



**ZONTA**  
INTERNATIONAL  

---

**DISTRICT 12**  

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EMPOWERING WOMEN  
THROUGH SERVICE & ADVOCACY

# **District 12 Policies and Procedures Manual**

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# DECLARATION

This manual constitutes the rules of procedures and policies for Zonta International District 12. The policies contained herein shall remain in effect until rescinded, amended or changed by two-thirds (2/3) vote of the voting members/delegates present and voting at a future District Conference. In the interim between conferences, the District Board may adopt rules of policy consistent with the Zonta International Bylaws and Rules of Procedure (referred to in this manual as the "Zonta International Bylaws" or "ZI Bylaws") and shall inform the clubs in District 12 of these rules and their rationale. Interim rules may remain in effect until the next District Conference, by which time they shall be rescinded by the Board or be presented to the conference delegates for ratification. Those items labeled as "Procedures" and contained in this manual may be amended by the Board of Directors as necessary, by majority vote.

The District 12 Bylaws Committee has reviewed this manual to ensure that it does not conflict with the Zonta International Bylaws or the Zonta International District 12 Bylaws.

Approved by Conference  
September 28, 1996  
Revised: 1997, 1998, 1999, 2000,  
2002, 2005, 2008, 2011,  
2013, 2015, 2017, 2019, 2021

# I. District Structure

## A. Establishment; Incorporation; Bylaws; Conflicts

The Zonta International Board created District 12 in 1952 to serve as the administrative link between clubs in District 12 and Zonta International ("ZI").

District 12 is an official administrative unit of ZI. On April 9, 2021, District 12 also became a nonprofit corporation, incorporated in the State of Colorado (United States) under the legal name 'Zonta International District 12' (hereinafter referred to as "Zonta District 12", "District 12" or the "District").

Zonta District 12 is governed by separate bylaws, which are entitled 'Zonta International District 12 Bylaws' (referred to in this manual as the "District 12 Bylaws" or the "District Bylaws"). In the event of any conflict(s) between the District 12 Bylaws and this manual (which is referred to in the District Bylaws as the 'District's Rules of Procedure and Policies', and hereinafter as the "Policies and Procedures Manual" or the "Manual"), the District 12 Bylaws shall control.

## B. District 12 Mission Statement

Zonta District 12's mission and stated purpose is to build, develop and maintain strong clubs throughout the District through support, leadership and communication in order to further the objects of Zonta International.

## C. District 12 Areas and Clubs

District 12 is divided into four (4) administrative areas ("Areas") based on the geographic location of the clubs, and in accordance with Article II of the District Bylaws. Boundaries of these Areas may be modified as set forth in the District Bylaws.

<b><u>Area 1</u></b>	<b><u>Charter No.</u></b>	<b><u>Area 3</u></b>	<b><u>Charter No.</u></b>
Billings	247-1950	Denver	42-1927
Black Hills	246-1950	Denver II	1148-1986
Glendive	311-1953	Douglas County	1738-2003
Pierre-Ft. Pierre	351-1955	Foothills	1006-1982
Southern Black Hills	1503-1995		
Spearfish	1191-1987		

<b><u>Area 2</u></b>	<b><u>Charter No.</u></b>	<b><u>Area 4</u></b>	<b><u>Charter No.</u></b>
Cheyenne	372-1956	Pikes Peak	222-1949
Colorado North 40	1976-2018	Prowers County	227-1949
Converse County	259-1951	Royal Gorge	715-1973
Fort Collins	1953-1997		
Greeley	1911-2013		
Laramie	257-1951		

Each Area of District 12 is administered by an Area Director, who is elected by the clubs in that Area [Zonta International Bylaws Article XIII, Section 6(b)], and who is required to hold at least one meeting annually (*See Section 5 of this Manual and Article XIII of the District Bylaws*).

In addition to an Area Director, each Area in District 12 shall have a Vice Area Director.

## **D. E-Clubs**

If an e-club is established and/or assigned to the District by ZI, the e-club shall follow the guidelines set forth in the Zonta International Bylaws.

## **E. Z-Clubs**

1. If a club within District 12 organizes a Z-club or Golden Z-Club following the guidelines set forth by Zonta International, it will be the responsibility of that club to provide support, financial or otherwise for Z-club or Golden Z-Club members to attend Zonta-sponsored events, including but not limited to District Conference, Governor's Seminar and Area Meetings.
2. The sponsoring Zonta club shall pay a charter fee and an annual renewal fee in US dollars to Zonta international.

## **F. District Responsibilities**

1. Fulfill District 12 Mission Statement.



2. Promote the programs and objects of Zonta International within the District.
3. Inspire and assist clubs to implement the goals and programs of Zonta International.
4. Promote international sense of unity by serving as administrative link between clubs and Zonta International.
5. Uphold and adhere to the ZI Bylaws and the District 12 Bylaws.
6. Carry out Program Resolutions as adopted at the Zonta International Convention.
7. Uphold membership standards and promote growth in membership.

## **G. 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 liaison is responsible for ensuring the flow of information between the Zonta International Board and the District.

# **II. District Board**

## **A. Board of Directors**

1. The Board of Directors of District 12 shall consist of:

**Governor** Elected at District Conference preceding International Convention.

**Lt. Governor** Elected at District Conference preceding International Convention.

**Area Directors** Elected at District Conference preceding International Convention. They are elected by the delegates of the clubs in their Areas only.

**Vice Area Directors** Elected at District Conference preceding International Convention. They are elected by the delegates of the clubs in their Areas only.

**Treasurer** Elected at District Conference preceding International Convention.

**Secretary** Appointed by the Governor immediately following installation into office.

**Parliamentarian** Appointed by the Governor immediately following installation into office.

2. Officers and voting members of the District 12 Board are the Governor, Lt. Governor, Area Directors (at times referred to in this Manual as "ADs"), and Treasurer , in accordance with Article VI of the District Bylaws.
3. In addition to Standing Committees, the Governor may appoint ad hoc committees and consultants. Such appointees may, at request of the Governor, meet with the Board for the purpose of planning programs and promoting the programs, mission and objects of Zonta International, District 12, its Areas and its clubs.
4. In accordance with Article V of the District Bylaws, Officers' terms shall officially commence after the close of the International Convention following their election. The term of office shall be two (2) years or until a successor takes office. No member who has served previously as an elected officer is eligible to serve in the same office again except:
  - a. the Treasurer who is eligible to serve two (2) terms in that office; and
  - b. an Area Director who is eligible to serve again four (4) years after the completion of the area director's first term in that office. An officer who has served more than half a term is considered to have served a full term in that office.

## **B. Responsibilities of the District Board of Directors**

### 1. Duties and Responsibilities

The duties and responsibilities of the District Board shall be performed in accordance and full conformance with Article VI of the District Bylaws, and as further detailed and provided below. The District Board has general supervision over clubs and administration of the District. It makes decisions upon matters requiring action between meetings of the

District Conference, acting in accordance with the Zonta International Bylaws and Rules of Procedure, the District Bylaws, this Policies and Procedures Manual, and as applicable, specific actions taken by the District Conference.

Specifically, the District Board shall:

- a. Declare any Board office vacant and fill the vacancy by following the procedures specified in Article XIII, Section 7, of the Zonta International Bylaws.
- b. Deliberate on grievances and removal of a District officer when considering the recommendations of the District Bylaws Committee and may recommend termination of a club to the Zonta International Board, according to the procedures in the Zonta International Bylaws and the District Bylaws.
- c. Deliberate on grievances and removal of a member of the District Nominating Committee when considering the recommendations of the District Bylaws Committee, according to the procedures in the Zonta International Bylaws and the District Bylaws.
- d. Act on routine questions to carry out established policies but does not determine policy, authorize projects or donations, or adopt a budget.
- e. Establish the boundaries for Areas within the District, provided that a majority of all clubs in the affected Areas agree and in accordance with Article II of the District Bylaws.
- f. Propose goals and long-range plans for the District.
- g. Decide on District cooperation with other organizations in accordance with Zonta International policy on affiliations with other organizations.
- h. Work with the Governor and the District Conference Committee or host club to plan the conference program. (*See Section 4 of this Manual concerning District Conference and Governor's Seminar.*)
- i. Designate the bank(s) to hold District funds and ensures that the funds are in insurance-protected accounts.

- j. Review expenditures in accordance with the approved District budget at each District Board meeting.
  - k. Ensure that the District financial records are audited, reviewed or compiled as detailed in the ZI Bylaws Article XIII, Section 12. The books must be closed at the end of each fiscal year. The audited, compiled or reviewed financial statement shall be presented at the District Conference together with the audit or review report.
  - l. Recommend the District budget for the following biennium for approval by the voting members of the District Conference.
  - m. Ensure that conflict of interest situations are identified and that procedures to allow for disclosure, if such a situation arises, are followed according to the Zonta International Conflict of Interest Policy (*available on the Zonta International website: <http://www.zonta.org/> under MemberResources/Policies.*)
  - n. Ensure that District and club leaders follow the guidelines for using Zonta Information according to the Use of Member Information by Zonta Leaders Policy (*available on the Zonta International website under Member Resources/Policies.*)
  - o. Report Zonta activities at each Board Meeting for the purpose of continually working to communicate with and improve all clubs in the District. Clubs with areas of concern should be identified early and strategic plans developed to assist such clubs.
  - p. Post the reports of the Board Members in the members-only section of the District 12 website and include them in the minutes of the District Board Meeting.
  - q. Officers, other than the Treasurer, shall deliver to their successors their binders and all properties belonging to their respective official positions within 30 days after their terms of office close.
2. Removal from Office. Elected District officers may be removed by the District Board pursuant to Article VI of the District Bylaws.
  3. Vacancies. Vacancies for District officers shall be filled in accordance with and pursuant to Article VIII of the District Bylaws. Vacancy in the

position of Vice Area Director shall be filled from the same Area by appointment by the Governor, with the approval of the District Board.

### **C. District Officers' Duties and Responsibilities**

The duties and responsibilities of the District officers shall be performed in accordance and conformance with Articles V and VII of the District Bylaws, and as further detailed below.

1. Governor
  - a. Scope of Work. The Governor is the chief executive officer of District 12 and shall administer the affairs of the District. The Governor is a voting member of the District Board, District Conferences and the International Convention.
  - b. Prerequisites. The Governor must be a current Zonta member in good standing, shall have served at least two (2) years in an elected club office and/or have been a District committee chair, and shall have served at least one (1) year as club president.
  - c. Leadership and Communication. The Governor shall:
    - (1) Promote the Zonta ideals of service and the objects and programs of Zonta International.
    - (2) Serve as the Chair of the District 12 Board, schedule the Board Meetings, prepare and distribute the agenda and preside at all meetings.
    - (3) Present the incoming Area Directors with an Area Director's guard when they are installed. [Procedure]
    - (4) Train members of the District Board.
    - (5) Periodically (at least every 3 months) ensure that a newsletter is distributed to the members of all District 12 clubs. Copies will be sent, at the direction of the Governor, to ZI Headquarters and the International Liaison.
    - (6) Timely file reports to the International Liaison as scheduled by the Zonta International Board.
    - (7) Keep the District calendar and clear all dates for

meetings to ensure maximum attendance at District events. Priorities for scheduling District events are: Fall Conference, Spring Area Meetings, New Club Charter events, Clubs' major anniversaries, and events to promote Zonta.

- (8) Provide leadership and leadership programs for District 12 clubs.
- (9) Visit or send a designee to every club in the District at least once in the biennium. (*See Section 9, Club Invitations and Visits.*)
- (10) Provide election bylaw information and deadline dates to the District Nominating Committee.
- (11) Advise District Board members of relevant information received from the District's International Board Liaison, Zonta International Headquarters and others, as appropriate.
- (12) With the assistance of the Secretary, submit contact information for all District officers, committee chairs, coordinators, if applicable, and the Foundation Ambassador to Zonta International Headquarters.
- (13) Revise the Policies and Procedures Manual as necessary and present for voting at the District Conference as required by the 60-day notice.
- (14) Provide general oversight of the District's website.
- (15) Report to the Zonta International Board if a club in the District fails to:
  - (i) pay club dues or other financial obligations to Zonta International, and pay District dues;
  - (ii) meet at least quarterly; or
  - (iii) function as a Zonta Club.

d. Appointments. The Governor may make appointments as follows:

- (1) Standing committees, ad hoc committees, conference committees (with the Conference Chair) and

consultants for the District.

- (2) Secretary and Parliamentarian to serve during the biennium.
- (3) Committee Chairs and members in accordance with Section 3.A of this Manual.

e. District Conference. The Governor shall:

- (1) Work with the Lt. Governor, Conference Committee, Secretary, Treasurer and host club in accordance with Section 4.C of this Manual.
- (2) With the assistance of the Secretary and Internal Communications Chair, send the Call to Conference to every member in District 12, at least 60 days prior to the event.
- (3) Propose District Conference dates and location to the Zonta International President via Zonta International Headquarters for approval at least one (1) year in advance, or to the Zonta International president-elect for conferences in the next biennium.

f. Zonta International Convention. The Governor shall:

- (1) Approve club proxy representation for changes made at biennial Zonta International Convention.
- (2) Attend and vote at biennial Convention. A proxy is not available for the Governor.
- (3) Present the Governor's pin to the incoming Governor at the International Convention. The pin shall be passed from Governor to Governor. [Procedure]

g. New Clubs and Clubs of Special Interest. The Governor shall:

- (1) Sign Authorization Form for organizing a New Zonta Club (*available on the Zonta International website under Member Resources/Forms*) and submit the form to Zonta International Headquarters.

- (2) Supervise the organization of new clubs.
  - (3) Review the minutes of new club and board meetings with the Area Director and the SOM (sponsoring, organizing, and mentoring) committee chair of the new club for the first year of the club's operation.
  - (4) Stay informed about clubs with low membership, internal conflicts or other problems.
  - (5) Work with the appropriate Area Director to assist clubs in resolving problems.
  - (6) In the event that a club disbands, is expelled from membership in Zonta International or forfeits membership for nonpayment of dues, verify that the club has paid all its legal debts and service obligations. Remaining assets must be disbursed to the Zonta International Foundation, except for operating funds, which shall revert to the District for organization and membership. [See, Zonta International Bylaws Article IV, Section 2(c).]
  - (7) In the event that a club disbands, notify the Zonta International President and the Zonta International Executive Director immediately. The Governor must approve any club disbandment.
- h. District Finances. The Governor shall:
- (1) Supervise the preparation of the District Budget and authorize expenses in accordance with the approved Budget.
  - (2) Approve all expense vouchers and bills, except that the Governor's expense vouchers and bills shall be submitted to the Lt. Governor for approval.
- i. Club Responsibilities. The Governor shall not be assigned to any committees in their club during their biennium as Governor and will be expected to participate in their club's activities only as time permits.



2. Lt. Governor

- a. Scope of Work. The Lt. Governor is the second ranking elected officer in the District and reports to the Governor. The Lt. Governor shall prepare to assume the duties and responsibilities of the Governor in the event the Governor is unable to do so. The Lt. Governor is the chair of the District Membership Committee. The Lt. Governor is a voting member of the District Board and District Conference.
- b. Prerequisites. The Lt. Governor must be a current Zonta member in good standing, shall have served at least two (2) years in an elected club office and/or have been a District committee chair, and shall have served at least one (1) year as club president.
- c. Responsibilities. The Lt. Governor shall:
  - (1) Attend all Board Meetings and official meetings of the District.
  - (2) Serve as the Chair of the District Membership Committee and shall maintain membership records for the biennium, gather information regarding deceased members for each District Conference for the Service of Remembrance and work closely with the District Treasurer.
  - (3) Encourage growth and retention within the District clubs and promote new club organization within the District.
  - (4) Be the resource contact for club membership growth and retention information.
  - (5) Participate in planning activities that promote the objects and programs of Zonta International and that promote the growth in the District.
  - (6) Receive from a proposed club the membership applications of all the proposed members and review for diversity, qualifications and number needed to charter.
  - (7) Develop and submit reports as requested by the

Governor.

- (8) Be the contact person for District 12 members at International Convention.
- (9) Approve all expense vouchers and bills for the Governor within budget limits.
- (10) Meet with the Host Club of the Governor's Seminar or District Conference of the biennium at least one year prior to that event (*see Section 4 of this Manual*).
- (11) Perform other duties as assigned by the Governor.

### 3. Area Directors

- a. Scope of Work. The Area Directors are elected by those clubs in their respective Area and serve as the liaison between the District 12 Board and the individual clubs. Area Directors are voting members of the District Board and District Conference.
- b. Prerequisites. Each Area Director must be a current Zonta member in good standing, shall have served at least two (2) years in an elected club office and/or have been a District committee chair, and shall have served at least one (1) year as club president.
- c. Responsibilities. Area Directors shall:
  - (1) Attend all Board Meetings and official activities of the District.
  - (2) Visit every club in designated Area at least once each biennium. (*See, Section 9, Club Invitations and Visits.*)
  - (3) Assist clubs to develop programs to advance the work of Zonta International, encourage growth within each club, and identify localities within designated Area that may be sites for new club organization.
  - (4) Ensure that club board members and elected and appointed club committee chairs sign the Conflict of Interest Declaration and the Use of Member Information by Zonta Leaders Declaration.

- (5) Mentor and communicate with club presidents in their Area.
  - (6) Support and strengthen rapport with clubs in the Area by attending events and promotions of the clubs.
  - (7) Participate in planning programs for the District 12 Conference.
  - (8) Keep the Governor informed of any special meetings and events scheduled by clubs in designated Area.
  - (9) Work with the Bylaws Committee to ensure that club bylaws have been adopted and periodically reviewed.
  - (10) Perform other duties as assigned by the Governor.
- d. Reporting. Area Directors shall make a report to the District Board at District Board meetings.
- e. Area Meeting. Area Directors shall:
- (1) Plan an Area Meeting annually, as required under Article XIII of the District Bylaws. Other leadership meetings are discretionary with the approval of the Governor.
  - (2) Be responsible for working with the Area Meeting Host Club and shall be responsible for assisting the club to make all local arrangements and for chairing the Area Meeting.
  - (3) Assist the Area Meeting Host Club in preparing the Area Meeting Report to be mailed to the Governor within 20 days of the meeting with a check for the excess funds or for a request for reimbursement.
- f. New Clubs; Clubs of Special Interest. Area Directors shall:
- (1) Act as troubleshooter and facilitator for clubs in the Area upon the request of the Governor or Zonta International, or in a recognized area of concern. For example, if a club will not be sending a representative to the District Conference, the Conference Committee

shall notify the Area Director to identify a proxy. If a proxy is not identified, the Governor should be notified in advance of the Conference.

- (2) 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.
- (3) Review the minutes of club and board meetings for each new club during the first year of its existence with the Governor and the chairman of the SOM (sponsoring, organizing and mentoring) committee.
- (4) Stay informed about and advise the Governor of clubs with low membership, internal conflicts or other problems.
- (5) Work with the Governor to assist clubs in resolving problems.
- (6) Be notified by a club that intends to disband and work with the club to avoid disbandment.
- (7) Cooperate with the Lieutenant Governor about club membership matters.

#### 4. Vice Area Directors

- a. Scope of Work. The Vice Area Directors are elected by those clubs in their respective Area.
- b. Prerequisites. Each Vice Area Director must be a current Zonta member in good standing, shall have served at least two (2) years in an elected club office and/or have been a District committee chair, and shall have served at least one (1) year as club president.
- c. Responsibilities. The Vice Area Directors shall:
  - (1) Assist the Area Director in performing the duties of the Area.
  - (2) Assume the responsibilities of the Area Director in their absence or inability to serve. The Vice Area Director is not allowed to vote at District Board meetings or the

District Conference, except in the absence or inability of its Area Director to serve.

- (3) Serve on the District Membership Committee.
- (4) Perform other duties as assigned by the Lt. Governor and its Area Director.

5. Treasurer

- a. Scope of Work. The Treasurer serves as the chief financial officer of the District and is entrusted with the receipt, care and disbursement of funds and, as such, shall keep or oversee the keeping of such records in accordance with good accounting practices. The Treasurer reports to the Governor. The Treasurer is a voting member of the District Board and District Conferences.
- b. Prerequisites. The Treasurer shall be a current Zonta Member in good standing and shall have served at least two (2) years in an elected club office and/or have been a District Committee chair.
- c. Responsibilities. The Treasurer shall:
  - (1) Attend each District 12 Board Meeting and present the Treasurer's Report and Budget Comparison, both dated as of the last day of the month preceding the Board Meeting. The Governor shall be provided a copy of these reports prior to each meeting.
  - (2) Work closely with the Lt. Governor to keep accurate updated membership records at all times and to verify that all clubs voting on District matters have paid International and District dues.
  - (3) Ensure authorized signature forms are on file with the bank. Authorized signers include the Governor and Treasurer.
  - (4) Pay approved vouchers and bills.
  - (5) Notify club treasurers of the proper procedure for submitting dues renewals to District and International. Process dues payments and compile membership numbers.

- (6) At all times allow the Treasurer's books to be open to inspection by the District Board and any auditors named by the District Board in accordance with Section 8.E (Accounts and Books) of this Manual.
- (7) File appropriate Form 990 per IRS requirements within 5 months and 15 days following the close of each fiscal year. Send a copy of completed report to the Governor.
- (8) File annual Periodic Report with the Colorado Secretary of State. Send a copy of the completed report to the Governor.
- (9) Turn all records over to the successor Treasurer no later than forty-five (45) days after the current Treasurer's term of office closes.
- (10) At District Conference, alternate presenting a Review or Compilation of prior fiscal year end. Present Treasurer's Report, Budget Comparison and Comparison of Fund Balances, dated as of the end of the fiscal year.

6. Secretary

- a. Scope of Work. The Secretary is appointed by the Governor and shall keep an accurate record of all business transacted at Board Meetings, District Conference and such special meetings as may be called by the Governor, and of all correspondence deemed necessary to preserve. The Secretary is a non-voting member of the District Board, whose term shall coincide with the term of the Governor whomade the appointment.
- b. Responsibilities. The Secretary shall:
  - (1) Attend all Board Meetings, District Conference and official meetings of District 12, and shall participate in all Board activities as a non-voting member.
  - (2) Take minutes at all Board Meetings and official meetings of District 12 and send a copy to each board member within 45 days after the meeting. After such minutes are approved by the Board, the Secretary

shall post approved minutes to the District's website.

- (3) Keep official records of the District in accordance with any adopted archiving procedure.
- (4) The District Board shall have the authority to approve the minutes of the District Conference.
- (5) Assist the Governor in submitting contact information of new District Officers, Committee Chairs, coordinators, if applicable, and Foundation Ambassador(s) to Zonta International Headquarters immediately following election at District Conference. [Procedure]
- (6) Assist the Credentials Committee in preparing the official list of voting members of the District Conference, including Alternates and Delegates and maintain records of proxies.
- (7) Prepare the minutes of the District Conference and Governor's Seminar and post a copy of the minutes in the members only section of the District 12 website and send a copy to the International Board Liaison within 60 days after the Conference or Seminar.
- (8) Send proposals to amend Zonta International Bylaws adopted by the District Conference to the Zonta International Bylaws and Resolutions Committee at Zonta Headquarters, within 30 days after Conference.
- (9) Send proposed resolutions from the District Conference to the Zonta International Bylaws and Resolutions Committee chairman, with a copy to Zonta International Headquarters at least 180 days prior to the International Convention.
- (10) Order a Governor's guard with the District number and the Area Directors' guards, if requested.
- (11) Perform other duties as requested by the Governor.

### **III. District Committees**

District 12 shall have the following committees. The committee chairs and coordinators, along with the District Board, shall be and constitute the District's leadership team (the "Leadership Team").

1. Nominating
2. Bylaws and Resolutions
3. Membership
4. Service/Scholarship/Z and Golden Z Clubs
5. Advocacy
6. External Communications/Public Relations
7. Internal Communications
8. United Nations
9. Foundation Ambassador
10. Finance
11. Archivist/Historian
12. Leadership Development

#### **A. Appointment of Chairs and Committees**

1. Chairs

Committee Chairs and Coordinators are appointed by the Governor with the approval of the Board (unless indicated otherwise). All District Committee Chairs shall:

- a. Act as liaisons between International and club chairs (as applicable).
- b. Submit a report to the Governor for each board meeting.



- c. Have knowledge about the respective Committee's Zonta International programs and procedures.
- d. Have regular contact with each of the Area Directors.
- e. Prepare articles for the District newsletter if requested by the Governor.
- f. Attend Area Meetings and workshops whenever possible.
- g. Be available to speak at club meetings whenever possible and offer assistance to the clubs.
- h. Periodically review and update, as applicable, the District 12 website for their respective committee, including as follows:
  - (1) Secretary to post approved Board meeting minutes.
  - (2) Area Directors to maintain the "Who we are" section for their respective Areas.
  - (3) Leadership Development Coordinator to delete/archive old training and add new training.
  - (4) Advocacy and Service Chairs to update their respective sections of the District 12 website.
  - (5) Governor to update District's current biennium goals.
  - (6) Convention and Governor Seminar Chairs to maintain useful documents and update inventory.

2. Committees [Procedure]

a. Process.

Each District Committee Chair is responsible to recruit candidates in order to fill positions on the Committee of which they are chair.

- (1) The Chair determines the size of the Committee. It is recommended that there be a representative from each Area on the Committee.
- (2) The Chair consults with the Governor prior to

contacting potential candidates for their Committee.

- (3) The Chair contacts the candidate by telephone and/or email and provides a short summary of the responsibilities of the Committee (*citing the duties and responsibilities of the appropriate committee in Section 3, District Committees of this Manual.*) They may also include specific committee member responsibilities.
- (4) The Chair notifies the Governor of their nominations as candidates agree to serve or when they have a full slate of nominees.
- (5) The Governor makes the appointments either by email or telephone and shall announce the appointments at an appropriate time.

b. Prerequisites.

A prospective committee member should:

- (1) Have experience that will enhance the work of the Committee. For example, the Finance Committee should be comprised of past or present club treasurers and/or those with budgeting and accounting skills.
- (2) Be in good standing in their local club and have a good rapport in their club and in the District.

c. Changes and Vacancies.

- (1) Any vacancies or other changes in the Committee (resignations, additions, *etc.*) should be discussed with the Governor prior to the change, if possible.
- (2) If a Committee member decides to leave their position, they should notify the Committee Chair so that the position can be filled.
- (3) If a Committee member is not fulfilling the responsibilities of their position, the Committee Chair will first discuss with them any difficulties that may be occurring to determine solutions. If not solvable, the member may be asked to resign.

## **B. Nominating Committee**

The District Nominating Committee shall be organized and carry out its duties and responsibilities in accordance with Article IX of the District Bylaws and as detailed below.

### 1. Description

- a. The District Nominating Committee is an elected, autonomous committee and is empowered to make decisions regarding candidates without explanation to the Governor, the District Board, the nominees or anybody else. This Committee works independently in accordance with the Zonta International Bylaws Article XIII, Section 13 and proposes the slate of candidates for the positions of Governor, Lieutenant Governor, Treasurer, Area Directors, Vice Area Directors and members of the Nominating Committee for the next biennium. The District Nominating Committee consists of three (3) members who are elected by a plurality vote at the same time that the District Officers are elected. They are not eligible for nomination to any District or Club level office during the term for which they are elected. The candidate with the most votes shall be the Chair of the Committee.
- b. Each member of the Nominating Committee shall be a classified member of a club, shall have served at least two (2) years in an elected club office and have served in an elected or appointed capacity at the District level.

### 2. Term

The Nominating Committee members serve a two (2) year term commencing immediately after the International Convention.

### 3. Duties and Responsibilities

The Nominating Committee plays a vital role in determining who will lead the District in the future.

- a. Nominating Committee Members must be knowledgeable about:
  - (1) The abilities and experience of Zontians in the District.

- (2) The responsibilities of each office to be filled.
  - (3) The objects and programs of Zonta International.
  - (4) The campaigning policy.
- b. The Committee:
- (1) Receives, considers and evaluates names submitted as nominees for District Office and secures the consent for nomination from each nominee. Qualified nominees for District Office must meet the following requirements:
    - (a) A nominee must be a classified member of a Zonta Club with experience in a decision-making capacity.
    - (b) Must have served at least two years in an elected club office and/or served as a District Chair.
    - (c) Nominees for Governor, Lt. Governor and Area Directors and Vice Area Director must have served at least one year as club president.
  - (2) Shall nominate one (1) or more qualified candidates for each office to be filled at the next election of District Officers and at least five (5) candidates for the District Nominating Committee.
  - (3) Works with the Zonta International Nominating Committee to recruit qualified Zontians for Zonta International officers, directors, and nominating committee; follows directions from Zonta International Nominating Committee for nominations for an International office, and shall timely file applications of those seeking International office with Zonta International Headquarters and/or the International Nominating Committee.
  - (4) Shall provide to the Governor information for the ballot by May 1 of year of the election.
  - (5) Shall send its report to each District Officer and to each club in the District at least sixty (60) days before the District Conference at which the election is to take

place. At the Conference additional nominations may be made from the floor. Such nominees shall be qualified and have submitted the consent to serve to the District Nominating Committee.

- (6) Reports at the District Conference at which the election for District Office is being held.
  - (7) Provides to the Governor, upon request, suggestions to fill Board vacancies.
- c. The District Board may remove a member of the District Nominating Committee for failure to perform duties or for causing injury to Zonta, including its reputation, as set forth in Articles VI and IX of the District Bylaws.
  - d. In case of a vacancy on the District Nominating Committee, or the inability of a member to serve, nominees not elected shall be selected to fill the vacancy in the descending order of the number of votes received for election, as provided for in Article IX of the District Bylaws.

## **C. Bylaws and Resolutions Committee**

### 1. Responsibilities

The Bylaws and Resolutions Committee shall:

- a. Consider all proposed amendments to the District 12 Bylaws and this Policies and Procedures Manual and submit its report to the Zonta District Board and District Conference.
- b. Review, combine as required, and make recommendations on all resolutions submitted to the District Conference for consideration.
- c. Review and suggest revisions to the District 12 Bylaws and the Policies and Procedures Manual each biennium to ensure they do not conflict with the Zonta International Bylaws or District Bylaws.
- d. Upon referral by the District Board, investigate complaints against an elected district officer, a member of the District Nominating Committee, a club, an officer or director of a

club or a member of a club nominating committee , and recommend action to the District Board.

- e. Promote among the clubs within the District:
  - (1) Awareness of the Zonta International Bylaws and the District 12 Bylaws, as well as their respective importance.
  - (2) Awareness of Zonta International Bylaws amendments made at each convention and their consequences.
  - (3) Knowledge of the procedures necessary to propose amendments to the Zonta International Bylaws at District Conferences.

## 2. Assistance

The Bylaws and Resolutions Committee shall assist:

- a. The District Board to study proposals from clubs regarding bylaw changes before these proposals are submitted to the District Conference.
- b. The Governor/District Board to draft proposals of amendments to the Zonta International Bylaws or the District 12 Bylaws that the Governor/Board wants to submit to District Conference.
- c. The Governor/District Board to draft resolutions to be adopted by a District Conference and then submitted to an International Convention.
- d. The District Secretary to submit proposals of amendments to the Zonta International Bylaws Committee chair within 30 days after the District Conference and proposals for resolutions to the Zonta International Bylaws Committee chair at least 180 days before the Convention.
- e. Clubs in the District with general direction for amending or revising their respective club bylaws.
- f. The Governor, District Board members or club presidents with questions on Zonta International Bylaws, the District 12 Bylaws or club bylaws, as applicable.

### 3. Committee Members

- a. The Chair and members of the Committee should be knowledgeable about the Zonta International Bylaws, the District 12 Bylaws and the model club bylaws.
- b. The Chair and members of the Bylaws Committee may serve on other committees or in other capacities at any level of Zonta, provided that the Chair or member, as applicable, must recuse themselves in any situation of possible conflict of interest or dual roles, especially in situations regarding disciplinary proceedings.
- c. When the Parliamentarian also serves concurrently as the Chair of the District Bylaws Committee, in the event of any disciplinary proceeding against the Parliamentarian, the Governor shall temporarily appoint a substitute Parliamentarian for the duration of any such proceeding.

## **D. Membership Committee**

The Membership Committee is chaired by the Lieutenant Governor and shall:

1. Be familiar with the Zonta International Membership Manual: Marian deForest Membership and Classification Manual and Organization and Extension Manual.
2. Ensure that each club Membership Chair understands the classification system and can classify new members.
3. Encourage continuing membership growth and retention of members.
4. Promote the organization of new clubs.
5. Ensure that clubs are aware of Zonta's goals for membership during the biennium.
6. Encourage the timely submission of Membership Report Forms and Club Officers Report Forms to District and to ZI to ensure that District and International membership records are kept up to date.

7. Maintain contact with the Zonta International Membership Chair.

## **E. Service/Scholarship/Z and Golden Z Clubs Committee**

1. Responsibilities and Duties

The Service Committee shall:

- a. Recommend action in accordance with the Objects of Zonta International to improve the overall status of women worldwide, promote legislative awareness, advocacy, and to ensure equal rights.
- b. Coordinate, at the District level, activities to implement service programs authorized by the International Convention or by Zonta International.
- c. Cooperate with the District Advocacy and United Nations Committees.
- d. On request, assist in promoting awareness and support to the District Scholarship Fund.
- e. Encourage and support awareness of local service projects focusing on the ZI Objects and undertaken by clubs in the District.
- f. Communicate with:
  - (1) Club service committee chairs, acting as a resource on service.
  - (2) The Governor, sending the Governor a copy of all correspondence sent to clubs or the International Chair.
- g. Be knowledgeable about how clubs can implement effective local service projects that further the Objects of ZI.
- h. Assist the District Treasurer and Finance Committee in monitoring the District 12 Scholarship Fund. (*See, Section 7 E.*)

2. Committee Chair and Coordinators (if appointed)



- a. The Committee Chair shall:
  - (1) Act as the liaison between International Service Chair and each Club Service Chair and shall maintain contact with both.
  - (2) Become familiar with all International Service Projects and work with the UN/International Relations Committee, as necessary.
  - (3) Evaluate service section of the club annual reports for granting of the Governor's Memorial Service Award to be given at District Conference and inform the Governor with regard to the Award.
  - (4) From club annual reports, tabulate total dollars raised and given out for the District and for each Area.
- b. Upon appointment, the Amelia Earhart Coordinator shall:
  - (1) Be familiar with the Amelia Earhart Fellowship Program.
  - (2) Promote the Zonta International Foundation Amelia Earhart Fellowships and, in conjunction with the Foundation Ambassador, encourage all clubs to donate to the program.
  - (3) Ensure that all clubs are well informed about Amelia Earhart and the Amelia Earhart Fellowships by securing posters, slides, brochures, and videos and disseminating them to clubs.
  - (4) Inform clubs as to procedures and provides application materials to nominate local fellowship candidates.
  - (5) Arrange for a presentation ceremony to give Fellows who live or attend school in the District their Amelia Earhart Fellowship wings or certificates.
  - (6) Maintain contact with the International Amelia Earhart committee chair.
- c. Upon appointment, the Jane M. Klausman ("JMK") Women in

Business Coordinator shall:

- (1) Be familiar with the JMK Women in Business Scholarship program.
  - (2) Encourage clubs to promote the JMK Scholarship program and actively promote awareness of the Scholarships to relevant institutions and candidates in the District.
  - (3) Ensure that all clubs are well-informed about the JMK Scholarship program.
  - (4) Receive club nominees for JMK scholarships and coordinate the evaluation of these nominees to select the District JMK scholarship recipient. Notify all appropriate parties of the awardee's selection.
  - (5) Maintain contact with the International Jane M. Klausman Committee Chair.
  - (6) Disseminate and receive pertinent information from the Zonta International Jane M. Klausman Women in Business Scholarship Committee.
  - (7) Arrange for presentation ceremony to give the District certificates and the \$1000 District 12 JMK Scholarship (from the District 12 Scholarship Fund) to those recipients who live or attend school in the District and, if appropriate, arrange for a presentation ceremony to give international certificates to those recipients who live or attend school in the District.
  - (8) Cooperate with the Foundation Ambassador to solicit funds for ZI JMK Women in Business Scholarships.
- d. Upon appointment, the Young Women in Public Affairs ("YWPA") Coordinator shall:
- (1) Be familiar with the YWPA Awards program.
  - (2) Encourage clubs to promote the YWPA Awards program.
  - (3) Ensure that all clubs are well-informed about the YWPA

Awards program.

- (4) Receive club nominees for YWPA Award and coordinate the evaluation of these nominees to select the District YWPA scholarship recipient. Notify all appropriate parties of the awardee's selection.
  - (5) Maintain contact with the International YWPA Committee Chair.
  - (6) Disseminate and receive pertinent information from the Zonta International YWPA Awards Committee.
  - (7) Communicate with club YWPA Awards committee chairs, acting as a resource to actively promote awareness of the Awards to relevant institutions and candidates in the club communities.
  - (8) Arrange for a presentation ceremony to give the District certificates and the \$1000 District 12 YWPA Scholarship (from the District 12 Scholarship Fund) to those recipients who live or attend school in the District and, if appropriate, arrange for a presentation ceremony to give international certificates to those recipients who live or attend school in the District.
  - (9) Cooperate with the Foundation Ambassador to solicit funds for ZI YWPA Awards.
- e. Upon appointment, the Z Club/Golden Z Club Coordinator shall:
- (1) Encourage clubs to sponsor Z Clubs and Golden Z Clubs.
  - (2) Encourage clubs to involve the youth of their communities in leadership or career events.
  - (3) Maintain contact with the International Z Club Committee Chair.

## **F. Advocacy Committee**

The Chair and members of the Advocacy Committee should be knowledgeable about the Zonta Objects and projects and the purpose and activities of ZI.

### **1. Responsibilities**

The Advocacy Committee shall:

- a. Be familiar with the UN Convention on the Elimination of All Forms of Discrimination Against Women (CEDAW) and its Optional Protocol, as well as the UN Millennium Development Goals.
- b. Cooperate with the District Service and UN Committees.
- c. Coordinate, at the District level, activities to implement legislative awareness, advocacy and equal rights, following the guidelines established by the Zonta International Board, in agreement with the International Advocacy Committee.

### **2. Communication**

In implementing its duties and responsibilities, the Advocacy Committee shall communicate with:

- a. Club Advocacy Committee chairs, acting as a resource on legislative awareness, advocacy and equal rights issues.
- b. The International Advocacy Committee Chair.
- c. The Governor, sending the Governor a copy of all correspondence sent to clubs or the International Chair.

## **G. External Communications Committee**

### **1. The External Communications Committee shall:**

- a. Initiate District wide public relations measures that will assist in promoting Zonta at the local level.
- b. Disseminate best practices and have suggestions available for clubs that seek public relations advice.
- c. Encourage clubs to put Zonta first when publicizing club

projects.

- d. Encourage clubs to submit press releases, newsletters and newspaper clippings of service projects and send outstanding ones to Zonta International Public Relations Chair.
  - e. Encourage clubs to publish a monthly newsletter and distribute to all members and District Officers.
  - f. Promote the objects of ZI, its projects and programs and the program materials developed by the ZI Public Relations and Communications Committee.
  - g. Promote awareness of International and District websites and the resources available thereon, and the need for club websites.
  - h. Be knowledgeable about ZI programs and policies on public relations, external communications, the Zonta International website, Zonta publications (including *The Zontian* magazine and the brochures, power points, DVDs, and other promotional materials), and the Zonta Club Manual.
2. The External Communications Chair shall maintain contact with:
    - a. The Zonta International Public Relations and Communications Chair.
    - b. Club public relations and communications committee chairs.
    - c. The Governor, sending a copy of all correspondence sent to club and the International Chair.
    - d. Chairs of other committees in the District, as appropriate, arranging meetings/press releases in cooperation with such Chairs.

## **H. Internal Communications Committee**

1. The Internal Communications Committee shall:
  - a. Be knowledgeable about how to achieve good internal communications.

- b. Have an understanding of the Areas and clubs in the District.
  - c. Encourage clubs to submit articles of service projects and other achievements by Zontians for publication in the District Newsletter.
  - d. Be knowledgeable about ZI programs and policies on internal communications, the ZI website, the District website, Zonta publications (including *The Zontian* magazine and the brochures, power points, DVDs, and other promotional materials) and the Zonta Club Manual.
2. In addition to the Chair of the Internal Communications Committee, the Governor shall appoint a District Webmaster and may appoint a District Database/Directory Coordinator, and an Outreach Editor, who shall all serve on the Internal Public Relations and Communications Committee.
3. The District Webmaster shall be knowledgeable about website technology and design and how to achieve good public relations. The District Webmaster is responsible for:
- a. The technical development and maintenance of the District's website and its database of content and applications.
  - b. Maintaining the District website/pages as appropriate, including timely and accurate corrections and updates, ensuring navigation, interactive content, links and cross promotions with other sites and other features are working.
  - c. Conducting routine District website maintenance to ensure navigation, interactive content, links and cross promotions with other sites and other features are working at all times.
  - d. Developing and maintaining an accurate and detailed site directory/map and search engine for internal use and as a reference for website visitors.
  - e. Establishing links to new information on the Zonta International website and links to new Zonta Club websites.
  - f. Advising clubs within the District in developing websites as requested.

- g. Monitoring the District website and club websites for compliance with guidelines adopted by the Zonta International Board.
  - h. Leading a webmaster forum with representatives from clubs to share best practices for club websites, if necessary.
  - i. Responding to (or forwarding appropriately) questions/comments to the webmaster from website visitors.
  - j. Making observations and presenting concerns and recommendations for enhancements to the District website to the District Internal Communications Chair.
4. The District Database/Directory Coordinator shall:
- a. Maintain the District data base and create mailing lists, as needed.
  - b. Determine the content and format of the Directory and sends to the District Webmaster for placement on the website. [Procedure]
  - c. Request from the clubs by August 1 of each year, a list of: current officers and committee chairs; dates and times of club and board meetings; and a correct listing of all club members, addresses and telephone numbers. [Procedure]
  - d. Provide two printed copies of the Directory to the Governor and one printed copy to each member of the District Board and the District 12 International Liaison at no cost to the individuals. [Procedure]

## **I. United Nations Committee**

1. The UN Committee shall:
- a. Act as liaison between International and club chairs within District 12.
  - b. Promote contacts with clubs and Zontians world-wide and encourage and suggest programs to improve international relations.

- c. Provide information concerning the UN and its agencies and the activities of Zonta International in connection with the UN, especially UN Day participation.
  - d. Promote recognition of United Nations Day (24 October), International Women's Day (8 March) and other international days to commemorate, including themes, years and world decades.
  - e. Promote activities developed by the International United Nations Committee.
  - f. Encourage clubs to conduct programs and/or projects in support of issues at the United Nations which have been identified as goals for Zonta International.
  - g. Encourage clubs to report all UN related programs and activities so they can be included in reports sent to the United Nations from International.
  - h. Promote 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.
  - i. Cooperate with the District Service and Advocacy Committees.
  - j. 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's mission-related relationships with the United Nations and its agencies.
2. The Committee Chair shall communicate with:
- a. Club United Nations Committee Chairs, acting as a resource for United Nations-related issues.
  - b. The ZI United Nations Committee Chair.
  - c. The Governor, sending the Governor a copy of all correspondence sent to the Club and the International Committee Chairs.



## **J. Foundation Ambassador**

1. The Foundation Ambassador should be interested in and knowledgeable about the Zonta International service and education programs funded through the Zonta Foundation for Women and should 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. The Foundation Ambassador:
  - a. Encourages each member to make a meaningful gift to the Zonta Foundation for Women.
  - b. Coordinates presentations on giving opportunities at the District, Area and Club levels.
  - c. Reports on the ZI projects and programs, fundraising goals and giving opportunities at District Conference, through District newsletters, and as much as possible at Area and Club meetings.
  - d. Assists at Convention Foundation booth as requested.
  - e. Reviews fundraising reports from ZI Headquarters.
  - f. Provides complete records and support as requested to the incoming district foundation ambassador.
  - g. Promotes:
    - (1) The mission, goals, programs and giving opportunities at the District, Area, Club and individual levels through the development of a cadre of volunteers at the District level.
    - (2) The Zonta International service projects and educational programs in the District through methods appropriate for the District.
  - h. Works with the Zonta Foundation for Women Committee and the Governor in developing and implementing District fundraising goals.
  - i. Works with the Governor and the Chairs of appropriate Committees to recognize club and individual donors

appropriately.

- j. Provides general information about bequests to the Zonta Foundation for Women and membership in the Mary E. Jenkins 1919 Society.

## **K. Finance Committee**

1. The Finance Committee is chaired by the District Treasurer.
2. The Finance Committee shall:
  - a. Recommend a policy for record retention in keeping with national/local government legal or tax requirements.
  - b. Recommend types of accounts and investment plans for District 12.
  - c. Prepare an operating budget, under the supervision of the Governor, to be reviewed and approved by the District Board.
  - d. Work with the Governor and Lt. Governor to prepare a Proposed Budget for the next biennium and present it at the summer Board meeting for recommendation for approval at the District Conference.
  - e. Serve as financial advisors to clubs and as a resource for information on non-profit status, IRS 990 Forms, etc.
  - f. Assist the District Treasurer, as needed.

## **L. Archivist/Historian**

1. The Archivist/Historian position may be held by a single person or a there may be separate archivist and historian positions.
2. The Archivist shall:
  - a. Assess the status of the District archives, gather documents as necessary, create an inventory of archival materials, store the materials in a secure and easily accessed location, and retain the appropriate materials in the latest 'readable' format.

- b. Assist club archivists to learn archiving techniques for club materials.
  - c. Assist the District Historian to create district histories, and to display archival material at various functions as needed.
3. The Historian shall:
- a. Write a District history following formats and dates requested by Zonta International.
  - b. Assist club historians to learn how to write club histories.
  - c. Assist the District Archivist in finding appropriate materials for writing a District history.

## **M. Leadership Development Committee**

1. The Leadership Development Committee and its Leadership Development Coordinator will work closely with the Governor and Zonta International Leadership Committee, to ensure all members of Zonta from club to District level receive ongoing leadership development training.
2. Duties and responsibilities of the Leadership Development Committee include:
  - a. Work with the Governor to ensure the District Board is trained.
  - b. Ensure that club officers receive training.
  - c. Ensure that District, Areas and clubs use the resources available in the Zonta Leadership Program.
  - d. Evaluate District training classes, update as needed, determine need for other courses and develop them.
  - e. Maintain the training area of the District 12's website.
  - f. Provide training, including online, group, and instructor-led as and when required.
  - g. Be available as ongoing support to members in their leadership development for Zonta and beyond.

- h. Support the District Nominating Committee in identifying leadership skills that may be needed for future Zonta leaders and candidates.

## **N. Other Appointments**

1. Committees

The Governor, at their option, may choose to have other committees or sub-committees in addition to those specified herein. Such committees or sub-committees shall be appointed as set forth in Section 3 A. above.

2. Centurion

The Governor, at their option, may appoint a Centurion, who holds office at the pleasure of the Governor who appoints them and works at the direction of the Governor as one of their advisors.

## **IV. District Conference and Governor's Seminar**

In accordance and conformance with Article XII of the District Bylaws and as further detailed in this Manual, the District shall hold a Fall Conference at least once per biennium and shall endeavor to have a Fall meeting in the other year of the biennium. The Fall meeting in the year of each Zonta International Convention shall be an informal Governor's Seminar instead of a Conference, subject to the protocol and credentialing dictated by Article XIII, Section 11(a) of the Zonta International Bylaws and this Manual. The District 12 Conference held in the year preceding the ZI Convention shall be subject to the protocols and procedures set forth herein and as dictated by ZI Bylaws and held on a date approved by the Zonta International President.

Conferences are to be rotated sequentially (in descending numerical order) between the four areas in the District, to the extent possible. The Governor may choose the location of the Governor's Seminar, with thought given to ease of travel and cost. The District Conference shall have the power to act upon recommendations and resolutions and to submit these to Zonta International.

## **A. Purpose**

1. The District Conference shall be held for the purpose of:
  - a. Promoting the objects and programs of ZI.
  - b. Conducting the business of the District.
  - c. Considering and acting upon suggestions submitted by Zonta International.
  - d. Considering and acting upon resolutions and proposed amendments to the Zonta International Bylaws and Rules of Procedure, the District Bylaws, and this Policies and Procedures Manual, as applicable.
  - e. Providing an opportunity for fellowship.
2. The Governor's Seminar shall be held for the purpose of:
  - a. Conducting the non-voting business of the District.
  - b. Informing Zontians regarding changes resulting from the Convention.
  - c. Discussing Zonta goals for the biennium.
  - d. Introducing the new District Board Members.
  - e. Training and fellowship.
  - f. Promoting the objects and programs of Zonta International.

## **B. Organization**

The procedure for planning and organizing the District Conference and, as appropriate, the Governor's Seminar, shall be as follows:

1. District Conference Dates and Location [Procedure]
  - a. Conference dates must be approved by the International Board of Zonta International. The International Board, by policy, will approve dates four years in advance. The Governor may request approval of Conference dates each

year for the next four years.

- b. The District Board will review the location options with the designated Area for each District Conference and determine the Conference location during the summer Board meeting held the year prior to the Conference.

2. Host Club [Procedure]

- a. The Host Club is responsible for all local arrangements and facilities at Conference, for keeping track of all communication with regard to the Conference and keeping the Governor informed. Hotel/motel, tours, meals and similar items should be approved by the Governor in advance. A written contract with the hotel/motel is required and shall be reviewed by the Governor.
- b. The Host Club shall be responsible for the appointment of a Conference Chair. The Conference Chair, with the assistance of the Governor, shall appoint the following positions and Sub-Committees:
  - (1) Conference Treasurer, who shall work closely with the District Treasurer and shall:
    - (a) Assist in Budget planning.
    - (b) Pay all Conference expenditures.
    - (c) Prepare the final Conference Budget within 30 days of the Conference and forward the Report to the Governor.
    - (d) Advise each Committee Chair of budgetary limits.
    - (e) Monitor the finances to ensure that income is adequate to cover expenses.
  - (2) Registration Chair, working closely with the Conference Treasurer and the Credentials Chair, shall:
    - (a) Receive the registrations and record all registrants.
    - (b) Deposit the funds.

- (c) Reconcile the accounts.
  - (d) Staff the registration desk before and during Conference.
  - (e) Assemble registration packets.
  - (f) Present the attendance report at the final business session.
- (3) Protocol Chair, who shall:
- (a) Provide and place name tags for the head tables and the Delegate tables for each session. Line up those seated at the head table for entrance into the first session.
  - (b) Line up the flag bearers for the first session.
  - (c) Be familiar with the ZI Protocol Manual.
- (4) Zonta Store Chair, who is responsible for:
- (a) Securing exhibitors.
  - (b) Keeping the store open as scheduled.
  - (c) Providing space for the clubs to sell their products and ensuring the safe-keeping of the merchandise during Conference.
- (5) Credentials Chair, who shall:
- (a) Obtain official list of voting District Officers, Delegates and Alternates.
  - (b) Prepare materials to register the voting Delegates and voting District Officers.
  - (c) Open and operate credentials desk and check in Delegates for each business session.
  - (d) Ensure Delegates are wearing name tags

and sitting in the designated section for voting Delegates.

- (e) Presents Credentials Report at designated times. The Report should specify the number of voting District Officers, Delegates and proxies.
  - (f) Assist the Tellers Committee by certifying each voting Delegate.
- (6) Tellers, who shall:
- (a) Obtain the official list of nominees from the Nominating Committee Chair.
  - (b) Obtain ballot boxes for voting.
  - (c) Prepare ballots.
  - (d) Arrange for a separate voting room for confidentiality.
  - (e) Conduct voting with cooperation of the Credentials Committee.
  - (f) Count votes, record them on a tally and report voting results when the Governor calls for the report.
  - (g) Present written voting report to the Governor.
- (7) Memorial Service Committee, which shall work in cooperation with the Lt. Governor to conduct the Memorial Service. The Committee shall be named from one of the clubs in the Area hosting the Conference.
- (8) Other Sub-Committees or positions as needed.
3. Conference Committee [Procedure]

The Conference Chair, their appointed chairs and committees and the Governor shall constitute the Conference Committee. The duties of the Conference Committee include the planning of all aspects of the Conference. The Conference Chair shall also submit a written report of the Conference to the Governor within 30 days



of the end of the Conference.

4. Budget

- a. The Host Club will confer with the Governor and prepare the Conference Budget.
- b. The Budget is to include projected full and partial registration amounts; cost of each event, meals, table favors, printing, supplies, equipment, memorial service expenses, speaker fees or entertainment; rooms, meals and registration for the International Representative, and the Saturday night dinners for the current YWPA and JMK scholarship winners. Scholarship winner's sponsoring clubs will be responsible for any other guests' meals. Rooms for the Leadership Team may be included in the conference budget or reimbursed from the Leadership Team Meeting expenses. [Procedure]
- c. The Budget will be presented to the District Board for final approval at the summer Board Meeting prior to the District Conference. [Procedure]
- d. An advance on Conference fees will be sent to the Host Club after June 1 of the Conference year. If fees or deposits are required prior to June, the District Treasurer, with the approval of the Board, may advance the money from the Conference Fund earlier. [Procedure]
- e. Once the Conference Fees are set, any deviation must be approved by the Governor and/or the District Board. There will be no refunds of registration fees. [Procedure]
- f. Profit, after expenses, must be returned to the Conference/Area Meeting Fund. The Host Club will be reimbursed for any deficit from the Conference Fund.

5. Governor-Elect [Procedure]

The Governor-Elect shall:

- g. Meet with the Host Club for the Governor's Seminar at least one (1) year prior to the Seminar.

6. Miscellaneous

- h. Conference Program.
- (1) With the assistance of the District Board and the Conference Committee, the Governor shall be responsible for planning the programs for Conference. The Conference programs shall promote the objects of Zonta International, the approved International Service Projects and the programs for the biennium.
  - (2) The Host Club is responsible for the printing of the Conference Program, after approval from the Governor. The content of the Conference Program is the responsibility of the Governor and the Conference Committee. [Procedure]
  - (3) The proposed Conference Rules of Order shall be printed in the Program.
- i. The Governor may seek the advice of the Host Club on local speakers of merit. [Procedure]
  - j. Conference materials should be available at the pre-Conference District Board Meeting. [Procedure]
  - k. Other clubs from the Host Club Area should be invited to serve as hosts for the different social events at Conference. [Procedure]
  - l. The District Parliamentarian may be present at Conference business meetings and should review the entire Conference agenda and script before the Conference begins.
  - m. The Host Club shall be responsible for organizing a fund raiser, such as a coffee break, to raise monies for the District 12 Scholarship Fund. (*See, Section 7 E.*)
  - n. Within 30 days after Conference, the Host Club will prepare the Conference Report. The Report should include details of the planning process, successes and failures, details of the budgeting, final financial report including the reimbursement to the District of excess funds, a copy of the registration list, a summary of evaluation form comments, and any other items of interest to the next Conference Committee. The Conference Reports are essential to Conference planning and serve as

Conference reference manuals. The Conference Reports describe the details for Conference planning and the budget. [Procedure]

### **C. Additional Role of Governor** [Procedure]

In addition to the other duties set forth herein, the Governor shall:

1. Work with the Conference Committee Chair to appoint the members of the Credentials Committee, Protocol Committee, Tellers, Registration Committee, Timekeeper and other Committee Chairs or Coordinators deemed necessary for the Conference.
2. By September 1, ensure the District Treasurer has confirmed with the Registration and Credentials Committees the number of dues paying members in each club for compiling the Delegate and Alternate Lists for the Credentials Committee. (Note: the number of Delegates is determined by the number of paid members in the club as of September 1.) Any decisions regarding exceptions or clarification of club representation shall be referred to the Governor.
3. After the information is received by the Registration and Credentials Committees, ensure that the Credentials Committee sends an e-mail to each Club President, with a copy to the District Secretary, advising the Presidents of the number of Delegates the respective club may identify for Conference voting purposes.
4. Ensure that immediately after the early registration deadline the Registration and Credentials Committees confirm the Delegate/Proxy information with the District Treasurer and send it to the Club Presidents for verification (with copies to the Area Directors, Secretary and Governor.)
5. Ensure that if the Delegate/Alternate/proxy information is not received from a given club at the time of the early registration deadline, the appropriate Area Director will follow up and resolve any issues with Club Presidents in their respective Areas and that the District Secretary and Registration and Credentials Committees have a finalized list for the Area by the due date for the agenda packet.
6. Within 60 days of the Conference, forward the District Conference Report Form of the Governor to each club in the District and Zonta

International Headquarters.

7. Work with the Conference Chair to arrange seating for the head tables, and provide the Host Club and Protocol Chair with the seating assignments.
8. Ask the District Secretary to retain all motion forms and election ballots for at least ninety (90) days after the Conference.
9. Prepare a script for the Conference, and provide copies to the District Board Members, the International Representative and the Conference Chair.
10. Preside at the District Meeting.
11. Ensure that a report of Conference actions with respect to proposed Zonta International Bylaws amendments or Resolutions is provided directly to the Zonta International Bylaws and Resolutions Committee chairman following the Conference, with a copy to Zonta International Headquarters. Proposed bylaws amendments are to be sent within 30 days after Conference, and proposed resolutions are to be sent at least 180 days before the Convention.

#### **D. Call to Conference**

1. The Governor shall ensure that an official Call to Conference is sent to every member in the District and the International Representative at least sixty (60) days prior to the Conference.
2. The Call shall include: the registration form, forms and directions for naming Delegates, Alternates and proxies, travel information, hotel/motel accommodation information, District Budget and financial statements, District Dues information, a summary of the program and all voting items, including the slate of candidates.
3. Credentials information and notice of proposed changes affecting the District or its policies, Zonta International Bylaws changes or ZI Resolutions, shall be sent to the President of each club within the District and the International Representative within sixty (60) days before the Conference.
4. In addition to the Call to Conference, the Governor should inform each Club president of the importance of Delegates, participating in the Service of Remembrance, the Zonta Store, Zontian of the Year and other District Awards. [Procedure]

## E. Conference

### 1. Voting

- a. The voting members of the District Conference shall be elected District Officers and the Delegates of each club in good standing.
- b. Elections shall be by ballot vote of delegates and board members present and voting.
- c. Delegates and Alternates.
  - (1) Each club is entitled to one Delegate and one Alternate; however, if the number of members in the club totals 31 or more, two Delegates and two Alternates may be identified. If the number of members in the club totals 61 or more members, three Delegates and three Alternates may be identified. Delegate numbers are based on paid membership to District by September 1 of the year in which the subject District Conference is to be held.
  - (2) Delegates and Alternates are elected or chosen by the club they represent.
  - (3) A Delegate may carry more than one of the total votes to which a club is entitled.
  - (4) A member of the District Board shall not be a club Delegate or Alternate.
  - (5) Transfer of voting privileges from a Delegate to an Alternate can only be made through registration with the Credentials Committee.
- d. A set of voting cards (red and green) will be given to the Delegates at the Conference Registration table. Delegates and Alternates will receive a designation indicating whether they are serving as a Delegate or an Alternate.
- e. Proxies
  - (1) If necessary, a club may appoint a proxy to vote in

place of each of its authorized delegates. The District 12 Board recommends that any club using a proxy defray some of the expenses of the proxy.

- (2) Any member carrying a proxy for a club is obligated to provide a report to the club soon after the Conference.

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  - (3) The Zonta International Bylaws provide that a club may not be represented by proxy at more than two (2) consecutive conferences and a club may carry the proxy votes from no more than two (2) other clubs except that the total votes carried by one (1) club may not exceed five (5).
  - (4) Emergency Proxies. A club with a delegate, who is the sole member of a club attending conference, shall be entitled to an emergency proxy to be carried by another club, in the event that the delegate is unable to vote or otherwise participate in the conference.
- f. A majority of voting members registered at a Conference shall constitute a quorum.
  - g. The District Nominating Committee shall propose a slate of candidates for the elected offices of the District. More than one person may be nominated for an office.
  - h. Nominations may be offered from the floor during the District Conference when nominations are called for by the Governor. Candidates to be nominated from the floor shall possess the qualifications required for the position for which they are running. They shall submit to the Chairman of the District Nominating Committee, at least five days (5) prior to the first business session of the Conference, a completed Candidate Information Form for Nominations from the Floor and a photograph. The form must also be signed by the nominator, who must be a Zontian in good standing. The form can be found on the District 12 website in the Members Only Area, under District 12 Conferences. Upon review of the nomination forms and a determination that the candidates meet the qualifications required, the Chairman of the District Nominating Committee shall inform the Governor of the potential floor candidates.
  - i. All candidates will give a short speech at the District Conference stating why they should be elected to the

position for which they are running.

- j. Election shall be by a ballot vote. District Governor, Lieutenant Governor and Treasurer shall be elected by a majority vote of voting members at the District Conference. Area Directors shall be elected by a majority vote of the delegates from the clubs in a given Director's area. In the event that no candidate receives a majority of the votes, there shall be a run-off election between the two candidates receiving the highest number of votes cast. In the event of a tie vote for second place, the top three candidates shall be involved in the election.
- k. In the election for Nominating Committee, the three (3) candidates receiving the highest number of votes shall be deemed elected. The candidate receiving the highest number of votes shall be designated the chair.

## 2. Resolutions

- a. The Delegates to the District Conference may adopt Resolutions (statements of opinion proposing a policy or procedure) they would like to have considered at the Zonta International Convention.
- b. Any adopted resolutions must be sent to the Zonta International Bylaws and Resolutions Committee at least 180 days before the Convention. However, as stated in the Zonta International Bylaws under "Resolutions":

- (1) If, due to unavoidable circumstances, a resolution proposed by the Zonta International Board, by a committee of Zonta International, or by a district conference cannot be mailed to the Zonta International Bylaws and Resolutions Committee 180 days before the convention, the resolution may be exempt from the requirement of referring the resolutions to the Bylaws and Resolution Committee. Such resolution may be submitted directly to the convention, provided that the resolution has been published in *The Zontian* magazine with the Call to Conference or has been submitted to the members of the Zonta International Board and to each club at least ninety (90) days before the convention. A resolution proposed by a club shall in all cases be sent to the

Zonta International Bylaws and Resolutions  
Committee.

3. Amendment to ZI Bylaws or Rules of Procedure
  - a. The Delegates to the District Conference may adopt proposals to recommend changes to the Zonta International Bylaws or rules of procedure.
  - b. A member of a Zonta club may recommend to the club for approval proposed changes in Zonta International Bylaws or rules of procedure. After club approval, the club may submit the proposal to the District Board.
  - c. If the District Board determines that the proposal does not require further study, it shall publish the proposal to all other clubs in that District at least sixty (60) days before District Conference and shall submit the proposal to delegates at the Conference. The District Board may also submit a proposal to the District Conference in the same manner.
  - d. If a majority of the voting members at the District Conference adopts the proposal, the District Secretary shall submit the proposal to the Zonta International Bylaws and Resolutions Committee within thirty (30) days after the Conference.
4. Standing Rules

Proposed Standing Rules of the Conference shall be inserted in the Conference Program and be adopted at the first business meeting.

**F. International Representative** [Procedure]

Zonta International will send a representative to the District Conference.

1. Governor's Duties
  - a. The Governor is responsible for preparing the International Representative for the District Conference by sending a tentative Conference Program, describing climatic conditions, and providing travel information.



- b. The Governor shall also ask the International Representative to participate in the program where appropriate. The International Representative should deliver the ZI President's message, be actively involved in the Conference, attend District Board meetings scheduled in connection with the Conference and be asked to make summary comments towards the close of Conference.
- c. The Governor shall select a gift for the International Representative at a cost of approximately \$50.00. The gift should be an item that is representative of the area or that relates to the Conference theme. It should be easily transportable. The cost of this gift is charged to the Conference Fund. (District Board may present a gift at its own expense.)

## 2. Arrangements

- a. The International Representative shall have a single room. A welcome gift should be in the room on arrival (*e.g.*, fruit, flowers, *etc.*)
- b. Conference materials also should be available at the Pre-Conference District Board Meeting. The International Representative's expenses, while at the Conference, shall be covered by the Conference Fund. Zonta International pays travel expenses.

## 3. Travel and Escorts

- a. The Conference Chair shall be responsible for having the International Representative met at the airport, transported to the Conference site and registered.
- b. An escort should be assigned to the International Representative for the duration of the Conference. However, with the International Representative's permission, alternative arrangements can be made to allow more members the opportunity to meet with the International Representative and to have the International Representative know the District (*e.g.*, rotate Board Members as escorts, assign District Committee Chairs, members of a new club, *etc.*).

- c. Seating Protocol. The International Representative is seated at the right of the podium or to the immediate right of the Governor. The International Representative is considered to be the highest ranking guest at the Conference.

## **G. Memorial Service** [Procedure]

1. The Memorial Service is an ecumenical service to remember Zontians and past Zontians who have passed away since the previous Conference.
2. The Lt. Governor will work with the Memorial Service Committee to obtain the names and biographies from Club Presidents regarding the deceased and print the program for the service.
3. The club hosting the Service will be responsible for purchasing items needed for the service from monies budgeted for this committee.

## **H. District 12 Awards** [Procedure]

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1. In order to facilitate the handling of awards at each District Conference, the District awards process will include the following:
  - a. The Delegate(s) representing the award-winning clubs are presented a paper certificate. After the Conference, the Delegate(s) enter the certificate in their club record(s). The District Banner shall list the awards and the annual awardees. The District Internal Communications Chair will add the names of the new awardees each year. The Banner will be kept with the large flags and displayed at each District Conference.
  - b. The District External Communications Chair will provide a format press release regarding District awardees and send it to the awardee's local newspaper, Club President and Club PR Chair, "Retired" awards (*e.g.* the hat, bell, banner, international flags, *etc.*) are part of the Conference set-up materials.
2. The following regular District 12 Awards shall be awarded District Conference:
  - a. Travel Award - Club that has traveled the farthest with the highest percentage of members present. (Round trip miles

times number attending divided by the number of members in the club).

- b. Bell Membership Award - Club, with a membership 30 or under, to achieve the highest **net** increase during the previous year (September 1 to September 1).
- c. Banner Membership Award - Club with a membership 31 or over, to achieve the highest **net** increase during the previous year (September 1 to September 1).
- d. Governor's Angel - At the Governor's discretion, to the club or the individual that has assisted the Governor in some manner.
- e. First Time Attendees Award - Club with the most first time attendees at the Conference.
- f. Governor's Memorial Service Award – Club with the best overall service program. All the work done by the club on local service projects as well as the extent of its monetary support of Zonta International Service Projects through club contributions to ZIF are included in the evaluation. The clubs' annual reports are the source of the following criteria:
  - (1) How well did the club projects improve the status of women in the community and/or help prevent violence against women in the community? (25 points)
  - (2) Did the club projects contribute to visibility of Zonta in the community? (25 points)
  - (3) Did the club contribute one-third of service dollars to the Zonta International Foundation? (25 points)
  - (4) Was at least 50% of the membership involved with service projects? (15 points)
  - (5) Were the results sustainable (i.e. long lasting or are projects continuing)? (10 points)
- g. Advocacy Award – Club whose project is most aligned with the advocacy goals during the current biennium.

3. Special Awards. In addition to the annual District 12 Awards, other awards may be given at District Conference, as determined by the District 12 Board during the biennium in which presented. District Chairs will coordinate special awards with Area Directors and Governor.

## **I. Inventory Procedure**

1. Approximately one month prior to the upcoming District Conference, the current conference chair should contact the president of the future host club to advise them that the following District Conference inventory items will be given to their club for safe keeping until the next District Conference.

Inventory Items include:

Flags; flag poles and stands; traveling hat; bell; brown & gold banner; international flag set, large quilted wall hanging; badge holders; red & green voting cards; table tents

2. Arrangements should be made to transfer these items immediately at the end of the District Conference. A District Conference inventory list, posted on the District 12 website, must be completed by the current conference chair and the president of the future host club, or their designates, when the transfer of items is completed. A copy of this list should be posted on the District 12 website with other documents from the District Conference.

## **V. Area Meetings**

In accordance with Article VIII of the District Bylaws and as further detailed below in this Section of the Manual, each Area shall hold at least one (1) meeting or workshop annually to promote the objects and programs of Zonta International and for planning and training.

### **A. Program Planning** [Procedure]

The program for the Area meetings is planned by the Area Director and the Host Club.

## **B. Responsibilities of Area Directors** [Procedure]

The Area Director shall:

1. In cooperation with the Governor, select a date and a Host Club for the Meeting.
2. Meet with the Host Club to view the facility, determine registration fee, assist with budget preparation and check for necessary equipment.
3. Prepare the agenda for the Meeting and a Meeting Evaluation Form.
4. Issue a call to the Area Meeting in cooperation with the Host Club.
5. Serve as Chair of the Meeting.
6. Report to the District Board about the Meeting.

## **C. Responsibilities of the Host Club** [Procedure]

The Host Club shall:

1. Arrange for:
  - a. A meeting place and necessary equipment.
  - b. Registration Table.
  - c. Refreshments during breaks.
  - d. A fundraiser to raise monies for the District Scholarship Fund. (*See Section 8 E.*)
2. Prepare a budget in cooperation with the Area Director.
3. Appoint committees and chairs, as necessary, to plan the Area Meeting.
4. Submit a financial report to the Area Director.

## **D. Call to Area Meetings** [Procedure]

1. The Area Director shall send a Call to Area Meeting to the

Presidents of the clubs in the designated Area, all District Board Members, International Liaison, and all members in the Area at least 45 days before the Meeting. The Call to Meeting shall include the date, location, contact information for the Host Club, the proposed agenda, registration fees, and travel directions.

2. The Call to Meeting shall include hotel/motel arrangements and registration forms.

## **E. Budget and Profit**

1. The Area Director and the Host Club shall establish the Registration Fee and estimate number of attendees.
2. The Area Director and the Host Club shall prepare a budget based on anticipated income, which may include the following: cost of facilities and equipment rental, meal costs including cost and gratuities, printing of program and other materials, and costs associated with outside (non-Zontian) speakers.
3. Profit, after expenses, must be reported on the Area Meeting Financial Report. Such monies shall be returned to the District and allocated to the District Conference Fund.
4. Host Club will be reimbursed for any deficit from the Conference/Area Meeting Fund.
5. A Final Area Meeting Report and Budget must be submitted to the Governor within 20 days following the close of the Meeting. An Area Meeting Report Template can be found on the District 12 website in the Members Only Area, Area Meetings section.

# **VI. International Convention**

## **A. Representation and Expenses**

1. The outgoing Governor is the Delegate to the International Convention and carries the District 12 vote.
2. The Board shall set a budgeted amount for covering the Governor's and Governor-elect's expenses, in whole or in part, for attending the Convention. The amount budgeted may be paid to the Governor and Governor-elect before the Convention. The Governor and Governor-elect shall pay travel, hotel and registration costs from

these advanced funds. Any excess is reimbursed to the District. Extra reimbursables should be requested within 20 days after the Convention and must be approved by the Board.

3. The Governor-elect shall ensure that a list of District 12 attendees, hotel and contact information is provided to all District 12 participants.

## **B. District 12 Meeting** [Procedure]

1. District Meetings are scheduled immediately prior to the opening of the Convention or within the Convention schedule.
2. All Delegates must attend the meeting to receive the most current information from District Officers, bylaw change comments, and resolutions to be presented to the Delegates. All other District 12 members attending the Convention are encouraged to attend.
3. The outgoing Governor will make arrangements for the installation of District Officers at this meeting.

# **VII. Education Fund**

## **A. Purpose**

1. The purpose of the District 12 Education Fund is to provide Area Directors, Board Members or others designated by the District 12 Board with funding for the education of Zonta members. The training might include, but is not exclusive to, officer/leadership development, membership recruitment and retention, club revitalization, conflict resolution, the basic organization of Zonta and other educational programs.
2. The Governor will name a District 12 Education Fund Review Committee of no fewer than three members. It should include at least one Area Director. Applicants for funding will recuse themselves from the review process.

## **B. Application Procedure**

1. An Area Director or other District 12 Board Member may submit a proposal for use of monies from the District 12 Education Fund to support the training which they seek to facilitate. The applicant

should provide the following information:

- a. The title and subject of training program.
  - b. The measurable objective(s) of the program.
  - c. The means by which the objective(s) will be measured.
  - d. The estimated number of Zonta members to be trained and from which clubs.
  - e. The process or plan of the training (how it will be taught/offered).
  - f. The materials and resources needed for the training with their itemized costs.
  - g. The total amount of money being requested.
  - h. Proposed presentation date(s) or timeline and venue.
2. The proposal should be sent to the Review Committee Chair, with copies to the Governor and all Area Directors. This will ensure communication between AD's who might be able to provide information, resources, and/or insights regarding similar training programs previously attempted or presented. Also, other AD's might be interested in having their clubs participate in the training or at least inquire on the outcome of the training program.

## **C. Review Process and Criteria**

1. The Review Committee Chair will forward the proposal and criteria to the Review Committee members. The committee members shall examine the proposal and submit their reasons for approval to the Chair of the Committee, who shall send their recommendation to the Governor and the District Treasurer. This review process may take place electronically.



## **VIII. District Finances**

### **A. Financial Accountability**

1. In accordance with Article XI of the District Bylaws and as further detailed in this Section of the Manual, the District should adhere to a strict policy of financial accountability and responsibility.
2. This Manual provides the District rules of procedure regarding District financial transactions, financial approvals, reimbursement of expenses, financial review/compilation and related financial matters. These procedures should be consulted frequently and followed in detail. Clear financial procedures and detailed compliance help avoid misunderstandings and potential disputes.
3. It is the responsibility of District Board Members to base their decisions on accurate and timely financial information. In order 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.
4. 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.

### **B. Dues**

1. District Dues and fees shall be established by two-thirds (2/3) vote of the club Delegates at District Conference, with proper notice.
2. The annual District dues (without fees) per member and shall increase each year by \$1.00. Beginning in December of each year, the dues are reduced by one-half for new members. These dues are to be remitted at the time a new member joins the club.
3. Clubs are responsible for paying the Annual District Dues and the Conference Assessment by June 1<sup>st</sup> of each year.
4. Checks are made payable to Zonta District 12, and are sent to the District 12 Treasurer.

5. The District 12 Education Fund fee of \$2.00 per member is to be paid at the same time dues are paid. This fee is **not** prorated after December 1<sup>st</sup>.
6. A Conference Fee of \$3.00 per member is to be paid at the same time dues are paid. A club must also pay the Conference Fee for each new member it takes into membership during the year. This fee **will not** be prorated after December 1. The Conference Fee will be used to pay for expenses of the Conference, Governor's Seminar and Area Meetings in accordance with this Manual and the ZI Bylaws and Rules of Procedure.
7. Any Conference monies in excess of expenses shall be earmarked for future Conferences/Area Meeting expenses.
8. District 12 shall pay international dues and waive District dues for Past International Presidents from District 12. Clubs are encouraged to waive club dues for Past International Presidents from District 12. Past International Presidents will retain full voting membership status.

**Total District Dues and Fee Structure** [Procedure]  
**[EFFECTIVE WITH DUES RENEWAL DUE ON JUNE 1, 2022]**

1. Each continuing Member	Dues* Conference Fees Education Fee Total	\$ 37.00 3.00 <u>2.00</u> \$ 42.00
2. Each new member joining <u>before</u> December 1	Dues* Conference Fees Education Fee Total	\$ 37.00 3.00 <u>2.00</u> \$ 42.00
3. Each new member joining <u>after</u> December 1	Dues* Conference Fees Education Fee Total	\$ 18.50 3.00 <u>2.00</u> \$ 23.50

\*Dues shall increase by \$1 each calendar year.

Membership Transfer Privileges. A member desiring to join a Zonta Club in District 12 may transfer membership to that club, provided the required dues have been paid to the club from which the member is transferring. If the transfer occurs during the Zonta fiscal year (beginning June 1) no additional District or International dues shall be due until the beginning of the next fiscal year. District 12 encourages each club to accept the transferring member without additional club dues for the partial fiscal year.

### **C. District Board Member Expenses** [Procedure]

1. District Leadership Team's expenses for performing official Zonta business, as budgeted, may be paid by the District. Expenses include but are not limited to transportation, meals, postage, telephone and Leadership Team Meeting expenses. (*See also Section 7 D.8., Expenses for Invitations and Visits.*)
2. A request for reimbursement form may be completed and expenses itemized. This reimbursement form, along with appropriate receipts should be submitted to the Governor for review and approval. If approved, the Governor will send the paperwork to the Treasurer for payment within thirty (30) days. Donated expenses shall be itemized and so noted on the form. All reimbursement forms, except those for the Governor, shall be approved by the Governor. The vouchers and bills of the Governor shall be approved by the Lt. Governor.
3. All expenses should be submitted within sixty (60) days of the expenditure for the reimbursement. If expenses are not submitted within this time frame, they may not be reimbursed. No request for reimbursement will be considered if submitted more than thirty (30) days after the end of the biennium.
4. International Convention Expenses(*See Section 6, paragraph A.2*).  
  
Inter-District meeting expenses shall be paid in the same manner as expenses for the International Convention.
5. The District shall pay the registration fee for the Delegate from a newly organized club to the first Conference the Delegate attends.
6. Carpooling is recommended, if feasible. Mileage reimbursement will be based on air fare or miles traveled based on on-line mileage calculations. The Board may annually establish the mileage rate.

7. The budget line item identified as "Leadership Team Meeting Expense" shall include expenses for rooms, meals and mileage or air fare for District Leadership Team Meetings. Room expenses for the Leadership Team at the District Conferences may be paid from the Conference budget or may be reimbursed from the Leadership Team Meeting Expense line item.
  - a. District payment for hotel accommodations for District Leadership Team Members shall be one-half (1/2) of the double occupancy rate, except that the District shall pay for a single room when the number of Leadership Team Members requiring accommodations is uneven and it is not feasible for a Leadership Team Member to share a room with another Zontian attending the event. If a Leadership Team Member requests a single room, they shall pay the difference between one-half (1/2) the double occupancy rate and the single room rate, except that the Governor shall have a single room at no additional charge.
  - b. Miscellaneous charges, such as cleaning, telephone, *etc.* added to the hotel bill are considered personal expenses and shall not be reimbursed. Reasonable amounts for gratuities (maid, bellman, *etc.*) shall be allowed.
8. Expenses for Invitations and Visits to Clubs.
  - a. The District shall pay mileage expenses and hotel expenses for Leadership Team' official visits and for meals when part of travel time. The club shall be responsible for meals, if they are part of the meeting structure.
  - b. When a member of the Leadership Team elects to attend a club function and is not part of the program or officially representing the District, the member is responsible for the expenses.
  - c. All requests for reimbursement must be made on the expense reimbursement form.
9. Expenses for Area Meetings
  - a. If a Leadership Team Member is requested to participate in the program of an Area Meeting as an official

representative of the District, the member can choose to pay their registration fee or the District will reimburse her. The District will pay for overnight accommodations and mileage. Friday evening meal expenses can be paid by the Board Member or the District. Saturday meals are normally included in the registration fee and will not be a separate expense.

#### **D. District 12 Scholarship Fund** [Procedure]

In order to supplement the awards given to scholarship winners by Zonta International, District 12 will maintain a scholarship fund for the purposes of awarding \$1000 to the District 12 JMK scholarship and \$1000 to the YWPA awardwinner each year. This scholarship fund will be supplemented through a fund-raising feature, such as a coffee break at the annual District Conference, and through fundraising at Area Meetings.

#### **E. Accounts and Books**

10. In accordance with Article XI and as further detailed in this Section of the Manual, the Treasurer shall allow, at all times, the District 12 financial records to be open to inspection by the District Board and any auditors named by the Board.
  - a. At the close of each biennium, the District Board shall cause the District Financial Records to alternate a compilation or review by certified/chartered public accountants or by a qualified individual independent of the District Board. For purposes of the compilation or review, the books and financial records shall be closed May 31 for audit or review at the close of each biennium.
  - b. The compiled or reviewed financial statements shall be presented at the District Conference together with the compilation/review report.
11. The District Financial Records shall be open for review by any member in good standing. Such review shall be requested through the Governor.
12. The District Board shall have the authority to transfer funds between accounts as it deems necessary to cover unanticipated expenses. All such changes shall be reported to the clubs through

the Area Directors.

13. The Treasurer shall use money market, checking, savings accounts, certificates of deposit or other appropriate money management techniques to maximize earnings on District Funds.
14. The District Board shall take action annually to determine the use and disposition of interest earned from District Operating and Conference funds, even if the decision is to allow the interest to accrue in those respective funds.
15. Provided funds are available, the District Budget may allocate funds for the use of Committees.
16. The District Board shall ensure that the Treasurer has performed the required 990 filing and submitted it to the IRS.

## **F. Restricted/Reserve Fund**

The District shall maintain a restricted/reserve fund of \$15,000, to be funded with \$5,000 per year for 3 years starting in fiscal year 2013. The fund shall be held in perpetuity and used only for emergencies after a vote of the District Board.

# **IX. Operational Guidelines Protocol**

[Procedure]

## **A. Recognition and Seating**

1. It is required that the presiding officer always be placed at the center of the head table. To the right of center, is the guest of honor (the speaker of the evening or an International representative).
2. If the Governor or the Area Director is not the guest speaker they may be seated at the right of the guest speaker or the left of the presiding officer.
3. The presiding officer may introduce the highest ranking officer first in order of seating: following introduction of all to the right - start with person seated at the immediate left and proceed to left in order of seating.

4. If the honored guest(s) are to be formally introduced at a later time, presiding officer may start to the extreme right and proceed to end of head table. All persons seated at the head table(s) should be introduced at the start of the meeting. If unable to seat all who would be entitled to head table, you may have a second head table (below or to opposite side of the room).
5. If introducing the speaker of the evening, give name of person at conclusion of introductory statement. Look at the speaker as you conclude with name as their clue to rise. You remain standing until speaker turns and says "President/Governor \_\_\_\_\_", or other similar acknowledgment.
6. Flower arrangements and table decorations should be unobtrusive. Equipment, such as microphone, projectors and videos should be tested prior to the commencement of the meeting.
7. International Officers/District Officers:
  - a. The International and District Officers have the following ranking:
    - (1) Current International Board Members.
    - (2) Foundation Officers and Directors.
    - (3) International Honorary Members.
    - (4) Past International President.
    - (5) Current District Board Members.
    - (6) District Honorary Members.
    - (7) Club Presidents.
  - b. Table Seating Guidelines are as follows:
    - (1) Presiding Officer, center.
    - (2) Speaker, to right of presiding officer.
    - (3) Person giving invocation, to left of presiding officer (not arbitrary).

- (4) International President or most honored guest on left if no invocation or to right of speaker.
- (5) District Governor, Lt. Governor, International Chair, or other honored guests, right of the speaker or left of the presiding officer.
- (6) Anyone may be at the head table if there is a reason for being there. Recognition should always be made by the presiding officer of honored guests not seated at the head table.

## **B. Invocation**

1. Zonta is an International Organization representing many faiths and cultures. Reference to any one religion is inappropriate.
2. The invocation should be non-sectarian and if possible reflect a universal point of view, *i.e.*, peace, brotherhood, sisterhood, humanity, *etc.*

## **C. Speaker**

1. Ascertain well in advance if guest speaker is expecting an honorarium.
2. Advise speaker of time allowed for presentation. Offer to make hotel and travel arrangements, if appropriate and assign a courtesy hostess.
3. Remember to write a "thank you". If your speaker is from out-of-town, it is a courtesy to send any clippings of all publicity.

## **D. Club Courtesies to Governor**

1. A club should extend to the Governor any courtesies extended to an honored guest. The Governor should be seated in a place of honor and given an opportunity to say a few words in the official capacity as Governor. The Governor should have a chance to meet all of the club's members.
2. The club should offer to meet the Governor's plane, assign a courtesy host, make hotel/motel arrangements, and local transportation arrangements, if necessary. Remember to write a



“thank-you.”

3. The club assumes the responsibility for the Governor's meal.
4. The Governor should be put on the club's newsletter mailing list.
5. Except when on an official visit, the Governor is considered as a member of the Governor's home club.

## **E. Club Responsibilities to Area Directors**

1. Each club is expected to extend an invitation to the Area Director, early in their year, for an official visit.
2. The club should extend to the Area Director any courtesies that would be extended to a distinguished guest. On such a visit, the Area Director represents the Governor, the District and Zonta International. The Area Director should be seated in a place of honor and given an opportunity to say a few words in the official capacity as Area Director. The Area Director should be given the chance to meet all of the club's members. The club should offer to meet the Area Director's plane, assign a courtesy host, make hotel/motel arrangements, and local transportation arrangements, if necessary. Remember to write a “thank-you.”
3. The club assumes the responsibility for the Area Director's meals during a visit.
4. In the home club, an Area Director is treated as a club member except when paying an official visit.
5. The Area Director should be kept informed of all club activities and should be put on the club's newsletter mailing list. Area Directors should receive invitations to special events.
6. Clubs should look to Area Directors for advice and assistance before contacting the District Governor, and should contact the District Governor before contacting Zonta International.

## **F. Wearing of Zonta Emblem**

1. The pin is a symbol that you are a member of Zonta International and it must be treated with respect. Jewelry bearing the Zonta

emblem must be authorized by Zonta International.

2. Wear the pin on any occasion in "good taste" on the left front side of blouse or jacket, about 3 inches below collar line.

## **G. Displaying of Flags**

1. When used on a platform the flag is displayed to the right of the speaker. If not on platform, it is displayed to the right of the audience.
2. On a rostrum, flat against the wall, the flag should be behind and above the speaker with canton (rectangle with stars) to the flag's right (observer's left).
3. When an International Representative of Zonta is present, the Representative's country's colors shall be presented second, the country's national anthem played second and the country shall be toasted through its leader.

## **H. Official Visits**

1. Every club is responsible for inviting District Officers to either a Business Meeting or Board Meeting. Area Directors should be invited once a year. The Governor should be invited once a biennium. Clubs may also invite the Governor and/or all District Officers or Committee Chairs for special programs and events.
2. District Officers are excellent resource personnel. They can provide clubs with programs and contribute to New Member Orientation by presenting the overview of Zonta International.

## **I. New Club Charter Events**

1. The date for a new club's Charter presentation shall be approved by the Governor and shall receive priority on the District Calendar. No additional District events shall be approved for that date or a date immediately adjacent to it.
2. The Charter presentation event should occur no sooner than two months following the official organization date (approval date at Headquarters) as adequate time must be allowed for preparation of the Charter and the Gavel.

3. The Governor serves as the International representative at Charter events. The Governor installs the new club's officers and presents the Charter and the Gavel. The Organizing Club or the Organizer has the privilege of inducting the new members.
4. If the Organizer or the Organizing Club is not available to assist the new club in planning its Charter Event, a District Officer will be assigned to the club for this purpose. The Governor will be responsible for informing the club of protocol and will supply mailing lists for invitations when necessary.
5. Invitations to a Charter Event are extended to all clubs in the District through the club presidents. All members of the District Board and all Past Governors also will be invited to this event.
6. The District shall give each new club, at its Charter Dinner or Charter Event \$100.00 to be used by the club to defray the new club's initial costs to file (i) articles of organization with the Secretary of State of their respective state, and (ii) its IRS Form 8476. Other gifts from the District must be approved by the District 12 Board. Approval may be obtained by a email or other typical electronic means, as selected and conducted by the Governor.

## **J. New Clubs** (First Year Meetings)

1. Many of the regulations for new clubs are described in the International Rules of Procedure. The Organizer or Area Director shall assist the new club to review this material. Minutes of all Board and Regular meetings are to be sent to the Governor during the first year of operation.
2. In order to assist new clubs, the Organizer or a member of the Organizing Club should be present at all meetings during the first year. If the Organizing Club/ Sponsor is unable to meet this obligation, it shall contact the Area Director for assistance. This shows both support and provides a resource person for the new club.

## **X. Club Invitations and Visits** [Procedure]

### **A. Club Visits**

1. It is the responsibilities of the club presidents to invite District Officers to attend their meetings.
2. The Governor may elect to visit clubs and attend special meetings upon the request of clubs.
3. Area Directors shall visit each club in designated Area at least once each biennium.
4. Upon invitation, a member of the District Board, or District Committee Chair, may elect to attend meetings and events.

### **B. Expenses**

1. All expenses for invitations and visits shall be paid in accordance with Section 8 D.8.

## **XI. Honoring a Zontian Upon Death**

### **A. Honoring a Past Governor, Governor, or Past International President** [Procedure]

1. To ensure District members are notified in a timely fashion of a Zontian's death, and to ensure the Zontian is honored in a respectful and gracious manner, the following actions should be completed by the Governor, or in the case of a present Governor's passing, the Lieutenant Governor.
  - a. Notify the Zonta International President, District 12's International Director (District Liaison), and the Executive Director at Zonta International.
  - b. Send an email to all District 12 members notifying them of the death and funeral or memorial service arrangements, if available. A picture of the Zontian should be included if possible. Guidance should be provided so that District 12 Zontians who wish to donate to the Zonta International Foundation in memory of the deceased may do so easily.

Those women in the District without email should receive notification of the death through the postal system or other standard means for delivery of hardcopy correspondence (including hand delivery).

- c. Ensure the next edition of the Outreach includes an article on the Zontian.
- d. Contact the family of the Zontian in order to—
  - (1) offer District 12's condolences and any help that can be given.
  - (2) offer a Yellow Rose Ceremony (see below) at the funeral or memorial service in coordination with the President of the Club to which the Zontian belonged.
  - (3) determine if someone from the family would like to attend the memorial service at the next District 12 Conference at which the Zontian will be remembered.

## **B. Yellow Rose Ceremony at a Zontian's Funeral or Memorial Service [Procedure]**

1. Every Zontian has contributed in many ways to their club, and sometimes to the Area, District, and International as well. Many family members are unaware of their contributions and loyalty to Zonta. The Yellow Rose Ceremony is a way to honor a Zontian who has died by highlighting their accomplishments in a short, respectful, and significant observance at their funeral or memorial service.
2. The President of the honoree's Club should:
  - a. Contact the family of the Zontian and offer a Yellow Rose Ceremony for the funeral or memorial service. In case of the death of a Governor, Past Governor or Past International President, coordinate with the Governor or Lieutenant Governor.
  - b. Contact club members to see who will be attending the service. There may also be Zontians from other clubs attending who would like to participate in this ceremony.
  - c. Speak, or designate another Zontian to speak, at the

service. Identify someone to research the Zontian's life utilizing club archives, district archives, and club members. Ask someone to purchase a yellow rose for each Zontian attending the service along with a vase for the flowers. These items should be left with the family.

3. At the service the Club President or designee:
  - a. Comes forward at the appropriate time, introduces themselves, expresses their condolences and explains why the Yellow Rose Ceremony is being done and the significance of the yellow rose. As the Club President or designee is talking, Zontians come forward and place their roses in the vase and return to their seats.
  - b. The yellow rose is Zonta's flower, and it symbolizes friendship. The yellow rose adorns many Zonta items and is also used in charter, installation, and anniversary celebrations.
  - c. Provides the following information:
    - (1) What is Zonta;
    - (2) Name and location of the honoree's Club;
    - (3) Date Zontian was inducted into Zonta and length of membership;
    - (4) Offices held in the club/area/district/international and any other significant contributions to Zonta at any level;
    - (5) Something personal about the Zontian so family and friends know what an integral part of the club the honoree was.

## **XII. Miscellaneous**

1. District 12 of Zonta International shall be governed in accordance with Article XIII of the Zonta International Bylaws and the Zonta International Rules of Procedure, as well as the District 12 Bylaws. To the extent consistent with Zonta International Rules and Procedures, the Rules contained in this Manual constitute the District's standard operating procedure.
2. Clubs shall submit the names of their officers (with addresses, telephone numbers and e-mail addresses) to the Governor, Lt. Governor, District Treasurer, appropriate Area Director and ZI

Headquarters within thirty (30) days of election of club officers (by May 1). Clubs shall submit the names of their Chairs (with contact information) to each of the District Chairs promptly after appointment, but in no event later than thirty (30) days after club officers are elected.

3. The policies contained within this Manual may be amended by a two-thirds (2/3) vote of the District Conference voting members present and voting, or by a mail ballot. If by mail, to take action, a two-thirds (2/3) vote of the Delegates voting shall be required, provided more than fifty percent (50%) of the District clubs respond within 45 days.
4. All proposed Amendments must be sent to the President of each club within the District at least sixty (60) days before the Conference or, if by mail, at least forty-five (45) days prior to the response deadline.
5. Those items labeled as "Procedures" and contained in this Manual may be amended by the Board of Directors as necessary, by majority vote.

## **XIII. Zonta International Policies**

Zonta International has adopted policies affecting all Zonta members. Those policies may be found on the Zonta International website (<http://www.zonta.org/>) under Governance.

## **APPENDIX**

*[Add Interim Rules and Procedures here, as applicable.]*