program evaluation.
- Cooperate with the district foundation ambassador to encourage donations for the awards.
- Encourage recipients to engage in a web-based alumnae network.
- Support the arrangement of fellow reunions.

### **Application Process**

The Zonta Women in Business Leadership Award Jury will review and evaluate applications from the districts and recommend 10 candidates for the international awards to the Zonta International Board or Executive Committee for approval.

- ▶ See further Zonta Women in Business Leadership Award on the international website

## **Zonta Young Women in Leadership Award Committee**

The goal of the Zonta Young Women in Leadership Award is to encourage young women to participate in leadership positions by recognizing the candidate's commitment to the volunteer sector, evidence of volunteer leadership achievements and a dedication to building a better world for women and girls through service and advocacy.

### **Main Responsibilities of Committee Chair and Members**

- Spread information widely on the Zonta Young Women in Leadership Award.
- Actively promote awareness of the awards to relevant institutions and candidates in the district.
- Contribute to the mailing list inviting applications for the awards.
- Evaluate applications and recommend final candidate(s) and alternate candidate(s) to the district board for approval.
- Inform Zonta Executive Committee/headquarters of the selected candidate(s).
- Arrange for a presentation ceremony to give the international and district certificates to those recipients who live or attend school in the district. If possible, the governor or a member of the Zonta International Board may present the certificate, at no cost to Zonta International.
- Suggest recipients who could be helpful in public relations, Zonta presentations and program evaluation.
- Cooperate with the district foundation ambassador to encourage donations for the awards.
- Encourage recipients to engage in a web-based alumnae network.
- Support the arrangement of fellow reunions.

### **Application Process**

The Zonta International Headquarters team confirms the eligibility of the applicants put forth by the districts and submits a recommendation to Zonta International Board or the Executive Committee for final approval. If approved by the Zonta International Board, the Zonta Foundation for Women provides awards and certificates to the international recipients.

- ▶ See further Zonta Young Women in Leadership Award on the international website

## **Zonta Women in STEM Award**

After three biennia as a pilot project, Zonta International introduced a Zonta Women in STEM Award in the 2024-2026 Biennium. The award encourages innovation and celebrates the remarkable accomplishments of women between 18-35 years of age in science, technology, engineering and mathematics (STEM) fields. By recognizing and supporting these exceptional women, Zonta aims to inspire future generations to pursue education and careers in STEM.

Zonta International will present 16 awards of US\$10,000 each and each international winner will be offered a complimentary one-year supporting membership in Zonta for the next financial year.

The program operates on club, district and international levels of Zonta and each district may submit one applicant for consideration for one of the international awards of US\$10,000. Districts with at least 1,200 members at the beginning of the financial year may submit a second applicant for a total of two applicants.

The final awardees will be selected by the Executive Committee for the 2024-2026 Biennium.

Districts should encourage clubs to promote the awards programs and should further encourage clubs to provide club awards and present their winner to the district for selection of final awardees. Clubs and districts should also be encouraged to maintain contact with current and past awardees and invite them to club meetings, district conferences and other Zonta events.

### **Application Process**

The Zonta Women in STEM Award Jury will review and evaluate applications from the districts and recommend 16 candidates for the international awards to the Zonta International Board or Executive Committee for approval.

- ▶ See further Zonta Women in STEM Award on the international website

SECTION THREE – DISTRICT COMMITTEES  
Z Club and Golden Z Club Committee

**District Student Club Sub-Committee**

**Committee Membership**

The committee chair and members must be knowledgeable about the Z Club and Golden Z Club program.

**Main Responsibilities**

- To promote awareness of Z clubs and Golden Z clubs.
- Assist clubs with establishing new Z and Golden Z clubs, as required.
- Be a link between the International Z Club and Golden Z Club Committee, the Z and Golden Z clubs in the district, and the sponsoring Zonta clubs.

► *Zonta International Z Club and Golden Z Club Manual*

## District Foundation Ambassador(s)

Each district should have at least one district foundation ambassador appointed by the governor.

The foundation ambassador reports both to the governor and to the Zonta Foundation for Women Development Committee.

The ambassador should be knowledgeable about the Zonta Foundation for Women and the service and education programs funded through the Foundation. The ambassador should also be able to travel within the district and be willing to appear at club, area, and district meetings to promote the foundation and solicit contributions.

### Main Responsibilities

- Encourage each member to make a meaningful gift to the Zonta Foundation for Women.
- In consultation with the governor and area directors, develop a corps of volunteers who will promote interest in the foundation and encourage annual gifts to any of the funds supported by contributions to the foundation.
- Recruit and trains volunteers who will make presentations at the area and club levels.
- Assist in identifying, cultivating, and engaging individual donor prospects for major and planned gifts.
- Coordinate presentations on giving opportunities at the district, area, and club levels.
- Report on the Zonta International projects and programs, fundraising goals and giving opportunities at district conference, through district newsletters, and as much as possible at area and club meetings.
- Recognize achievements of district volunteers.
- Assist at convention foundation booth as requested.
- Report on a regular basis to the governor and to the chair of the Foundation Development Committee
- Review fundraising reports from Zonta International Headquarters.
- Provide complete records to the incoming district foundation ambassador.
- Promote:
  - The Zonta international service projects and educational programs in the district through methods appropriate for the district.
  - The giving of at least one-third of club service funds to the foundation.
  - Individual giving to the foundation.
- Work with:
  - The Zonta Foundation for Women Development Committee and governor in developing and implementing district fundraising goals.
  - The international representative to the district conference and the governor to ensure that there are appropriate opportunities at the district conference to promote individual, club and district contributions to the foundation.
  - The governor and the chair of the Zonta Foundation for Women Development Committee to recognize club and individual donors at district conference, area meetings, or other Zonta events.
- Provide information on:
  - How to make contributions to the Foundation



## SECTION THREE – DISTRICT COMMITTEES District Foundation Ambassadors

### ► *Donation Form and Recurring Card Gift Form*

- The purpose of Zonta International and the Zonta Foundation for Women.
- The legal relationship between Zonta International and the Zonta Foundation for Women.
- The need for contributions from clubs and individuals.
- Procedures for making individual contributions to the Zonta Foundation for Women.
- General information about bequests to the Zonta Foundation for Women and membership in the Zonta 1919 Legacy Circle.

## **SECTION FOUR – Area Meeting**

The Bylaws of Zonta International require each area to hold at least one meeting or workshop annually to promote the Objects and programs of Zonta International. At the option of the district, area meetings may establish area dues and/or elect the area director and/or vice area director. Each club in that area shall be entitled to one delegate and one alternate at the area meeting. If as of the date specified by the district for the payment of district dues, the membership of any club exceeds 30 members, the club shall be entitled to a second delegate and alternate. If the membership exceeds 60 members, the club shall be entitled to a third delegate and alternate. A member of the district board shall not be a club delegate or alternate.

Area meetings should provide club officers, directors, committee chairs and members useful information on their rights and responsibilities, Zonta International and district programs, and practical suggestions for club programs and projects. All Zontians should be encouraged to attend, particularly new members.

Area meetings are hosted by one or more clubs in the area and are generally one-day events with a luncheon included and should be scheduled for a day of the week that is not a workday for most members. The area director is primarily responsible for planning the meeting, with the assistance of the vice area director and other members of the district board and of the host club(s). The governor may direct that all area meetings cover the same subjects. The format may vary from area to area. The presiding area director reports to the district board following the area meeting. The governor or her/his designee attends the meeting.

Area meetings should be fully supported by a registration fee, which includes the cost of the luncheon. The costs for registration, travel and accommodation expenses of the presiding area director should be paid as decided by the area or district and, for the governor or her/his designee, by the district. Overnight accommodation for members attending the meeting should not be included in the registration fee.

### **Responsibilities of the Area Director**

- Select a date and one or more host club(s) for the meeting in cooperation with the governor.
- Meet with the host club to;
  - View the facility.
  - Check for necessary equipment.
  - Determine the registration fee.
  - Assist with budget preparation, to ensure that the area meeting is self-supporting.
  - Inform the host club of overnight accommodation needs.
- Use experienced Zontians as session leaders, including district board members, district committee chairs, and Zonta Foundation for Women ambassadors, when preparing the agenda.
- Prepare materials to be distributed, including a meeting evaluation form.
- Use information from the district and from Zonta International.
- Reports to the district board following the meeting.

**Responsibilities of the Host Club(s)**

- Prepare a budget in cooperation with the area director.
- Suggest a venue.
- Arrange audio-visual equipment, microphones, lecterns, or podiums, as required.
- Prepare registration, voting and hospitality area, as required.
- Arrange hotel accommodation, if required.
- Collect registration fees.
- Prepare and distribute the call to meeting.

**Call to Area Meeting**

The call to meeting should be prepared by the area director together with the host club(s) well in advance of the meeting and should include time and venue, agenda including business session, workshops, speakers and cost.

- ▶ *Bylaws of Zonta International*, Article XIV, Sections 6(b), 7(c), 8 and Section 11(e).
- ▶ Appendix A - *Sample Area Meeting Evaluation Form*
- ▶ Appendix B - *Sample Area Meeting Report Form*

## SECTION FIVE – District Conference

Each district is required to hold one conference in the odd-numbered year of the biennium, preferably no later than the first weekend in November. The district governor must submit proposed dates for the conference to Zonta International headquarters for approval by the president-elect.

No tape or other recordings may be made of electronic business meetings.

- ▶ Comprehensive information and templates for organizing a district conference can be found in *District Conference Toolkit* under Tools
- ▶ *Bylaws of Zonta International*, Article XIV, Section 11 (d).

### Conference Content – Compulsory

- Voting on proposed amendments to the *Bylaws of Zonta International* and *Rules of Procedure of Zonta International* and proposed resolutions.
  - Adoption of district bylaws and rules of procedure conforming to the *Bylaws and Rules of Procedure of Zonta International*.
  - Vote on proposals for changes to the district's bylaws and/or rules of procedure
  - Vote on proposed resolutions concerning the district.
  - Elect district officers and the district nominating committee. At the option of the district, area directors may be elected at an area meeting preceding the international convention.
  - Approve the examined financial statements and reports.
  - Adopt the district budget for the next biennium.
  - Approve changes, if any, to district dues.
  - Consider and act upon suggestions submitted by Zonta International Board.
- ▶ *District Information for Amendment and Resolution Proposals* in District Conference Toolkit

### Conference Content – Other

- Zonta International president's message.
- Reports by district officers and committee chairs
- Information to members on Zonta International's role as an international organization.
- Reports on the activities of the Zonta Foundation for Women and progress toward its biennial goals.
- Opportunities for donations to Zonta Foundation for Women.
- Workshops with relevant topics.
- Opportunities for fellowship and networking.
- Memorial service.

No action or activity of the conference may conflict with the *Bylaws of Zonta International*, *Zonta International Rules of Procedure* or with policies adopted by the Zonta International Board.

### Call to Conference

The *Bylaws of Zonta International* require the governor to issue a *Call to Conference* at least 60 days before the conference. The *Call to Conference* should be posted on the district website and be sent by email to:

- All club members in the district.
- The district's Zonta International Board liaison.
- The international representative to the conference.

It is recommended that additional email notifications are being sent to all district members to encourage attendance and participation.

The call should include notice of proposed changes affecting the district or Zonta International.<sup>3</sup> The call should include but is not limited to:

- Draft conference agenda.
- Proposed district budget for the next biennium.
- Audited/Reviewed/Compiled district financial statements for the previous biennium.
- The slate of candidates for elective district positions.
- Proposals addressed to the Zonta International Bylaws and Resolutions Committee for changes to the *Bylaws and/or Rules of Procedure of Zonta International*.
- Resolutions to be considered by Zonta International.
- Proposals for changes to the district's bylaws and/or rules of procedure.
- Proposals for changes to district dues and fees.
- Credentials information.
- Conference arrangements, including but not limited to:
  - Dates, times, location.
  - Registration cost and information.
  - Accommodation information.
  - Workshops and speakers.
  - Contact information for questions.

### Order of Business

A suggested order of business for a district conference is included in this manual.

- ▶ Appendix F – *Suggested Order of Business for District Conference*

### Quorum

A majority of the voting members registered at district conference or participating in a business meeting shall constitute a quorum. If a vote is taken by mail or electronic ballot, a

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<sup>3</sup> If not included in the call, any suggested changes must be sent to all club presidents at least 60 days before the conference.

majority of members eligible to vote shall constitute a quorum.

### **Voting Members**

The voting members of the conference are the governor, lieutenant governor, treasurer, area directors, and the delegates of each club in good standing. Each club shall be entitled to one delegate and one alternate. If the membership exceeds 30 members, the club shall be entitled to a second delegate and alternate. If the membership exceeds 60 members, the club shall be entitled to a third delegate and alternate.

Any club may be represented by proxy. No club may be represented by proxy at more than two consecutive voting events, i.e., district conferences, mail, or electronic ballot.

A club may carry the proxy votes from two other clubs except that the total votes carried by one club may not exceed five. A club with a delegate without an alternate who must leave an in-person event due to an emergency may give a proxy to a delegate of another club.

Guidelines for electronic elections and voting methods, adopted by the district board, should cover the possibility of proxy votes, the handling of more than one vote per club, nominations from the floor and the procedure for electing area directors. The area directors are elected only by the clubs in their respective areas. The elected district officers do not vote for area directors. A vacancy in the office of an area director should be filled from the same area by appointment of the district board. If there is to be a vote on the district's boundaries, only delegates of the affected clubs can vote. The elected district officers do not have a vote on this issue.

The election platform must be chosen to ensure that only those eligible to vote can do so.

▶ *Bylaws of Zonta International, Article XIV, Section 2 and 4.*

### **District Bylaws and Rules of Procedure**

Each district must adopt district bylaws and rules of procedure. Adoption requires 2/3 vote of the conference voting members. Rules of procedure should reflect differences at electronic conferences.

- ▶ District bylaws template under Governance/Forms
- ▶ Appendix C - *Sample District Rules of Procedure*

### **Conference Program Booklet**

- Governor's welcome.
- Letter/message from the international president.
- Letter/message from the assigned liaison or international representative.
- Detailed program/agenda.
- Financial reports.
- Proposed budgets.

## SECTION FIVE – District Conference

- The district bylaws and rules of procedure and any proposals to amend them.
- Proposed standing rules for the district conference.
- Credentials report form.
- Registration/attendance report form.
- Election results form.
- Slate of candidates and their biographies.
- Speaker biographies.
- Workshop details.
- Any proposals affecting Zonta International.

► *Appendix E – Model Standing Rules for District Conference*

### **Zonta International Representative**

The international president may assign an international representative to each district conference as an advisor and support to the district, who will:

- Deliver the Zonta International president's message.
- Be actively involved in the conference.
- Attend district board meetings scheduled in connection with the conference.
- Contribute to workshops and seminars, if requested.
- Prepare a conference report and forward it to headquarters within 14 days following the conference.

► *International Representative Report* in District Conference Toolkit

It is suggested to involve the international representative as much as possible and that she/he is given the opportunity to address the conference. The international representative listens to the opinions of Zontians in the district and brings the information to the Zonta International president and board.

An aide to assist the international representative with transportation and other information or requirements may be assigned at the option of the governor.

### **Responsibilities of the Governor**

- Preside at the district conference.
- Select the theme and type of conference.
- Select conference chair and/or committee together with the host club(s).
- Approve the venue and all meeting rooms.
- Approve platforms for elections, voting and the electronic conference.
- Prepare the business agenda.
- Together with the board, approve the budget.
- Prepare conference agenda and supply copies to district board members and to the international representative.
- Review and approve the conference program.

## SECTION FIVE – District Conference

- Sign all contracts.
- Seek recommendations for conference speakers and select them. Speakers should focus on issues that relate to women and are in alignment with Zonta's Objectives.
- Collect information from clubs about members who passed away since the last conference.
- Ensure that the clubs are advised of the number of delegates to which they are entitled and have credentials information.
- Approve the district secretary's official list of voting members of the conference and alternate delegates and submit it to the Credentials Committee chair.
- Issue *Call to Conference*.
- Appoint, as required:
  - Conference secretary. It is recommended that the district secretary is appointed as the conference secretary.
  - Conference parliamentarian. It is recommended that the district parliamentarian be appointed as the conference parliamentarian. It is also highly recommended that parliamentarians review the entire conference agenda and script, if used, before the conference begins.
  - Credentials chair.
  - Tellers.
  - Timekeepers.
  - Monitors.
  - Technical support.
  - Protocol chair.
  - Aide for the international representative.
- Prepare conference script if customary. This is usually done with the assistance of the district parliamentarian.
- Review all lists for head table seating and other special table seating and provide lists to the protocol chair.
- Submit the district-approved dates for the next odd-numbered year conference to headquarters for approval by the international president-elect. Dates for additional district conferences in even-numbered years do not require approval since an international representative will not be present.
- Submit the *District Conference Report*, including the *Governor's Report Form*, within 14 days of the conference.
- Ensure that any proposed resolutions by the district conference are sent to the Zonta International Bylaws and Resolutions Committee chair by the district secretary at least 180 days before the convention, with a copy to headquarters.
- Ensure that any proposed amendments by the district conference to the Bylaws and/or Rules of Procedure of Zonta International are sent to the chair of the International Bylaws and Resolutions Committee by the district secretary within 30 days of the conference, with a copy to headquarters.

► *Governor's Report* in District Conference Toolkit



### **Responsibilities of the District Treasurer**

- Prepare and present to the district conference for approval by voting:
  - Biennial budget for the next biennium.
  - Audited financial report for the previous biennium.
  - Independently prepared audit, review, or compilation report if preparer is not present.

### **Responsibilities of the District Board**

If the district board decides to hold an electronic rather than in-person district conference, the board should:

- Communicate this decision to the clubs as early as possible.
- Adopt guidelines for electronic election and voting methods and distribute them in the call to conference at least 60 days prior to the conference.
- Adopt standing rules for an electronic district conference and distribute them in the call to conference at least 60 days prior to the conference. These must be approved by the voting members at the start of the conference.

### **Responsibilities of the District Conference Secretary**

The district secretary may also serve as the district conference secretary and as such has the following responsibilities:

- Prepare official lists of voting members of the conference and of alternate delegates.
- Send proposed resolutions adopted at the district conference directly to the Zonta International Bylaws and Resolutions Committee with a copy to headquarters at least 180 days before the convention.
- Maintains records of proxies at district conferences, including emergency proxies.
- Assist the governor with the *District Conference Report* within 14 days of the conference. The report is made electronically online.
- Record and produce the conference minutes. The minutes are approved either by the district board or by the voting members of the next conference. In either case, the minutes should be sent to the international liaison, the international representative, the members of the district board, and all clubs in the district.
- Submit within 30 days of the end of the conference to the International Bylaws & Resolutions Committee, with a copy to headquarters.
  - Resolutions pertaining to Zonta International.
  - Amendments to the *Bylaws of Zonta International*.
  - Amendments to the *Rules of Procedure of Zonta International*.

► See *Post-Event Checklist* in the District Conference Toolkit on the website

### **Responsibilities of the Conference Committee**

The conference committee is responsible for many of the conference arrangements. Some conferences will not include all the events and arrangements described below, and some of these can be handled differently than described. Practices vary according to the traditions and geography of the district.

- Propose the venue to the governor for approval with adequate rooms for all conference functions and appropriate internet connection with audiovisual capability in the

business meeting rooms.

- Propose platforms for elections and voting.
- Draft the call to conference and forms for registration and hotel registration for approval by the governor.
- Prepare a conference budget for approval.
- Suggest a non-business program including entertainment.
- Recruit volunteers for all special committees.
- Be responsible for the logistics of the program.

Electronic conferences can be organized by Zontians from different clubs.

▶ *Electronic Conference Tools* in the District Conference Toolkit

### **Responsibilities of the Conference Committee Chair**

The governor and/or host club appoints a conference chair, who will:

- Suggest subcommittees and members and appoints, in consultation with the governor:
    - Conference treasurer.
    - Registration chair.
    - Electronic tools and support coordinator.
    - Memorial service chair.
    - Public relations chair.
    - Hotel and venue coordinator, if required.
    - Banquet and meals chair, if required.
    - Entertainment chair, if required.
    - Marketplace chair, if required.
  - Keep the governor regularly updated on all plans and arrangements to ensure they are mutually understood.
  - Meet with other district chairs as necessary and exercises overall oversight responsibility for conference arrangements.
  - Invite special guests, such as government representatives, with the governor's approval.
  - Obtain completed evaluation forms or an online survey from attendees and provide them to the governor.
  - Submit a written report on the conference to the governor.
- ▶ *Appendix K - Sample Conference Evaluation Form*

### **Responsibilities of the Conference Treasurer**

- Prepare a conference budget in cooperation with the conference chair, based on estimated attendance and cost and submit to the governor and the district board for approval.
  - ▶ *Appendix L - District Conference Budget Preparation Procedure*
  - ▶ *Appendix M - District Conference Sample Budget Form*
- Advise each committee chair of budget limits.
- Establish and manage a separate conference bank account.
- Monitor income against registrations and follow up where required.

## SECTION FIVE – District Conference

- Pay all bills as per budget and as agreed with governor.
- Monitor finances to ensure that income is adequate to cover all expenses and notify conference chair of any financial issues.
- Prepare a final conference report comparing actual results to the budget and submit it to the governor within 60 days after the end of the conference with copies to the conference chair and to the host club.
- Close conference bank account when all expenses have been paid and send any remaining funds to the district treasurer.
- Verify that all voting clubs are in good standing. A club in good standing is one that has paid international dues and fees, has provided to Zonta International headquarters a current and complete club member list, including a club president, has paid district dues and area dues, if applicable, and whose activity is in accordance with the *Bylaws of Zonta International and the Rules of Procedure of Zonta International*.

▶ *Bylaws of Zonta International, Art. XV, Section 3.*

### **Conference Budget.**

The conference budget must include all costs for the conference and take into consideration the district's current reimbursement guidelines.

Expenses for the district board members to attend the conference, including registration, travel, accommodation, and meals should be considered when preparing the budget. Some districts may wish to charge a part of the travel and accommodation costs to board meeting expenses. If the board meets electronically, most of these costs do not occur.

District fund must cover any losses of the conference and any profit is retained by the district or as governed by district procedures.

**Sponsorship – Financial Support.** Detailed information about seeking sponsorship for events can be found in Section Five of the International Manual and Section Four of the Club Manual.

- ▶ Appendix M - *District Conference Sample Budget Form*
- ▶ Appendix D – *Model Reimbursement Guidelines*

### **Responsibilities of the Registration Committee**

- Prepare and email district conference registration information to all Zontians in the district, the international board liaison, and the international representative, if different from the liaison. The information should include:
  - Call to Conference.
  - Conference agenda.
  - Conference registration information including all costs and fees.
  - Credentials and proxy forms.
  - Hotel registration information.

## SECTION FIVE – District Conference

- Information on how and when to book a table at the marketplace.
  - Ensure that *Call to Conference* is posted on the district website.
  - Receive registration forms, record all registrants, the functions they are to attend and the registration fee they submit.
  - Keep the treasurer informed about all registration fees to be paid by each attendee.
  - Keep all conference committee chairs advised about the number of attendees registered.
  - Assemble registration packets which should include:
    - Electronic program booklet.
    - Information from the governor or other committees.
    - Identification, if used, e.g., delegate, governor, district board, international representative, past international president, host club, first timer, if required.
    - Tickets for conference events.
    - Local information, including shopping areas, restaurants, and local attractions.
    - Conference evaluation form, or directions to online survey.
  - Present the attendance report at the final business session.
- ▶ Appendix H - *Sample Credentials Committee and Attendance Report*
- ▶ Appendix K - *Sample Conference Evaluation Form*

### **Responsibilities of the Credentials Committee**

- Establish the locations of the credentials desk near the meeting room.
- Arrange seating plan for delegates in the meeting room.
- Set up an email address for support before and during the conference.
- Obtain official list of voting district officers, delegates, and alternates from the governor.
- Prepare materials to verify all voting delegates and district officers.
- Keep credentials desk open on the first day of the conference and thereafter before each business meeting.
- Offer support by email or chat-function during business sessions.
- Check in delegates for each business session and instruct delegates to wear official delegate identification.
- Ensure that the delegates know their reserved section in the meeting room and that all delegates are seated in that section.
- Present the credentials report to the conference when the governor calls for it at the first business meeting and at each subsequent business meeting as requested. If an election is held, the report should be updated before voting instructions are given. The report should specify the numbers of voting district officers, voting delegates, and proxies, including emergency proxies.

If an extra voting and election session takes place before the conference, the credentials committee must act accordingly.

A credentials committee member must not be a candidate for any position.

► Appendix H - *Sample Credentials Committee and Attendance Report*

**Responsibilities of the Tellers' Committee.**

- Obtain the official list of nominees for district office from the nominating committee chair.
- Obtain a ballot box for voting.
- Prepare ballots. If candidates are nominated from the floor, their names must be added to the ballots before voting begins.
- The ballot for district office should include governor, lt. governor, treasurer, and nominating committee.
- If area directors are also elected at the conference, separate ballots must be distributed to the delegates of the area(s) which are voting for area director. These should include the district officers and the nominating committee as above plus the area director. It is recommended that the ballots only for district officers and those for district officers plus area directors have different colors.
- Ensure that only eligible delegates vote on electronic platforms.
- Arrange for a separate voting room.
- Manage voting in cooperation with the credentials committee. When the credentials committee has verified each delegate's credentials, the tellers' committee must:
  - Give each voter the appropriate ballot upon entering the room.
  - Observe as voters place their ballots in the ballot box and after the polls are closed.
  - Count the votes and records them on a tally, if required.
- Report voting results, including the number of ballots cast for each candidate, including any illegal ballots, to the district conference when the governor calls for the report.
- Present the governor with a written, signed, and dated copy of the report.
- Count the votes for or against motions and resolutions and records the results. This could be done by electronic monitors or by raising green or red cards.
- Present the results to the governor/presiding officer.

When more than two candidates are nominated for an office requiring a majority vote for election, the tellers committee should be prepared to administer a runoff election in the event one candidate does not receive a majority. It is advisable to have extra ballots available.

The tellers committee chair reads the report to the assembly and submits the report to the governor. The governor reads the result of the vote for each candidate for each position on the slate and, where a candidate has a majority, or plurality in the case of nominating committee candidates, declares that candidate elected.

A tellers committee member must not be a candidate for any position.

**Timekeeper**

- Coordinate with the governor and parliamentarian how to notify speakers that their time has expired and how to notify the assembly that the allotted time on a subject is exhausted.

- Review timing procedures with the parliamentarian.
- Become familiar with the rules of debate according to the parliamentary authority of the district and the standing rules for the conference.
  
- ▶ *Sample Standing Rules* for electronic conferences in the District Conference Toolkit

### **Monitors**

Monitors should be easily identified with a sash or ribbon and stationed at strategic locations around the conference room where they are available to the delegates and district board. It is the responsibilities of the monitors to deliver messages, handle motion forms for signing and run errands.

Monitors are not needed for electronic conferences.

### **Responsibilities of the Protocol Committee**

If a separate protocol committee is appointed, they should:

- Arrange for the presentation of flags at the first business meeting if customary in the country where the conference is being held. The presentation may include national, city, state or provincial, the Zonta flags and the flag of the international representative's home country.
- Obtain the head table lists for each conference function.
- Coordinate head table seating plan.
- Arrange for seating cards for the head table and indications where delegates are seated.
  
- ▶ *Protocol* under Club Tools on the website.

### **Responsibilities of the Hotel and Venue Coordinator**

- Arrange all rooms and microphones and audio-visual equipment required for:
  - Board meeting(s).
  - Business meetings.
  - Voting by ballot.
  - Scheduled meals/banquet.
  - Registration and credentials.
  - Receptions and social events.
  - Marketplace.
  - Zonta Foundation for Women table.
  - Hospitality suite, if required.
- Coordinate with other committees to ensure the space for their activities is appropriate.
- Make hotel room reservations as required for:
  - Governor.
  - Other district board members.
  - International representative.
  - Speakers and/or awardees.

- Special guests.
- Check each room or area arrangement for the placement of chairs, head table, lectern or podium signs, lighting, and equipment.

### **Banquet and Menus Committee**

- Select menus for the meals and banquet.
- Coordinate all arrangements with the hotel coordinator, including decorations.
- Obtain from the governor any special seating arrangements for past and present international and district officers, directors, committee chairs and other VIPs.
- Coordinate with the entertainment.
- Arrange for an invocation if customary.

### **Electronic tools and support coordinator**

- Arrange all electronic platforms, equipment, and tools for all meetings, including electronic meetings.
  - Board meeting(s).
  - Business meetings.
  - Voting.
  - Registration and credentials.
  - Breakout sessions.
  - Marketplace.
  - Zonta Foundation for Women table.
  - Hospitality suite, if used.
- Coordinate with other committees to ensure the tools and equipment for their activities is appropriate.

▶ *Electronic Conference Tools* in the District Conference Toolkit

### **Memorial Service Chair**

- Arrange a memorial service in a manner that is customary in the country of the conference.
- Arrange a room for the service.
- Coordinate music needs with the entertainment committee.
- Prepare a program.
- Prepare a presentation.
- Conduct the remembrance service or arranges for another person to do so.

### **Foundation Ambassador**

- Arrange a Zonta Foundation for Women table/booth to collect contributions and encourage giving whenever opportunity presents itself.
- Ensure donation forms are available.
- Arrange online opportunities for giving.
- Coordinate presentations of Zonta International projects and programs, progress toward fundraising goals.

- ▶ *Zonta Foundation for Women information* in the District Conference Toolkit

### **Hospitality Committee**

- Arrange for a hospitality suite with the hotel and venue coordinator, if required.
- Assign aides for government officials and guest speakers, if required.
- Provide information to all attendees about the hotel, the conference facilities, and local attractions.
- Obtain printed/digital information about the local area for registration packets.

### **Public Relations Committee**

- Obtain permission to use photographs of any non-Zontian guest for public relations use.
- Obtain biographies of the international representative and other speakers.
- Arrange for news releases about the conference in local media.
- Arrange, if possible, for any television and/or radio coverage, with approval from the governor and international representative.
- Arrange for a photographer.

- ▶ *Zonta International Press Kit and Photography at your Event* in the District Conference Toolkit

### **Entertainment Committee**

- Plan any music or other entertainment for the conference, including the memorial service and for the banquet, if required.
- Plan breakout sessions with entertainment and friendship opportunities.

### **Marketplace Committee**

- Coordinate the need for space needed by clubs to market their products or content for advertising items (directly sold by the clubs).
- Arrange for opening hours of the marketplace and coordinate with the clubs.



**APPENDIX A – Sample Area Meeting Evaluation Form**

Area:.....

Date of Area meeting:.....

District:.....

Is this your first area meeting?.....

1. What did you like best?

.....  
.....

2. What did you miss in the meeting, if anything?

.....  
.....

3. What can be done differently?

.....  
.....  
.....  
.....

4. Other comments?

.....  
.....  
.....  
.....

Signature: (optional).....

## APPENDIX B – Sample Area Meeting Report Form

The area director may use the replies from the Evaluation form – Appendix A to prepare this report.

Area:..... Date of Area meeting:.....

District:..... Host Club: Zonta club of .....

Total attendance:..... Number of evaluation forms returned:.....

How many members were attending their first area meeting?

.....

What did the attendees find most worthwhile about the meeting?

.....

.....

How can future meetings be improved?

.....

.....

Other area director comments?

.....

.....

.....

.....

.....

Date:..... Signed by area director .....

## APPENDIX C – Sample District Rules of Procedure/

Adopted (*insert date of most recent adoption here*)

District <number> of Zonta International is established and governed in accordance with Article XIV of the *Bylaws of Zonta International*, the *Rules of Procedure of Zonta International*, and the policies adopted by the Zonta International Board.

Unless inconsistent with the bylaws, the rules of procedures, or policies adopted by Zonta International, the following rules of procedure constitute standard operating procedure for District <number>.

### A. District Board

The district board shall meet at least <number> times each year. Meetings may be conducted by electronic means if participants have the opportunity for simultaneous communication.

### B. District Committees

The governor shall appoint the chair and such other members of all committees as the governor deems appropriate, except the nominating Committee.

Provided funds are available, the district budget may allocate funds for the use of committees. Committee chairs 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.

1. **Committees.** *Zonta International Bylaws* require only an elected district nominating committee, but the governor and the district board may at their discretion appoint other committees, such as:
  - a. **Bylaws and Resolutions Committee** shall: (a) review and, as necessary, suggest revisions to district bylaws and these rules of procedure each biennium to ensure they do not conflict with the *Bylaws or Rules of Procedure of Zonta International*; (b) investigate complaints made against officers of the district, members of the district nominating committee or against a club, following the procedures specified in the *Bylaws of Zonta International* and the *Suspension, Expulsion and Termination Policy* on the international website.
  - b. **The Membership Committee** shall promote continuing membership growth: recruitment and retention in existing clubs, and implement programs developed by the International Membership Committee as well as support the club creator in starting new clubs.

- c. **The Service Committee** shall coordinate, at the district level, activities to implement service programs authorized by the international convention. The committee shall also promote awareness of clubs' local service projects and of policies adopted by the Zonta International Board.
  - d. **The Advocacy Committee** shall coordinate, at the district level, activities to implement legislative awareness and advocacy programs, in accordance with policies adopted by the Zonta International Board.
2. **Other Committees.** There may be other committees the governor authorizes to achieve biennial goals, such as a finance committee, a PR and Communications Committee, a United Nations Committee, an Amelia Earhart Fellowship Committee, , a Zonta Young Women in Leadership Award Committee and a Z Club and Golden Z Club Committee.
  3. **Foundation Ambassador.** The governor shall appoint one or more district foundation ambassador(s).

**C. Nominating Committee.**

1. The chair of the district nominating committee shall request, prior to <month> of each odd-numbered year (or even-numbered year, for those districts whose election-year conference is held early in the odd-numbered year), suggestions from each club for nominees for positions to be filled by election at the succeeding district conference. Personal data forms, including consent to serve if elected, shall be submitted for each name that is suggested. The deadline for suggestions from clubs shall be < month>.
2. The committee shall evaluate the prerequisites of the suggested nominees and use the committee's own knowledge and judgment. The nominating committee shall prepare a slate of one or more candidates for each district office that must be filled and of five 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 the 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 of the nominating committee, provided the consent of the nominee has been obtained.

► *Campaigning Policy*

**D. Transition Procedures.**

Outgoing district officers and committee chairs shall deliver to their successors all properties belonging to their respective official positions within 30 days after their successors have been installed. The treasurer shall begin transferring responsibilities to the incoming treasurer by 1 June of the first year of the incoming treasurer's term and must complete the transfer within 30 days.

**E. Dues and Fees**

District dues and fees shall be determined by two-thirds vote of the voting members present and voting at a district conference. On <date> of each year, each club shall pay to Zonta International District <number> <amount> per capita dues based on the number of members in the club as of <date>. The district may wish to provide that members who join in the second six months of the fiscal year pay half the district dues for that year. The district may also provide half dues for members not yet 35 years of age on 1 June of the fiscal year.

**F. Finance**

1. 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 low risk money management techniques to maximize earnings on district funds.
2. The district board shall determine the use and disposition of interest earned from district operating and conference funds annually, even if the decision is to allow the interest to accrue in those respective funds.
3. The governor shall approve the expenses of other district board members and district committee members. (This provision reflects one of the governor's duties as stated in the Bylaws of Zonta International. The district may wish to provide that the lieutenant governor is to approve the expenses of the governor.)
4. Expenses to be paid from district general operating funds are defined in the *District Reimbursement Guidelines*. The *District Reimbursement Guidelines* may be amended by a 2/3 vote of the district board.
5. The international convention expenses of <registration, banquet, other convention meals, transportation, and/or hotel> for <the outgoing governor, incoming governor, or other district officers> will be paid from district funds.

**G. District Conference**

1. The district shall hold <number> district conference(s) per biennium and <number> (If the district also conducts other district-wide events, provision for such events should be

inserted here).

2. The biennial district budget shall be presented for approval at the conference immediately preceding the biennium in which the budget is to become effective.
3. The district financial records shall *be <audited, reviewed or compiled>* by either certified/chartered public accountants or a qualified individual independent of the district board.
4. A registration fee should be charged to each member who attends the district conference.
5. All previously adopted district resolutions automatically expire at the end of each district conference. If a subject is to be continued, it must be reaffirmed or newly adopted at each conference.
6. District conference motion cards and election ballots shall be retained by the secretary for at least three months, or until the minutes of the conference have been approved, whichever is longer.
7. The district secretary, with the approval of the governor, shall prepare a summary of proceedings of the district conference, which shall be sent to each club president and to the district board members within 60 days following the conference. Minutes of the proceedings will be prepared by the district secretary and approved by the district board. After approval, a copy will be available for use by clubs and other appropriate interested parties. Alternatively, the rules of procedure may provide that conference minutes are adopted by the voting members of the next conference.
8. The governor may appoint a parliamentarian to serve at district conference and as needed during the biennium.
9. The district conference chair shall provide the district treasurer with the financial statement for the conference and all fiduciary data relating to the conference within 60 days following the conference.
10. Clubs shall submit the names of their officers with addresses, phone numbers and email addresses to the governor, lieutenant governor, district treasurer, appropriate area director and Zonta International Headquarters within 30 days of election of club officers or latest by 1 May for clubs with officers taking office 1 June. Clubs shall submit names and contact information of club committee chairs to each of the district committee chairs promptly.

APPENDIX C  
Sample District Rules of Procedure

11. These rules of procedure and the district bylaws may be amended by two-thirds vote of the district conference voting members.
  
12. The rules contained in the current edition of <parliamentary authority> shall govern Zonta International District <number> in cases where they are not inconsistent with the district bylaws, the *Bylaws of Zonta International* or with these district rules of procedure.

## APPENDIX D – Model Reimbursement Guidelines

### General Information

These *Reimbursement Guidelines* apply to the district officers and any other member incurring reimbursable expenses in the conduct of district business.

Approval from the governor is required in advance for any expense exceeding <amount>. All expenses must be within budget.

The district treasurer will review the expense reports for propriety and budget conformity. Documents must be supplied to support the expense report. Expenses exceeding budget or without supporting documentation will not be reimbursed.

### Travel expenses

The following travel expenses will be reimbursed:

**Means of Travel.** Always using the most time and cost-efficient means of transport.

**By Air.** Best available economy/coach class rate. If other class is booked, only economy class will be reimbursed against proper proof of economy cost of the day of travel.

**By Train.** Second class, direct route including reservation fees.

**By Bus/Coach.** Direct route, including reservation fees.

**Private Car.** Mileage will be reimbursed at the rate of <amount> per km or <amount> per mile plus parking and road toll, provided the total expense does not exceed the most reasonable alternative of travel.

**Car Rental.** Exceptionally and only when approved by the governor in advance.

**Taxi.** To and from airport or train or bus station will be reimbursed if no more economical alternative is available

**Accommodation and other expenses.** Always follow instructions and guidelines from local Zonta clubs when choosing the hotel, if applicable.

**Hotel.** Half the cost of a double room in a reasonably priced hotel if traveling to events where sharing a room with another Zontian is feasible. In such circumstances, the traveler may occupy a single room but must pay the difference in rate. At district board meetings, area meetings/workshops, and conferences, the governor may occupy a single room and be reimbursed for the total costs.

**Gratuities.** Reasonable amounts will be approved.

**Meals and Beverages.** Reasonable cost for meals and beverages will be reimbursed. Tea, coffee, milk, or soft drinks will be reimbursed, alcoholic drinks or other bar beverages must be



paid for privately. If the district board has established a daily expense allowance, this allowance includes gratuity, and no receipts are needed.

**Personal Charges.** Personal expenses such as dry cleaning, valet services, personal telephone, etc., will not be reimbursed and should be paid by the occupant when checking out of the hotel.

**Other Charges.** Postage, telephone, printing, and similar expenses necessary for Zonta district business will be reimbursed if approved by the governor in advance and in accordance with biennial budgets.

All expenses must have been paid for in order to be reimbursed. Frequent flyer miles used instead of buying a ticket, paying for a hotel room, or to obtain upgrades or other travel benefits will not be reimbursed.

Receipts are to be submitted to the district treasurer as soon as possible after the expense is incurred, except for committee chairs' expenses of no more than <amount>, but in all cases not later than 15 May of each year to facilitate closing of the books on 31 May.

### **Board Meetings**

**Board Members.** Half of the transportation expenses, additional hotel charges if any, and all meals incurred in attending pre- and post-conference board meetings are to be charged to board meeting expenses and paid by the district treasurer.

**Parliamentarian.** If attending pre- and post-conference board meetings, reimbursement as outlined above. Expenses of the district parliamentarian for attending other board meetings if requested by the governor, are to be reimbursed as outlined above.

**District Committee Chairs.** If requested to attend a board meeting, advance approval by the governor for estimated costs must be sought and approved prior to incurring the expense.

### **District Conference**

Conference registration, accommodation, conference meals for district board, district parliamentarian, and international representative are to be paid by the district from conference funds.

Half of the transportation expenses for the district board and the parliamentarian are to be charged to the conference and paid by the district treasurer.

The district is responsible for hotel accommodation, meals, local transportation, and the conference registration fee, including all functions for the international representative. Travel to and from the district conference will be paid for by Zonta International.

Reimbursement to the host club for the district conference or any other district-wide event, of expenses other than those covered by the registration fee, such as printing and postage costs, shall be paid from the conference fund.

Reimbursement to district officers for conference/governor's event planning expenses, such as postage, telephone, and copying and the governor's and incoming governor's travel expenses incurred in planning the conference shall be reimbursed from conference funds.

### **Club Visits**

Area directors are to make at least one official visit to each club in their area each biennium. Area directors will be reimbursed for official visits as for board meetings, except that if the area director must incur hotel expense at a single occupancy rate, this rate shall be reimbursed. The cost of the area director's meal at the official club visit is to be paid by the club being visited. It is preferred that the host club provides lodging, if needed, for the area director whenever possible.

Additional official club visits by the area directors or visits to clubs by other officers must be approved in advance by the governor.

Visits to act as installing officer at a club's installation ceremony will be reimbursed as previously outlined. The cost of the installing officer's dinner is to be paid by the club.

Attendance at charter presentations is to be reimbursed for the governor or designee and for the current area director. Previous area directors may be reimbursed with prior approval by the governor.

### **Area Meetings**

Area meetings should be arranged as one-day events, if possible, and be fully supported by a registration fee, which includes the cost of the luncheon. The costs for registration, travel and accommodation expenses of the presiding area director should be paid as decided by the area or district and, for the governor or her/his designee, by the district.

Overnight accommodation for members attending the meeting should not be included in the registration fee.

Any additional reimbursements must be approved by the governor.

### **International Convention**

Expenses arising in connection with Zonta International biennial conventions are paid for the governor and governor-elect in accordance with the budget of the district.

### **Inter-district meetings, Commission on the Status of Women, and other extra events**

District board and committee members are encouraged to attend other events where Zonta International and/or the Zonta Foundation for Women has a presence. However, no expenses will be reimbursed for district officers for attending such events.

### **Extending a Stay**

APPENDIX D  
Model Reimbursement Guidelines

When a board member or international representative chooses to extend the visit pre- or post- meetings, the cost of additional hotel nights and all other costs are to be paid by the board member. Any additional cost incurred, such as additional airfare or ground transportation caused by the extension of the stay, is to be paid by the board member.

## **APPENDIX E – Model Standing Rules for District Conference**

1. The voting members of the District Conference are the elected officers of the District and Zonta clubs represented by delegates and proxies.
2. No photographs, tape or other recordings may be made of the proceedings of the business meetings.
3. Only those officers and delegates certified by the Credentials Committee as voting members of the Conference may make motions or vote. To exercise these privileges, all voters attending in person must wear their badges and ribbons to all meetings and occupy the seats reserved for voters.
4. Transfer of voting privileges and proxy votes from a delegate to an alternate shall be made only through registration with the Credentials Committee.
5. To obtain the floor, a member attending in person shall rise, address the chair, and state his or her name and club. A person attending remotely shall raise their electronic hand.
6. A motion shall be in writing, signed by the maker and seconder, and shall be sent immediately to the presiding officer.
7. Except by permission of the Conference, no one may speak more than twice to the same question on the same day, or more than once, if a voting member who has not spoken wishes to do so. The question of granting permission shall be decided by a two-thirds vote without debate.
  - a. The maker of the motion, if he or she wishes, shall be assigned the floor first in debate.
  - b. In debate, no one may speak for more than two minutes at a time.
  - c. A non-voting member may speak only after all voting members who wish to speak have done so.
  - d. Discussion of any one subject is limited to fifteen minutes.
  - e. The presiding officer may grant extensions of time for individual speeches and/or for discussion of a given subject.
8. Announcements of concern to the whole assembly will be made from the platform by the presiding officer or another official announcer.
9. Any scheduled business not finished at the time that a recess is taken shall be resumed at the next business meeting at the point where it was interrupted.

## APPENDIX F – Suggested Order of Business for District Conference

1. Call to order.
2. Invocation, if customary in country where conference is held.
3. Presentation of flags if customary.
4. National anthems, if customary, including anthems of the host country, international representative's country, and other countries within the district.
5. Introduction of the head table by governor or announcer.
6. Welcome to the city by local official.
7. Welcome to the conference by a member of the host club.
8. Introductions by the governor. The governor should first thank the welcomers and then invite the local official to stay, recognizing that, in light of his or her other commitments, he or she may need to leave. Thereafter:
9. Guests of honor (*non-Zontian*) – Governor and conference organizers should take care to ensure that guests are invited to attend only appropriate sessions and not internal discussions.
10. Guests of honor (*Zontians*)
11. Current Zonta International Board members and other Zontians according to the order of precedence outlined under *Protocol* in Club Tools on the website.
12. Announcement of conference appointments including:
  - Credentials chair.
  - Protocol chair.
  - Tellers' committee chair.
  - Timekeepers.
13. Roll call of clubs by conference secretary.
14. Report of the credentials committee by the committee chair. This should be presented before any business is transacted inasmuch as adoption of the report determines who is eligible to vote.
15. Presentation of the conference standing rules by the parliamentarian.
16. Adoption of the conference standing rules. The vote necessary for adoption depends on the parliamentary authority adopted by the district. A two-thirds vote is required for adoption in districts that have adopted *Robert's Rules of Order Newly Revised* as their parliamentary authority.
17. Presentation of the conference program by the conference chair.
18. Introduction of conference committee chairs by the conference chair.
19. Approval of the minutes of the previous conference, if the district rules of procedure require that the minutes be approved by the conference rather than by the district board.
20. Report of the treasurer; presentation of the budget. The budget is biennial and therefore, in those districts that hold annual conferences, the budget is presented only at conferences in odd-numbered years. If a budget is presented, it should not be acted upon at this time, but copies should be made available to the voting members of the conference for action at a subsequent business session.
21. Report of the auditor/reviewer.

APPENDIX F  
Suggested Order of Business for District Conference

22. Adoption of the audit/review/compilation report. A treasurer's report does not require any action; the conference adopts the report of the certified/chartered public accountant or by a qualified individual independent of the district board.
23. Report of the nominating committee by the chair of the district nominating committee in odd-numbered years. The nominating committee report should be presented early in the conference, at the first business session if possible, so that the information will be available to the conference body. The voting members of the conference should have an opportunity to meet the candidates and to confer with their clubs after they are presented. Voting is listed later in the order of business but should be conducted early enough in the conference to enable tellers to report the results during the second business meeting so there is time for a runoff election if necessary. Instructions to voters should be given just before the voting.
24. International president's message.
25. Reports of the district officers.
26. Reports of the district committees, including of the foundation ambassador.
27. Reports of Bylaws & Resolutions Committee presenting any motions suggesting amendments to the *Bylaws of Zonta International, the Rules of Procedure for Zonta International or any resolutions to be considered by the international convention.*
28. Vote on suggested amendments to the district bylaws, rules of procedure and any proposed resolutions affecting the district.
29. Report of the tellers' committee.
30. Adoption of the district budget.
31. Unfinished business.
32. New business.
33. Invitation to the next conference.
34. Announcements.
35. Adjournment.

**APPENDIX G – Overview of Responsibilities**



<b>Governor Elect</b>	Establish date and location of next conference & inform ZI Headquarters for President-Elect's approval	Appoints conference secretary, conference parliamentarian, credentials chairman, tellers, timekeepers, monitors, protocol chairman, aide to ZI representative						
<b>Governor Elect or Host Club</b>		Appoint Conference Chairman						
<b>Conference Chairman</b>		Select venue with Governor-Elect's approval and appoint conference treasurer, conference committee chairmen and members				Submit written report on conference to governor		
<b>Conference Treasurer</b>		Prepare conference budget with conference chairman for approval by governor or district board					Prepare final conference report of actual results to the budget	Close conference bank account
<b>Conference Secretary</b>						Submit any proposed ZI Bylaws amendments to the ZI Bylaws and Resolution Committee Chairman	Prepares, submits and distribute District Conference Report of the Governor - update	Submit any proposed resolutions to the ZI Bylaws and Resolution Committee Chairman
<b>Governor</b>			Encourage clubs to submit motions concerning bylaws changes, etc.	Issue Call to Conference	Write script for conference		Prepares, submits and distribute District Conference Report of the Governor - update	
<b>Nominating Committee</b>				Provide official slate and qualifications of each candidate				

## APPENDIX H – Sample Credentials Committee Report

In the sample report below, the sessions are labeled *Session 1*, *Session 2* and *Session 3*. In the actual report, the sessions should be listed by day, date, and time, e.g., *Friday evening September 15, Saturday morning September 16*.

	<i>Session 1</i>	<i>Session 2</i>	<i>Session 3</i>
<i>Elected District Officers</i>			
<i>Accredited Delegate Votes</i>			
<i>Accredited Alternates Substituting for Delegates Votes</i>			
<i>Accredited Proxy Votes</i>			
<i>Total Votes Authorized – This Session</i>			

### SUGGESTED FINAL CREDENTIALS REPORT

Total number of clubs in district	
Clubs represented by delegates	
Clubs represented by proxies	
Clubs not represented	

### SUGGESTED ATTENDANCE REPORT

District Board	
International Representative	
Other Zontians registered	
Guests registered	
Total registered	



## APPENDIX I – Sample District Tellers' Worksheet/Report

### For the office of Governor:

Number of votes cast \_\_\_\_\_  
Majority necessary to elect \_\_\_\_\_  
Candidate 1 received \_\_\_\_\_  
Candidate 2 received \_\_\_\_\_  
Candidate 3 received \_\_\_\_\_  
*Illegal (unacceptable) Votes*

### For the office of Lt. Governor:

Number of votes cast \_\_\_\_\_  
Majority necessary to elect \_\_\_\_\_  
Candidate 1 received \_\_\_\_\_  
Candidate 2 received \_\_\_\_\_  
*Illegal (unacceptable) Votes* \_\_\_\_\_

### For the office of Treasurer:

Number of votes cast \_\_\_\_\_  
Majority necessary to elect \_\_\_\_\_  
Candidate 1 received \_\_\_\_\_  
Candidate 2 received \_\_\_\_\_  
*Illegal (unacceptable) Votes* \_\_\_\_\_

### For Area Directors:

Area \_\_\_\_:  
Number of votes cast \_\_\_\_\_  
Majority necessary to elect \_\_\_\_\_

APPENDIX H  
Sample District Tellers' Worksheet/Report

Candidate 1 received \_\_\_\_\_

Candidate 2 received \_\_\_\_\_

*Illegal (unacceptable) votes* \_\_\_\_\_

**For Vice Area Directors**

Area \_\_\_\_:

Number of votes cast \_\_\_\_\_

Majority necessary to elect \_\_\_\_\_

Candidate 1 received \_\_\_\_\_

Candidate 2 received \_\_\_\_\_

*Illegal (unacceptable) votes* \_\_\_\_\_

**For Nominating Committee:**

Number of votes cast \_\_\_\_\_

Candidate 1 received \_\_\_\_\_

Candidate 2 received \_\_\_\_\_

Candidate 3 received \_\_\_\_\_

Candidate 4 received \_\_\_\_\_

Candidate 5 received \_\_\_\_\_

*Illegal (unacceptable) votes* \_\_\_\_\_

The chair of the tellers reads the tellers' report and hands it to the governor without declaring the result. The governor reads the report and declares the result of the election.

► *Robert's Rules of Order, Newly Revised, 12th Edition §45 Voting Procedure*

**APPENDIX J – Model Form Election Results**  
(number of votes)

**Governor**

Candidate 1 \_\_\_\_\_

Candidate 2 \_\_\_\_\_

**Lt. Governor**

Candidate 1 \_\_\_\_\_

Candidate 2 \_\_\_\_\_

**Treasurer**

Candidate 1 \_\_\_\_\_

Candidate 2 \_\_\_\_\_

**Area 1 Director**

Candidate 1 \_\_\_\_\_

Candidate 2 \_\_\_\_\_

**Area 2 Director**

Candidate 1 \_\_\_\_\_

Candidate 2 \_\_\_\_\_

**Vice Area Director**

Candidate 1 \_\_\_\_\_

Candidate 2 \_\_\_\_\_

**Nominating Committee**

Candidate 1 \_\_\_\_\_

Candidate 2 \_\_\_\_\_

Candidate 3 \_\_\_\_\_

Candidate 4 \_\_\_\_\_

Candidate 5 \_\_\_\_\_

This form is a sample which needs to be modified in accordance with the structure of the district and is best placed in the conference program/booklet.

## APPENDIX K – Sample Conference Evaluation Form

**District** .....      **Conference Date** .....      **Location** .....

1. How many district conferences have you attended?
2. At this conference did you attend as:
 

a. delegate	alternate	other?
-------------	-----------	--------
3. How did you find the business meetings?
 

a. Informative?	Yes	No
b. Well planned?	Yes	No
c. On schedule?	Yes	No
4. Did you find the workshops informative? Yes No

a. Rate the workshops	1	2	3	4	5
	(5 = very interesting)				
b. Do you have suggestions for future workshop topics?					
.....					
.....					
5. Was registration well organized? Yes No
6. Did the conference venue meet all requirements? Yes No
7. Were the following parts of the conference to your satisfaction?
 

a. Gala/Banquet	Yes	No
b. Memorial service	Yes	No
c. Keynote speakers	Yes	No
d. Entertainment	Yes	No
e. Marketplace	Yes	No
f. Sufficient time for social contacts and fellowship	Yes	No
8. What would you like to see done differently at the next conference?
9. Additional comments:

## APPENDIX L – Suggested Conference Budget Preparation

The *District Conference Sample Budget Form* in Appendix L is based on the premises that:

1. the district has a conference fund intended to cover the expenses of the conference.
2. the registration fee is intended to pay for items that benefit the individual attendee, such as meals, favors, and decorations, and
3. the banquet/gala will be paid by individual choice.

In districts where these premises do not apply, the budget should be revised accordingly.

### General Information

Basic information necessary to budget for a conference include, in addition to the items mentioned in Appendix M:

- Location.
- Host club/area.
- Dates.
- Hotel.
- Conference chair contact information including telephone and email,
- Number of board members.
- Average price of hotel rooms single, double, and multiple occupancy.
- Number of expected attendees.

### Attendees

Estimating the number of attendees is crucial for making a realistic budget. The number of attendees at previous district conferences is good guidance to the number that can be expected. Deviation from this number can depend on:

- Attractiveness of the event site.
- Ease of travel to the site.
- Cost of travel and registration/banquet/gala.
- Program offered.
- Other circumstances beyond the control of the district.

### Cost estimation

Expenses should be based on actual quotation whenever available. Meals, room rental, audio/visual, accommodation, gala dinner entertainment and transportation, insurance, photography, and printing are all costs that should be quoted in advance and that can be budgeted accurately. Remember to include taxes and gratuities, where applicable.

### Accommodation

The conference committee should negotiate the best possible cost of accommodation based on the expected attendance. The calculation must include rooms for the district board, international representative, keynote speakers and awardee(s), if applicable. The general room allocation must include rooms for single occupation, double rooms, rooms for occupation of three or four people, if required, and VIP rooms. A number of rooms should be requested free of charge depending on the total number of rooms booked.

The hotel block booking should be made by the district conference committee to ensure the best possible price, and the registration information should include instructions and details on how to book the accommodation directly with the hotel at the discounted price.

### **Budget**

A budget template is provided in Appendix L. It may not be applicable to every district conference but can be used as a guide. It is done on cost basis and outlined with the following columns from left to right:

- Type indicates the type of expense.
- Number of estimated attendees is used to calculate the unit cost of certain meals and costs of events that are not attended by all and whose cost should not be included in the registration fee but charged individually.
- Detailed information about the type of expense is written in the next column. These can be added to or deleted as applicable.
- The actual budget has a column for unit cost and a total.
- Calculation of the registration fee is made by separating costs paid by district and costs to be included in the registration fee.
- Individual selection is the cost paid by individuals by choice, in addition to the registration fee.

The total income from the registration fee, expenses paid by the district and expenses paid by individual choice should cover the total expense of the conference. It is important to clarify in the budget what costs are paid by the district and what must be covered by the registration fee.

Any surplus is to be returned to the district. If unexpected costs arise after the registration fee has been announced, the district board will decide whether to increase the registration fee to cover the deficit or if it will be covered by district funds.

► Appendix M - *District Conference Sample Budget Form*

**APPENDIX M – District Conference Sample Budget Form**

Type	Est. Attendees	Details	BUDGET		Calculating registration fee		Individual Selection
			Unit cost	Total	District cost	Registration fee	
Room Hire		Friday and/or Sunday Board Meeting Friday business session if any					
		Friday reception, incl. 3 microphones Saturday business sessions Saturday voting room Sunday business Sessions					
		Total Room Hire Fees					
Audio/visual Business sessions		Audio with 3 microphones Projector, 2 screens Stage, podium incl. 2 microphones 2 technicians WIFI VAT, if any					
		Total Equipment					
Food and beverages		Coffee breaks Reception Breakfast Saturday lunch Sunday lunch					
		Total food & beverages					

APPENDIX M  
District Conference Sample Budget Form

Saturday Gala		Venue hire Food & drinks Transportation Entertainment Favors Audio visual material/microphones					
	100	Total Gala Dinner					
Sundry		Flowers Favors/gifts Credit card/bank charge Registration support Organization committee Photographer Insurance					
		Total sundry					
Printing and stationery		Call to Conference Program Ballot papers Minutes Gala Dinner Menu Tickets Workshops Memorial Service Stationery supplies					
		Total printing costs					



APPENDIX M  
District Conference Sample Budget Form

Supplies	Badges, inc. VAT					
	Lanyards					
	Ribbons					
	Roll up banners					
	Conference bags					
	Total supplies					
Guest Expenses	International representative					
	Flowers & fruit					
	Keynote speaker					
	Awardee speaker(s)					
	Total guest expenses					
TOTAL						
Total less individual choice and district cost						
Registration fee/income						

Other costs to consider.

- Travel, accommodation, registration, and meal costs of the district board, if paid by the district conference.
- Interpreters and equipment
- Postage
- Bank charges, credit card payment cost or PayPal cost