



## Zonta District 2 Rules of Procedure

October 16, 2021

District 2 of Zonta International shall be established and governed in accordance with the Zonta International Bylaws and the Zonta International Rules of Procedure. To the extent consistent with Zonta International Bylaws and Rules and Procedures, the district rules will constitute standard operating procedure.

### **1. District Board:**

#### **A. Duties of District Officers:**

##### **1) Governor:**

The governor shall represent the district at Zonta International activities and preside over all district board meetings and the district conference, and follow the guidelines as stipulated in the Zonta International Bylaws, District Bylaws, and District Rules of Procedure.

##### **2) Lieutenant Governor:**

The lieutenant governor shall serve as the Membership Committee Chairman and respond to the directions and guidelines given by the governor. The Lieutenant Governor shall serve in the absence of the governor and follow the guidelines stipulated in the Zonta International Bylaws, District Bylaws and District Rules of Procedure.

##### **3) District Treasurer:**

a) The treasurer shall maintain complete financial records. The treasurer shall use money market checking, savings accounts, certificates of deposits, or other appropriate money management techniques to maximize earnings on district funds.

b) The district treasurer shall provide to the district board written quarterly financial reports and a compiled financial statement at the end of the

39 biennium. A copy of the compiled financial statement for the biennium  
40 must be sent to the district governor for that biennium.

41  
42 c) The district treasurer shall be responsible for presenting the proposed  
43 budget to the board in the time frame to meet the deadline for the district  
44 conference.

45  
46 d) The biennial district budget shall be presented for approval at the  
47 conference immediately preceding the biennium in which the budget is to  
48 become effective. The compilation report shall be presented at the  
49 appropriate conference/seminar.

50  
51 e) The treasurer shall follow the guidelines provided in the Zonta  
52 International Bylaws, the District Bylaws, and District Rules of Procedure.

53  
54 **4) District Secretary:**

55  
56 The district secretary, in conjunction with the governor, shall send the minutes of  
57 the board meetings to all board members and the Zonta International liaison in a  
58 time frame agreed upon by the board. The secretary shall follow the guidelines  
59 provided in the District manual, District Bylaws, and District Rules of Procedure.

60  
61 **5) Area Directors:**

62  
63 The area directors shall be responsible for reports at each district board meeting  
64 with the format agreed upon by the governor. They shall follow the guidelines  
65 provided in the District Manual.

66  
67 **B. Officers Reports:**

68  
69 The distribution and timeline of the governor's, lieutenant governor's, area  
70 directors' and treasurer's reports to the district board meetings shall be decided by  
71 the governor. Duties of all district officers and area directors shall also include,  
72 but shall not be limited to, the duties stated in the current editions of the District  
73 Manual and Zonta International Bylaws.

74  
75 **2. District Board Appointments:**

76  
77 A. The governor shall appoint the secretary who shall be an officer and a member of the  
78 district board without a vote. The term of office shall coincide with that of the governor  
79 who made the appointment.

80  
81 B. The governor may appoint a parliamentarian to serve at district conference and as  
82 needed during the biennium. The parliamentarian shall have no vote, and the term of  
83 service shall coincide with the governor who made the appointment.

85  
86 **3. District Elections**  
87

88 A. Elections for board office will be held within the guidelines established in the  
89 Nominating Committee section below, and as provided in stipulated in the District  
90 Bylaws and Rules of Procedure.  
91

92 B. The area directors shall be elected pursuant to the provisions of the District Bylaws.  
93

94 C. In the event of a tie vote for a position and no officer is elected, there will be two  
95 runoff elections with all candidates for that position included on the ballot. If the tie  
96 remains unbroken, the decision will be made by a toss of a coin by the parliamentarian.  
97 The parliamentarian will assign heads to one candidate and tails to the other. The coin  
98 toss will be done in the teller's room in the presence of the tellers and validated by tellers.  
99

100 **4. Board Meetings:**  
101

102 A. There shall be 3-5 board meetings each year. There shall be at least one board meeting  
103 immediately prior to the district conference. Additional board meetings shall be called at  
104 the discretion of the governor and may be conducted via video link and/or teleconference.  
105

106 B. Electronic Meetings: Action by email will require a unanimous vote of the Board.  
107 Such actions may be done between board meetings when necessary or in case of an  
108 emergency.  
109

110 A member of the board or of a committee designated by the board may  
111 participate in a meeting by means of conference telephone or similar  
112 communications equipment by means of which all individuals  
113 participating in the meeting can hear each other. Participation in a meeting  
114 pursuant to this subsection constitutes presence in person at the meeting.  
115

116 C. The governor may invite the newly elected and appointed board members to attend the  
117 board meeting immediately at the conclusion of the fall conference. The incoming board  
118 may attend the last board meeting of the biennium prior to assuming office. The  
119 incoming board may participate as observers to expedite the transition process.  
120

121 **5. District Dues and Fees:**  
122

123 District dues and fees shall be determined by two-thirds (2/3) vote of the voting members at a  
124 district conference.  
125

126 **6. District Finances:**  
127

128 A. Expenses  
129

130 1) Expenses incurred by district officers and committee chairmen which are to be  
131 paid from the district general operating funds are defined in the Zonta  
132 International District 2 Reimbursement Guidelines. The reimbursement guidelines  
133 may be amended by a two-thirds (2/3) vote of the district board. Vouchers for  
134 these expenses shall be submitted to the governor for approval before any  
135 reimbursement by the district treasurer. Vouchers for Governor expenses shall be  
136 submitted to the Lt. Governor for approval before any reimbursement by the  
137 district Treasurer.

138  
139 2) The governor shall approve vouchers for board members, committee chairmen  
140 and the conference chairman. Vouchers shall be submitted in a timely manner  
141 after the expense is incurred, with the exception of incidental expenses of the  
142 committee chairmen, but in all cases submitted not later than May 15 of each year  
143 to facilitate closing of the books on May 31. Hotel, travel, telephone/  
144 communication expenses, and other receipts shall be attached to the voucher. All  
145 requests for reimbursement must be accompanied by original receipts or  
146 copies/scanned documents of original receipts.

147  
148 3) Expenses incurred by outgoing governor and Lieutenant governor during the  
149 period between the end of the fiscal year (May 31) and the close of International  
150 Convention when their term of office ends, shall be charged to the convention  
151 fund in the fiscal year paid. For comparison of budgeted and actual figures, these  
152 expenses shall be appropriately allocated to give a true picture of each biennium's  
153 financial activity. Committee chairmen and members shall present all expenses  
154 incurred prior to the close of fiscal year (May 31)

155  
156 4) Reimbursement of convention expenses for the incoming and outgoing  
157 governors will be represented in the biennium budget as a line item, and based on  
158 expected income and expected expenses. The District 2 Board may conduct  
159 fundraising efforts for the sole purpose of raising additional funds for attendance  
160 by the governor and lieutenant governor at the International Convention.

161  
162 **B. District Income:**

163  
164 Interest Income: Total earned interest from all other accounts (savings, money markets,  
165 certificates of deposit) for that year will be deposited in the Reserve Account.

166  
167 Excess from District 2 events will be deposited in the operating account.

168  
169 At the beginning of the fiscal year, upon review and recommendation by the Finance Committee  
170 and District Treasurer, the Board of Directors will determine if any transfer of funds between the  
171 Reserve and Operating accounts needs to occur.

176 **C. Compilation:**

177  
178 Following the closing of the district books on May 31 of each biennium here shall be a  
179 compilation of the books. This compilation shall be arranged by the treasurer or Finance  
180 Committee with the governor's approval and will be accomplished by the end of that calendar  
181 year. The compilation will be presented to the district conference. One copy shall be attached to  
182 the conference minutes, and one copy shall be given to each district board member.

183  
184 **7. District Conference and Seminar:**

185  
186 **A. Conference:** The district conference is held in the fall prior to the Zonta International  
187 Convention (odd years) to conduct the business of District 2.

188  
189 1) The district board encourages participation from each of its clubs, and  
190 works with clubs to identify delegates, alternates and proxy holders through  
191 club notification.

192  
193 2) District 2 follows Zonta International Bylaws Article X/Convention,  
194 Section 4/Convention Voting Members. A) Clubs and B) Proxies.

195  
196 3) Clubs carrying a proxy should not be instructed how to vote, but should  
197 be trusted to vote in the best interests of the club.

198  
199 **B. Seminar:** The district seminar is held in the fall following the Zonta International  
200 Convention (even years).

201  
202 **C. Host Club Selection:** The governor, in consultation with the district board, shall  
203 choose the club to host all District 2 events.

204  
205 **D. Conference Records:**

206  
207 1) All previously adopted resolutions automatically expire at the end of each  
208 district conference. If a subject is to be continued, it must be reaffirmed or newly  
209 adopted at each conference.

210  
211 2) District conference motion cards and election ballots shall be retained by the  
212 secretary for at least three (3) months, or until the minutes of the conference have  
213 been approved, whichever is longer.

214  
215 **E. Conference/Seminar Budget:**

216  
217 The Zonta club hosting the district conference/seminar shall prepare and submit the  
218 proposed budget for the entire conference/seminar to the district board for approval as  
219 early as possible in the planning process. For detailed conference/seminar budget  
220 guidelines, see the District Conference Manual. It is preferred the budget be in an Excel  
221 file format.

222  
223 **F. Conference/Seminar Expenses:**  
224

225 1) A registration fee shall be charged to each individual member who attends the  
226 district conference/seminar. The registration fee should be set to recover the cost  
227 of all conference/seminar related expenses. Such items include cost of  
228 conference/seminar materials, rentals, any electronic payment method, meals,  
229 discounts for first timers or other special incentives, and program needs.  
230

231 2) The district assumes the at-conference expenses such as registration, hotel and  
232 meals of the Zonta International representative.  
233

234 3) The district assumes the at-conference expenses of the district officers,  
235 secretary and parliamentarian attending the conference/seminar.  
236

237 4) Funds shall be advanced to the conference and the seminar host club when a  
238 conference and seminar budgets have been submitted and approved by the district  
239 board. This advance should be reflected in the budget as Income: Advance from  
240 District AND Expense: Repayment of District Advance. The district treasurer  
241 shall make the advance when the host club requests it via a voucher request.  
242

243 5) Refunds of conference/seminar registrations will be made only if requested in  
244 writing and approved by the district board at the post-conference/seminar board  
245 meeting.  
246

247 (6) Requests for refunds for other pre-paid attendee expenses (e.g. meals) shall be  
248 made in writing to the conference/seminar host club prior to any deadline dates  
249 established with the conference/seminar facility.  
250

251 (7) Reimbursement of Conference Chairmen attendance expenses. Host clubs may  
252 include reasonable attendance expenses for Conference Chairmen in the budget  
253 submission to the District Board.  
254

255  
256 **G. Conference/Seminar Reports and Excess Funds:**  
257

258 1) The District Conference/Seminar Chairman shall provide the district board  
259 with the financial statement for the conference/seminar and all fiduciary data  
260 relating to the conference/seminar within sixty (60) days following the conference  
261 or the seminar. Proceeds of the district conference and seminar shall be turned  
262 over to the District 2 Treasurer within sixty (60) days following  
263 conference/seminar with the financial report of the conference/seminar.  
264

265 2) Any loss-or excess from the conference has to be covered by/transferred to the  
266 district fund.  
267

3) The conference secretary, with the approval of the district 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 sixty (60) days following the conference.

4) Minutes of the proceedings will be prepared by the conference secretary and approved by the district board. After approval, a copy shall be available, on a loan basis, for use by clubs or other interest parties.

**H. Paypal Account:** A district PayPal account exists to allow PayPal, any other electronic payment method, credit and debit card payments of fees for district events. Event planners must figure in the fees associated with using PayPal or any other electronic payment method, including the refund fee, when determining the cost of registration fees. It is recommended host clubs consider establishing their own PayPal account for hosting seminar/conference/workshops in order for the host club to have direct control and access to the registration funds for their hosted events.

## **8. Workshops:**

A. There shall be 1-2 district workshops each year. These workshops shall be planned and directed by the district board with the guidance of the governor. Workshops shall be conducted on a break-even basis with costs to participants minimized to encourage attendance. The budget for the workshop shall be presented at least ninety (90) days before the date of the workshop to the district board by the district workshop committee chairman.

B. The financial report for each workshop must be received by the district treasurer within thirty (30) days of the workshop or by May 15, whichever comes first. If no financial report has been received within the stated time period, any loss incurred by the host club shall be borne by the club rather than the district. The district will bear losses provided that every effort was made to keep within the budget and the reason for the additional cost was found to be warranted by the board.

C. Excess from a workshop by the host club shall be forwarded to the district treasurer and deposited in the district operating account by May 15.

## **9. District Records:**

A. Outgoing district officers and committee chairmen shall deliver to their successors all properties associated with their respective official positions within thirty (30) days of the installation of their successors. The district treasurer shall begin transferring responsibilities to the incoming treasurer by June 1 of the first year of the incoming treasurer's term and must complete the transfer within thirty (30) days after the end of the treasurer's term.

B. Club Leadership Information:

1) 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, district secretary and Zonta International headquarters by May 1.

2) Clubs shall submit the names of their committee chairmen (with addresses and emails) to the governor by September 1st.

3) Club Presidents will update their leadership information in the Who's Who in the District 2 spreadsheet.

#### **10. Nominating Committee:**

A. The chairman of the District Nominating Committee shall request prior to each district conference, suggestions from each club for nominees for each position 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 nominating committee will establish appropriate deadlines for information to coincide with guidelines established by the district board for providing conference information to all District clubs.

B. The committee shall screen the suggested nominees based on the recorded qualifications, and on the committee's own knowledge and judgment. The Nominating Committee shall prepare a slate of one or more candidates for each district office that is to be filled at that election, and of five nominees for the district Nominating Committee. No name shall be listed without the member's consent to serve, if elected.

C. No member of the Nominating Committee shall be eligible for nomination at any level of Zonta International while serving on the committee.

D) 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. At the conference, additional nominations may be made from the floor immediately after the report of the Nominating Committee, providing the consent of the nominee has been obtained.

#### **11. Campaigning Policy:**

No campaigning of any sort, other than the wearing of an official candidate's ribbon at conference, shall be allowed.

#### **12. Committees:**

A. There shall be at least the following standing committees: Bylaws and Resolutions Committee, Advocacy Committee and Membership Committee, each with a chairman and other such members as the governor deems appropriate. There may be other standing and special committees as the district board shall authorize to achieve the biennial goals.



1) The Membership Committee shall promote continuing membership growth: recruitment and retention in existing clubs, organization of new clubs, and programs developed by the International Membership Committee.

2) The district Bylaws and Resolutions Committee shall review and suggest revisions to the District Rules of Procedure each biennium to ensure they do not conflict with the Zonta International bylaws and shall investigate complaints made against officers of the district board or against a club. The committee shall follow the procedures as outlined in the ZI bylaws and the District Bylaws.

3) The district Public Relations and Communications Committee shall promote the objects of Zonta International and its projects and programs, awareness of Zonta clubs and their projects and programs throughout the district, awareness of Zonta International and district websites and the resources available thereon, the need for club websites, activities developed by the International Public Relations and Communications Committee, and healthy communications while adhering to the correct Zonta communication lines.

4) The district 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 Zonta International service programs, including ZISVAW (Zonta International Strategies to Prevent Violence Against Women), the Amelia Earhart Fellowships, the Jane M. Klausman Women in Business Scholarships, Women in Technology Scholarships, Z Clubs and Golden Z Clubs, the Zonta International Service Projects and all programs and projects funded by the Zonta International Foundation. The committee shall also promote awareness of local service projects undertaken by clubs in the district and elsewhere; and of policies developed by the Zonta International Service Committee. The committee shall also promote legislative awareness, advocacy, and equal rights, following guidelines established by the Zonta International board.

5) The district United Nations Committee shall promote awareness of the United Nations, its agencies and programs, and understanding of the relationship between the United Nations and Zonta International's recognition of the United Nations Day (October 24), International Women's Day (and Zonta International Rose Day – 8 March) and other international days to commemorate, including themes, years and world decades; activities developed by the International United Nations Committee, including UN-related resolutions adopted at conventions (e.g. promotion of ratification of the Convention on the Elimination of all Forms of Discrimination Against Women and of the Optional Protocol).

6) The Advocacy Committee shall recommend action in accordance with the objects of Zonta International to improve the status of women and to promote legislative awareness, advocacy and equal rights

B. Provided funds are available, the district budget may allocate funds for the use of committees. Committee chairmen shall submit a proposed budget to the governor for funds to carry out the work of their committees, and shall submit expense vouchers for reimbursement and/or requests for advance to the governor for approval.

### **13. General:**

A. District Awards: The board shall determine the nature and number of awards, which will be given at each district conference and/or seminar. Awards are given at the recommendation of the governor and discretion of the district board. They shall include, but shall not be limited to, the following:

#### **1) The Governor's Silver Bowl**

It shall be awarded each year to the club with the greatest number of members fully registered at the conference/seminar.

The number of miles (AAA listing or CAA listing, Mapquest or other online source) traveled one way to the conference/seminar multiplied by the total number of club members attending, multiplied by the following factor (fewer than 50 members: 6, 50-100 members: 4, shall determine the recipient.

The computation of the winning club of the Governor's Silver Bowl is the responsibility of the immediate past governor, lieutenant governor and the treasurer.

This bowl shall be suitably engraved by the winning club and kept for one year. It shall then be passed on to the next winner at the next Fall conference/seminar.

The hostess club shall not be eligible to participate.

#### **2) The Evelyn Dewitt Membership Tray**

It was presented to the district in the name of Evelyn Dewitt, Zonta International President (1978-1980), and shall be awarded to the club in District 2, which has the largest percentage of increase in new members during the preceding fiscal year (June 1 to May 31). The percentage of increase is computed by dividing the number of members acquired during the year by the number of members in the club as of May 31 of the previous year, according to the membership figures of the district treasurer. Computation for this award is the responsibility of the lieutenant governor.

#### **3) The Immediate Past Governor's Tray**

A gift from past governor Marge Van Slyke, (1996-1998), it shall be presented at the Seminar to an individual, club or committee that has demonstrated unfailing

support of the immediate past biennium. It is to be retained by that party for two (2) years and passed on at the next seminar.

#### **4) Club of the Year Award**

This award (Zonta District 2 Governor's Plaque) is presented each year of the biennium at the seminar and the conference to a club that has exemplified qualities in an area appropriately chosen by the governor/immediate past governor.

#### **5) The International Focus Award**

This award shall be presented every two (2) years at the district conference to a club which best demonstrates the international spirit of Zonta. It shall encourage clubs to be open to the global world of Zonta as well as their local commitments. Criteria for the award include:

- a) Service projects linked with a Zonta International project
- b) Focus on the club's international identity
- c) Close ties with a sister Zonta Club in another country
- d) Pledges one-third (1/3) of its service dollars to Zonta International

The winning selection shall be presented with a silver-plated bowl donated by Dolly Dastoor, past district governor (2002-2004). The bowl shall be presented at the district conference and returned to the governor at the end of each biennium.

#### **6) Zonta International District 2 Honour Award**

This award was initiated and developed by past governor Margaret Mitchell, 2008-2010, to be presented to a club for an event that displays a sense of teamwork in working together to promote Zonta's Mission. Sample projects could be an Amelia Earhart event, a fundraiser, initiation of a Z club, a service project, opening a new club or hosting a seminar, workshop or conference.

Emphasis will be placed on creativity, originality and cohesiveness in building the club's spirit. It will be presented at the seminar following that biennium by the immediate past governor in consultation with her Zonta District 2 Board.

#### **7) The Candace Edwards "Stepping Up" Legacy Leadership Award**

This award shall be given to a club, committee or individual in recognition of an extraordinary contribution to leadership succession planning at the club or district level. It shall be given every two (2) years at the district conference. Selection of the recipient is the decision of the governor. If the governor determines that there is no qualified recipient, the award shall be withheld for that year.

### **B. International Awards**

498  
499 **1) Zonta International Amelia Earhart Fellow**

500 The Amelia Earhart Fellow winner attending a university in District 2 receives a  
501 monetary award from Zonta International, and shall be presented with her wings,  
502 medal and certificate at the district conference/seminar.  
503

504 **2) District 2 Jean M. Coon Humanitarian Award**

505 The award shall be presented every year at the conference/seminar with the  
506 recipient receiving an amount as voted into the District 2 budget. Club Bonus:  
507 When all clubs submit a nominee for this award, the winning club will receive a  
508 monetary bonus for their winning submission.  
509

510 **3) The Young Women in Public Affairs Award**

511 This award shall be presented each year at the conference/seminar, with a  
512 certificate and a check from Zonta International. The awardee will be invited to  
513 attend a district 2 event.  
514

515 **4) Jane M. Klausman Women in Business Scholarship**

516 The recipient of this scholarship shall receive a check from Zonta International at  
517 the district level. She shall be invited to the presentation of awards at the district  
518 conference/seminar. Club Bonus: When all clubs submit a nominee for this award,  
519 the winning club will receive a monetary bonus for their winning submission.  
520

521 **5) The Presidents of Z Clubs and Golden Z Clubs** are eligible to attend district  
522 conferences/seminars. The district shall present a gavel at the charter dinner of  
523 each new Z Club or Golden Z Club.  
524

525  
526 **C. District Property:**  
527

528 1) The governor's pin is the property of District 2.

529 a) It is transferred to the incoming governor at the installation ceremony.  
530

531 b) The outgoing governor shall be given a governor's pin at the  
532 installation ceremony at the end of her term. Lt. Governor will order the pin  
533 through Zonta International store not later than April immediately prior to the new  
534 biennium.  
535

536 **2) Conference/Seminar Items:**  
537

538 a) The District 2 banner, memorial vase, mahogany wall plaque, set of all nations  
539 flags with stand, wooden ballot box, bronze gong, sound system, banner with  
540 Zonta's mission, District 2 flag pole and two large flag stands.  
541

542 b) At the close of the conference/seminar, all these items will be transferred to the  
543 custody of the hostess club for the next conference/seminar. An inventory will be

conducted and all district seminar/conference property accounted for at that time.  
A copy of the inventory, signed by the both parties, will be forwarded to the board  
of directors.

#### **14. Parliamentary Authority:**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern Zonta International District 2 in cases in which they are not inconsistent with the bylaws of Zonta International or with these Rules of Procedure.

#### **15. Amendments/Adoption/Revision Procedure:**

A. These Rules of Procedure may be adopted and/or amended as follows:

1) By a two-thirds (2/3) vote of the district conference voting members provided that notice of such proposed rules of procedure or amendments has been sent or transmitted electronically to the president of each club within the district at least sixty (60) days in advance of the district conference: or

2) By mail ballot requiring two thirds (2/3) vote of the delegates voting, provided more than fifty (50%) of the district clubs respond within forty-five (45) days.

B. Proposals for amendments to these Rules of Procedure may be made by the district board or by a club within the district provided the proposal is submitted to the district board for consideration at least one hundred and twenty (120) days prior to the district conference. The district board shall consider all proposals and make recommendations as to whether they should be adopted.

C. These Rules of Procedure shall be subject to a complete review by the district Bylaws and Resolutions Committee every biennium. Proposals may be submitted by the clubs in the district and the district board as noted in Section B above. Adoption and approval shall be in accordance with the provisions noted in Section A, numbers 1) and 2) above.

Changes were reviewed and approved by the District 2 Board August 6<sup>th</sup>, 2021. They were presented for vote prior to the 1<sup>st</sup> ever D2 Electronic Conference, discussed and unanimously approved October 16, 2021.