



## ZONTA INTERNATIONAL DISTRICT 23 RULES of PROCEDURE

### Document Control

Version 1.0	Original Document	Pre 1995
Version 1.1	Amended	1999
Version 1.2	Amended	2001
Version 1.3	Amended	2003
Version 2.0	Revised	October 2005
Version 2.1	Amended	September 2009
Version 2.2	Amended	October 2011
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Version 5.0	Amended	September 2017

### 1. Purpose

District 23 of Zonta International (ZI) is established and governed in accord with Article XIII of the Zonta International Bylaws. District 23 (D23) is bound by the ZI Bylaws and ZI Rules of Procedure except that if any provision of the ZI rules is contrary to the laws of the states or territories in which D23 operates, D23 shall notify the Zonta International Board in writing of the need to conform to such laws. These District Rules of Procedure shall be reviewed by the D23 Bylaws and Resolution committee each biennium.

These Rules constitute standard operating procedures of District 23 and remain in effect until rescinded or changed by future District Conferences. They are to be read in conjunction with the Zonta International District 23 Inc Constitution.

All reference to ZI and D23 documents relates to the latest edition.

### 2. Governance

The District 23 (D23) governing documents include the governance documents provided by Zonta International as amended from time to time. When changes to the Zonta International Bylaws and the Zonta International Rules of Procedure are adopted at Convention, District 23 shall immediately adopt these changes.

- a) Bylaws
- b) Rules of Procedure
- c) Policies provided by the Zonta International Board
- d) Biennial Goals
- e) Strategic Plan.

And the following District 23 documents:

#### 2.1 Adopted by Club Delegates

- a) D23 Constitution
- b) D23 Rules of Procedure
- c) D23 Strategic Plan.

#### 2.2 Written and amended as required by District Board

- a) D23 Biennial Goals
- b) Club Handbook which contains D23 Club Guidelines for specific events
- c) Any other guidelines that may be necessary from time to time for the smooth running of the District

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- 2.3 District specific documents that are amended as required, by:
- a) District Treasurer  
Guidelines for Re-imbusement of District Board Expenses
  - b) Conference Chairman  
District Conference Planning Document.

### **3. Parliamentary Authority and Protocol**

The Parliamentary Authority for District 23 will be the current edition of Robert's Rules of Order. The rules contained in this parliamentary authority will govern the District provided they are not inconsistent with the Bylaws of Zonta International, the Constitution of Zonta International District 23 Inc or the District Rules of Procedure adopted by District 23.

District 23 will follow the Zonta International Protocol Manual.

### **4. District Board**

Name badges for all Board members will be presented at the beginning of the biennium.

- 4.1 District Board members will ensure that Zonta leadership training is carried out at Area Meetings and District Conferences. All Board members are responsible for encouraging Zontians to consider leadership opportunities.
- 4.2 District Board meetings will be called by the Governor in consultation with the Board members. They will usually be held post-Convention, mid-term, pre and post-Conference and pre-Convention. The location for Board meetings will be chosen to minimize travel costs and to allow Board members to meet club members from as many Areas as possible. At the post-Conference Board meeting, the newly elected Board for the following biennium will be invited to attend as observers.

Note: In these Rules, 'Convention' refers to the Zonta International Convention and 'Conference' refers to the District 23 Conference unless otherwise indicated.

### **5. District Officers**

This section is to be read in conjunction with the Zonta International Bylaws and the Zonta International District Manual which includes sections on the role of each Board member. District Officers must pass on to incoming officers a complete record of previous Board documents relevant to the ongoing operation of the Board. Consult with the District Archivist as required when reviewing files and discarding unwanted papers.

#### **5.1 Governor**

The Governor will administer the affairs of the District in line with the ZI Governing Documents, the ZI District Manual and the District Governing Documents.

The Governor will wear the official Governor's pin which is handed over at the District Meeting during Convention. The past Governor will then be given a standard Governor's Pin to retain.

The ZI Board District 23 Liaison, relevant headquarters staff, and members of the Board will be kept informed about District matters. The Governor will distribute the District Newsletter to the ZI Board District Liaison, Past District 23 Governors and, other District Governors.

The Governor or Lieutenant Governor will officiate at all Zonta Club Charter presentation dinners and attend Area Workshops as often as District funds allow and/or personal time permits. District funds will cover travel expenses and registration fees.

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The Governor will appoint a Membership (Lt Gov), Advocacy and Service Committee chairmen and committee members. A Bylaws and Resolutions Committee, an United Nations (UN) Committee and Public Relations and Communication Committee will also be appointed. The UN Committee may be combined with the Advocacy Committee. The Governor may make other appointments as appropriate to implement the programs of Zonta International.

Chairmen of District Committees and other appointees may be provided with a badge stating their position. This badge must be returned to the Governor at the end of the biennium.

When Zonta is represented on a National body, District 22, 23 and District 24 Governors should share the responsibility of representing Zonta International.

#### 5.2 Lieutenant Governor

The Lieutenant Governor (Lt Gov) will perform such duties as assigned by the Governor and in the absence or inability of the Governor to perform the official duties within the District the Lieutenant Governor will perform such duties. The Lieutenant Governor will chair the District Membership Committee.

#### 5.3 Treasurer

The Treasurer will be responsible for the funds of the District and will administer them in accordance with the approved District budget. The Treasurer will maintain complete financial records and will provide written financial reports for Board meetings. At all times, the Treasurer's books will be open to inspection by the District Board, on reasonable request by Clubs that are members of the District and by any auditors named by the District Board.

A financial statement will be provided at the end of each year and an audited financial statement at the end of the biennium. The Treasurer after discussion with the Governor will prepare a biennial District budget, to be reviewed by the District Board and presented at the Conference for approval. District Board will appoint an auditor early in the second financial year of the biennium.

All financial records will be passed on to the incoming Treasurer as soon as possible after taking office after the Convention, but no later than September 1 of that year.

#### 5.4 Area Directors

Area Directors will be given their official pins at the beginning of each biennium. This pin remains the property of the recipient. Area Directors act as the liaison between the Clubs and the District Board. They attend District Conferences in an official capacity.

Area Directors are required to make one official visit to each Club in the Area each biennium and hold an Area Meeting each year. The Area Directors' expenses will be reimbursed as per the current *Guidelines for Reimbursement of District Board Expenses*. The Club is expected to provide the meal costs and overnight accommodation if required.

Additional visits to a Club will be at the Area Director's discretion and expense, however, should special circumstances warrant it, the Governor may authorize extra visits and subsequent reimbursement of expenses.

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a) **Vice Area Directors**

At the option of the District, a Vice Area Director may be elected to assist the Area Director in the performance of area duties. In the absence or inability of the Area Director to serve, the Vice Area Director will then perform the duties of the Area Director and will be entitled to a vote on the District board or at a District Conference. The District will determine additional rights and responsibilities of the Vice Area Director

**5.5 Secretary**

The Secretary will perform secretarial duties for the District Board, have custody of the records of Zonta International District 23 Inc. and will carry out the duties as required by its Constitution and the ZI Bylaws. At all times, the minutes and other relevant documents of the District will be open to inspection by the District Board, on a reasonable request by Clubs that are members of the District, and by any auditors named by the District Board.

Within sixty (60) days after each District Conference, the Secretary will prepare a Conference report to be sent to District Clubs, District Board and Committee chairmen. The Governor shall send this report to District 23 Liaison and to Zonta International headquarters. The District Board at the next District AGM will present this report for approval.

If proposals to amend the Zonta International Bylaws are adopted by a District Conference, the Secretary will send such adopted proposals to the Zonta International Bylaws and Resolutions Committee within thirty (30) days after the District Conference.

The Secretary will maintain a current District Property List. At the end of the biennium all records will be dispersed using the Archives Section of the ZI Club Manual as a guideline.

The Secretary will distribute the District Newsletter to the District Board, District Chairmen, Centurions, Parliamentarian, and all District 23 Clubs.

**6. Finances**

- 6.1 District dues will be determined by two-thirds vote of the voting members at a District Conference. By May 1 each year Clubs will forward District dues and ZI dues (if being paid to ZI by the Treasurer) for all their club members. These dues will be lodged in the District bank account/s to be named 'Zonta International District 23 Inc.' Clubs may pay dues by electronic funds transfer. Members who join in the second half of the fiscal year pay one half of the dues for that year.

The District bank account/s will be kept with a bank accessible in all member states. The bank signatories will be the Governor, Lt Governor, Treasurer and Secretary. Any payment must be endorsed by two of the above signatories with all payments approved by the Governor with the exception that the Lieutenant Governor or Treasurer will approve expenses of the Governor. The recipient of any payment should not endorse that payment.

The Treasurer is authorised to transmit funds to Zonta International and Zonta International Foundation on behalf of the District by electronic funds transfer without requiring approval from the Board for each transfer.

- 6.2 The District 23 Governor will have discretionary authority to spend up to \$3,000 per biennium if a need arises and with the approval of the Board.

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- 6.3 All official District administrative expenses of the Board, Committee Chairmen, Centurions, the Parliamentarian and members of the Nominating Committee will be paid by the District as outlined in the Guidelines.

All such members will work within the approved biennial Budget.

The rate per kilometre for car running expenses will be set by the Governor and the Treasurer, being mindful of the current taxation rates for travel.

- 6.4 Costs of the following District Publications if printed will be paid from District Funds:

- District Directory
- District Goals booklet
- Business Call to Conference papers
- Call to Conference Invitation Papers
- District Conference Report
- District Newsletters
- Handbook for Club Presidents
- Any other publication as determined by the District Board.

- 6.5 For District Conferences and the associated Board Meeting, economy travel, accommodation costs (twin share), registration fees and Conference dinner will be paid from District funds for members of the District Board. Board members will be reimbursed for applicable charges and taxes if Frequent Flyer points are utilised.

- 6.6 Other District Board meetings will be hosted by a Club or Area and it is expected that home hosting will be provided for Board members. Travel expenses will be paid from District funds as per the Guidelines.

- 6.7 The Conference registration fee, Conference dinner and accommodation costs (twin share) will be paid for the District Conference Chairman out of District funds.

- 6.8 The Conference registration fee and Conference dinner will be paid for the District Parliamentarian from District Funds.

- 6.9 For International Conventions, economy travel, basic registration fees, the cost of mandatory functions and accommodation (twin share) for the outgoing and incoming Governors will be paid from District funds.

- 6.10 The insurance policies of the District will be reviewed and renewed each year. As soon as possible after receipt of the policy renewals, a copy of the Certificates of Currency for the Public Liability and the Voluntary Workers Insurance policies will be forwarded to each Club by the Treasurer.

- 6.11 The profits from Area Meetings and District Conference will be paid into District funds and can be used for:

- Expenses incurred in the setting up of new Clubs as per the relevant Guidelines.
- Rejuvenation grants to Clubs as per the relevant Guidelines.
- Expenses incurred by either the Governor or Lt Governor in traveling to Charter new clubs.
- Cost of President's badge and pins for all members of the Club being chartered.
- Administration and authorized travel expenses incurred by a Centurion when acting in an official capacity and
- Printing of the District Brochure or other promotional material.

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## 7. District Conference

The District will hold at least one (1) District Conference per biennium, on dates approved by the Zonta International President. The Governor will work with the host Club in planning the District Conference program and will preside at this District meeting.

- (a) Purpose  
The District Conference will be for the purpose of promoting the objects and programs of Zonta International and to conduct the business of the District. District Board and Conference Chairmen Report to the Conference body.
- (b) Authority  
The District Conference will have power to act upon recommendations and resolutions and to submit these to Zonta International.
- (c) Call to Conference  
Notice of proposed changes affecting the District or Zonta International will be sent to the President of each Club within the District at least sixty (60) days before the Conference.
- (d) Conference Voting Members  
The voting members of the District Conference will be elected District Officers and the delegate(s) of each Club in good standing.
- (e) Clubs Delegate(s)  
The number of votes that clubs are eligible to hold is as per the ZI Bylaws Article XIII Districts: Section 11 Meetings: Conference Voting Members. Note that a member of the District Board will not be a Club delegate or alternate. Club membership numbers will be determined by the paid members as at 1 July of the Conference year.
- (f) Quorum  
A majority of voting members registered at the District Conference will constitute a quorum.
- (g) An Annual general meeting of the District will be held during the biennial District Conference.
- (h) District Projects if previously approved by the Board, will be presented to the Conference body for a vote for endorsement as a District 23 Project

7.1 The District will maintain a permanent Conference bank account titled “Zonta District 23 Conference account” and a refundable deposit can be requested from District 23 as start-up funds if required. An audited statement of Conference accounts will be submitted to the District Treasurer within 90 calendar days of the close of the District Conference. The bank account will then be passed to the succeeding Conference Committee. Any profits are to be paid into District 23 funds and allocated as follows –

- one third to District funds
- one third to Zonta International Foundation for use International Service projects.
- one third to a District Project/s approved at District Conference as required.

If no District Project is approved or funding is not required, that portion will be retained in District Funds.

7.2 All expenses relating to the District Conference (except as set out in Section 6 Finances) will be the responsibility of the District Conference. The host Club or Clubs will be responsible for any deficit that the Conference may incur, unless such deficit is the result of an ‘act of God’ or of circumstances deemed justifiable by the District Board. In such a case the deficit will be borne by the District.

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- 7.3 The Conference Treasurer will liaise with the District Treasurer and the Governor in the preparation of the Conference Budget which will be presented to the District Board for approval at the first board meeting of the biennium.
- 7.4 The District Conference Committee will budget for up to twenty members of Z Clubs and Golden Z Clubs from the Area in which the Conference is held, to attend and to subscribe only 50% of the basic registration fee, unless otherwise agreed by the Board. This is limited to one day's attendance.
- 7.5 Elections: In the event that there is a tied vote at Conference then a re-vote will be required. It is accepted that a Club may change its vote and Clubs will be allowed time for consultation prior to each vote being taken. After a maximum of two re-votes a name will be drawn 'out of a hat' by the most senior serving Zonta officer in attendance at the Conference. All other rules relating to the vote and majorities will be as in the Zonta International By-Laws.
- 7.6 Awards: When winners of District 23 Awards are invited to speak at District Conference travel costs will be met equally by the District Board and the District Conference. The Award winners will be provided with home hospitality.

## **8. General**

### **8.1 District Service Projects:**

Approved District projects should be self-funded, sustainable or funded by participating Clubs. There should be no expectations of monies from District 23, however funding from District Funds may be approved after a detailed submission, including the estimated costs, is presented to the District Board for Budget discussions. In the case of new projects, this should be presented at the first Board meeting following each Convention. Approval must be sought before expenses are incurred.

The following information must be included in the detailed submission:

- the purpose for which the funds are to be used.
- the rationale for requesting funds for this purpose.
- a draft of material proposed for publication and details of the distribution plans.

The Governor must approve all correspondence to Clubs relating to a District project before dissemination. All publicity material relating to the District project must be sent to the District 23 Public Relations and Communication Committee Chairman for approval.

### **8.2 Area Meetings**

Registration fees for the Governor or Lt Governor and for the Area Directors to attend their own workshops will be paid from District Funds.

Within forty five (45) days after each Area Workshop, a written financial statement and report will be submitted by the Area Director to the Governor and the District Treasurer together with a cheque for any surplus funds.

### **8.3 Combined Activities.**

Clubs may work together to promote the ideals of Zonta International through a joint program, service project or fund raising event. Area Director/s should be kept informed of planned interclub activities and their proposed dates to avoid any duplication. If any event results in a deficit this will be the responsibility of the participating clubs.

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One Club must be nominated to be responsible for the financial management of the interclub activity with funds raised being deposited into that Club's bank account. That Club will notify the District insurance broker of the event. Any surplus funds will be disbursed according to prior agreement between participating Clubs. At the conclusion of the project, event or program, a financial statement will be submitted to all participating Clubs and to the Area Director/s.

8.4 District Nominating Committee

This Nominating Committee will be elected at District Conference as per the ZI Bylaws Article XIII Districts: Section 13. Nominating Committee

8.5 Amending District 23 Rules of Procedure.

The District Rules of Procedure may be adopted or amended by a two-thirds (2/3) vote of the district conference present and voting members. Amendments may be proposed by the District Board or a club and after due consideration the District Board will make recommendations to the Conference members as to whether they should be adopted. Proposed amendments will be sent to the Presidents of each Club within the District at least 60 days prior to the Conference.