



## **Zonta International District 02 Rules of Procedure**

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

### **1. District Board**

#### **a. Duties of the District Officers**

##### **i. Governor**

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

##### **ii. Lieutenant Governor**

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

##### **iii. District Treasurer**

1. The Treasurer shall maintain complete financial records. The Treasurer shall use money market checking, savings accounts, certificates of deposits, or other appropriate money management techniques to maximize earnings on District funds.
2. The District Treasurer shall provide to the District Board written quarterly financial reports and a compiled financial statement at the end of the biennium. A copy of the compiled financial statement for the biennium must be sent to the District Governor for that biennium.
3. The District Treasurer shall be responsible for presenting the proposed budget to the Board in the time frame to meet the deadline for the District conference.
4. The biennial District budget shall be presented for approval at the conference immediately preceding the biennium in which the budget is to become effective. The compilation report shall be presented at the appropriate conference/seminar.

5. The Treasurer shall follow the guidelines provided in the Zonta International Bylaws, District Bylaws, and District Rules of Procedure.
- iv. District Secretary  
The District Secretary, in conjunction with the Governor, shall send the minutes of the Board meetings to all Board members and the Zonta International liaison in a time frame agreed upon by the Board. The Secretary shall follow the guidelines provided in the District Manual, District Bylaws, and District Rules of Procedure.
- v. Area Directors  
The Area Directors shall be responsible for reports at each District Board meeting with the format agreed upon by the Governor. They shall follow the guidelines provided in the District Manual.
- b. Officers Reports  
The distribution and timeline of the Governor's Lieutenant Governor's, Area Directors' and Treasurer's reports to the District Board meetings shall be decided by the Governor. Duties of all District Officers and Area Directors shall also include, but shall not be limited to, the duties stated in the current editions of the District Manual and Zonta International Bylaws.

## **2. District Board Appointments**

- a. The Governor shall appoint the Secretary who shall be an officer and a member of the District Board without a vote. The term of office shall coincide with that of the Governor who made the appointment.
- b. The Governor may appoint a Parliamentarian to serve at District conference and as needed during the biennium. The Parliamentarian shall have no vote, and the term of service will coincide with the Governor who made the appointment.

## **3. District Elections**

- a. Elections for Board office will be held within the guidelines established in the Nominating Committee section below, and as provided in the District Bylaws and Rules of Procedure.
- b. The Area Directors shall be elected pursuant to the provisions of the District Bylaws.
- c. In the event of the tie vote for a position and no officer is elected, there will be two (2) run off elections with all candidates for that position included on the ballot. If the tie remains unbroken, the decision will be made by a toss of a coin by the Parliamentarian. The Parliamentarian will assign heads to one candidate and tails to the other. The coin toss will be done in the Teller's room in the presence of the Tellers and validated by the Tellers.

## **4. Board Meetings**

- a. There shall be 3-5 Board meetings each year. There shall be at least one Board meeting immediately prior to the District conference. Additional Board meetings shall be called at the discretion of the Governor and may be conducted via video link and/or teleconference.
- b. Electronic Meetings
  - i. Action by email will require a unanimous vote of the Board. Such actions may be done between Board meetings when necessary or in case of an emergency.
  - ii. A member of the Board of a committee designated by the Board may participate in a meeting by means of conference telephone or similar communications equipment by means of which all individuals participating in the meeting can hear each other.

Participation in a meeting pursuant to this subsection constitutes presence in person at a meeting.

- c. The Governor may invite newly elected and appointed Board members to attend the Board meeting immediately at the conclusion of the fall conference. The incoming Board may attend the last Board meeting of the biennium prior to assuming office. The incoming Board may participate as observers to expedite the transition process.

## **5. District Dues and Fees**

District dues and fees shall be determined by two-thirds ( $\frac{2}{3}$ ) vote for the voting members at a District conference. The District will have an electronic payment method available for dues payments.

## **6. District Finances**

### **a. Expenses**

- i. Expenses incurred by District Officers and Committee Chairs which are to be paid from the District general operating funds are defined in the Zonta International District 2 Reimbursement Guidelines. The reimbursement guidelines may be amended by a two-thirds ( $\frac{2}{3}$ ) vote of the District board. Vouchers for these expenses shall be submitted to the Governor expenses shall be submitted to the Governor for approval before any reimbursement by the District Treasurer. Vouchers for Governor expenses shall be submitted to the Lieutenant Governor for approval before any reimbursement by the District Treasurer.
- ii. The Governor shall approve vouchers for Board members, Committee Chairs and the Conference Chair(s). Vouchers shall be submitted in a timely manner after the expense is incurred, with the exception of incidental expenses of the Committee Chairs, but in all cases submitted not later than May 15 of each year to facilitate closing of the books on May 31. Hotel, travel, telephone/communication expenses, and other receipts shall be attached to the voucher. All requests for reimbursement must be accompanied by original receipts or copies/scanned documents or original receipts.
- iii. Expenses incurred by outgoing Governor and Lieutenant Governor during the period between the end of the fiscal year (May 31) and the close of International Convention when their term of office ends, shall be charged to the convention fund in the fiscal year paid. For comparison of budgeted to and actual figures, these expenses shall be appropriately allocated to give a true picture of each biennium's financial activity. Committee Chairs and members shall present all expenses incurred prior to the close of the fiscal year (May 31).
- iv. Reimbursement of convention expenses for the incoming and outgoing Governors will be presented in the biennium budget as a line item, and based on expected income and expected expenses. The District 2 Board may conduct fundraising efforts for the sole purpose of raising additional funds for attendance by the Governor and Lieutenant Governor at the International Convention.

### **b. District Income**

- i. Interest Income - Total earned interest from all other accounts (savings, money markets, certificates of deposit) for that year will be deposited in the reserve account.
- ii. Excess from District 2 events will be deposited in the operating account.

- iii. At the beginning of the fiscal year, upon review and recommendation by the Finance Committee and District Treasurer, the Board of Directors will determine if any transfer of funds between the reserve and operating accounts need to occur.
- c. **Compilation**

Following the closing of the District books on May 31 of each biennium there shall be a compilation of the books. This compilation shall be arranged by the Treasurer or Finance Committee with the Governor's approval and the will be accomplished by the end of that calendar year. The compilation will be presented to the District conference. One copy shall be attached to the conference minutes, and one copy shall be given to each District Board member.

## **7. District Conference and Seminar**

- a. **Conference:** The District conference is held in the fall prior to the Zonta International Convention (odd years) to conduct the business of District 2.
  - i. The District Board encourages participation from each of its clubs, and works with clubs to identify delegates, alternates and proxy holders through club formation.
  - ii. District 2 follows Zonta International Bylaws Article X/Convention, Section 4/Convention Voting Members. A) Clubs and B) Proxies.
  - iii. Clubs carrying a proxy should not be instructed how to vote, but should be trusted to vote in the best interest of the club.
- b. **Seminar:** The District seminar is held in the fall following the Zonta International Convention (even years).
- c. **Host Club Selection:** The Governor, in consultation with the District Board, shall choose the club to host all District 2 events.
- d. **Conference Records**
  - i. All previously adopted resolutions automatically expire at the end of each District conference. If a subject is to be continued it must be reaffirmed or newly adopted at each conference.
  - ii. District conference motion cards and election ballots shall be retained by the Secretary for at least three (3) months, or until the minutes of the conference have been approved, whichever is longer.
- e. **Conference/Seminar Budget**

The Zonta club hosting the district conference/seminar shall prepare and submit the proposed budget for the entire conference/seminar to the District Board for approval as early as possible in the planning process. For detailed conference/seminar budget guidelines, see the District Conference Manual. It is preferred the budget be in an Excel file format.
- f. **Conference/Seminar Expenses**
  - i. A registration fee shall be charged to each individual member who attends the district conference/seminar. The registration fee should be set to recover the cost of all conference/seminar related expenses. Such items include cost of conference/seminar materials, rentals, any electronic payment method, meals, discounts for first timers or other special incentives, and program needs.

- ii. The District assumes the at-conference expenses such as registration, hotel and meals of the Zonta International representative.
  - iii. The District assumes the at-conference expenses of the District Officers, Secretary and Parliamentarian attending the conference/seminar.
  - iv. Funds shall be advanced to the conference and the seminar host club when conference and seminar budgets have been submitted and approved by the District Board. This advance should be reflected in the budget as Income: Advance from District and Expense: Repayment of District Advance. The District Treasurer shall make the advance when the host club requests it via a voucher request.
  - v. Refunds of conference/seminar registrations will be made only if requested in writing, and approved by the District Boards at the post-conference/seminar Board meeting.
  - vi. Requests for refunds for other pre-paid attendee expenses (e.g. meals) shall be made in writing to the conference/seminar host club prior to any deadline dates established with the conference/seminar facility.
  - vii. Reimbursement of Conference Chairs Attendance Expenses: Host clubs may include reasonable attendance expenses for Conference Chairs in the budget submission to the District Board.
- g. Conference/Seminar Reports and Excess Funds
- i. The District Conference/Seminar Chairs shall provide the District Board with the financial statement for the conference/seminar and all fiduciary data relating to the conference/seminar within sixty (60) days following the conference or the seminar. Proceeds of the District conference and seminar shall be turned over to the District 2 Treasurer within sixty (60) days following the conference/seminar with the financial report of the conference/seminar.
  - ii. Any loss or excess from the conference has to be covered by/transferred to the District fund.
  - iii. The Conference Secretary, with the approval of the District Governor, shall prepare a summary of proceedings of the District conference, which shall be sent to each Club President and to the District Board members within sixty (60) days following the conference.
  - iv. Minutes of the proceedings will be prepared by the Conference Secretary and approved by the District Board. After approval, a copy shall be available, on a loan basis, for use by clubs or other interested parties.
- h. Electronic Payments: The District will have an electronic payment method available for District events.

## **8. Workshops**

- a. There shall be 1-2 District workshops each year. These workshops shall be planned and directed by the District Board with the guidance of the Governor. Workshops shall be conducted on a break-even basis with costs to participants minimized to encourage attendance. The budget for the workshop shall be presented at least ninety (90) days before the date of the workshop to the District Board by the District Workshop Committee Chair.

- b. The financial report for each workshop must be received by the District Treasurer within thirty (30) days of the workshop or by May 15, whichever comes first. If no financial report has been received within the stated time period, any loss incurred by the host club shall be borne by the club rather than the District. The District will bear losses provided that every effort was made to keep within the budget and the reason for the additional cost was found to be warranted by the Board.
- c. Excess from a workshop by the host club shall be forwarded to the District Treasurer and deposited in the District operating account by May 15.

## **9. District Records**

- a. Outgoing District Officers and committee chairs shall deliver to their successors all properties associated with their responsive official positions within thirty (30) days of the installation of the successors. The District Treasurer shall begin transferring responsibilities to the incoming Treasurer by June 1 of the first year of the incoming Treasurer's term and must complete the transfer within thirty (30) days after the end of the Treasurer's term.
- b. Club Leadership Information
  - i. Clubs shall submit the names of their Officers (with addresses, phone numbers, and email addresses) to the Governor, Lieutenant Governor, District Treasurer, appropriate Area Director, District Secretary and Zonta International headquarters by May 1.
  - ii. Clubs shall submit the names of their Committee Chairs (with addresses and emails) to the Governor by September 1.
  - iii. Club Presidents will update their leadership information in the Who's Who in the District 2 spreadsheet.

## **10. Nominating Committee**

- a. The chair of the District Nominating Committee shall request prior to each District conference, suggestions from each club for nominees for each position to be filled by election at the succeeding District conference. Personal data forms, including consent to serve, if elected, shall be submitted for each name that is suggested. The Nominating Committee will establish appropriate deadlines for information to coincide with guidelines established by the District Board for providing conference information to all District clubs.
- b. The committee shall screen the suggested nominees based on the recorded qualifications, and on the committee's own knowledge and judgment. The Nominating Committee shall prepare a slate of one or more candidates for each district office that is to be filled at the election, and of five nominees for the District Nominating Committee. No name shall be listed without the member's consent to serve if elected.
- c. No member of the Nominating Committee shall be eligible for nomination at any level of Zonta International while serving on the committee.
- d. At least sixth (60) days before the conference at which the election is to be held, the Nominating Committee shall send its report to each District officer and to each club in the District. At the conference, additional nominations may be made from the floor immediately after the report of the Nominating Committee, providing the consent of the nominee has been obtained.

## **11. Campaigning Policy**

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

## **12. Committees**

- a. Committees are designated by Zonta International. Additional committees may be convened by the Governor to achieve biennial goals.
- b. Provided funds are available, the District budget may allocate funds for the use of committees. Committee Chairs shall submit a proposed budget to the Governor for funds to carry out the work of their committees, and shall submit expense vouchers for reimbursement and/or requests for advance to the Governor for approval.

## **13. General**

- a. District Award: The Board shall determine the nature and number of awards, which will be given at each District conference and/or seminar. Awards are given at the recommendation of the Governor and discretion of the District Board. They shall include, but shall not be limited to the following:
  - i. The Governor's Award
    1. It shall be awarded each year to the club with the greatest number of members fully registered at the conference/seminar.
    2. The number of miles (AAA listing or CAA listing, or Mapquest or other online source) traveled one way to the conference/seminar multiplied by the total number of club members attending, multiplied by the following factor (fewer than 50 members: 6; 50-100 members: 4), shall determine the recipient.
    3. The computation of the winning club of the Governor's Award is the responsibility of the immediate Past Governor, Lieutenant Governor and the Treasurer.
  - ii. The Evelyn Dewitt Membership Award

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

A gift from Past Governor Marge Van Slyke (1996-1998) shall be presented at the seminar to an individual, club or committee that has demonstrated unflinching support of the immediate past biennium.
  - iv. Club of the Year Award

This award is presented each year of the biennium at the seminar and the conference to the club that has exemplified qualities in an area appropriately chosen by the Governor/immediate Past Governor.
  - v. The International Focus Award

This gift from Past Governor Dolly Dastoor (2002-2024) shall be awarded every two (2) years at the District conference to a club which best demonstrates the international spirit of Zonta. It shall encourage clubs to be open to the global world of Zonta as well as their local commitments.

vi. Zonta International District 2 Honour Award

1. This award was initiated and developed by Past Governor Margaret Mitchell, 2008-2010, to be presented to a club for an event that displays a sense of teamwork in working together to promote Zonta's mission. Sample projects could be an Amelia Earhart event, a fundraiser, initiation of a Z Club, a service project, opening a new club or hosting a seminar, workshop or conference.
2. Emphasis will be placed on creativity, originality and cohesiveness in building the club's spirit. It will be presented at the seminar following that biennium by the immediate past governor in consultation with the Zonta District 2 Board.

vii. The Candace Edwards "Stepping Up" Legacy Leadership Award

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

b. International Awards

i. Zonta International Amelia Earhart Fellow

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

ii. District 2 Jean M. Coon Humanitarian Award

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

iii. Young Women in Leadership Award

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

iv. Women in Business Leadership Award

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

- v. The Presidents of the Z Clubs and Golden Z Clubs are eligible to attend District conferences/seminars.

c. District Property

- i. The Governor's pin is the property of District 2.
  1. It is transferred to the incoming Governor at the installation ceremony.
  2. The outgoing Governor shall be given a Governor's pin at the installation ceremony at the end of her term. Lieutenant Governor will order the pin through Zonta International store no later than April immediately prior to the new biennium.
- ii. Conference/Seminar Items  
Prior to the beginning of each new biennium, an inventory of all items belonging to the District will be compiled. It shall be the responsibility of the outgoing Governor to conduct the inventory. The inventory will include the name of the item and its location. The inventory will be signed by the outgoing and incoming Governors.

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

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

#### **15. Amendments/Adoption/Revision of Procedures**

- a. Rules of Procedure may be adopted or amended by two-thirds ( $\frac{2}{3}$ ) vote of the District conference voting members provided that notice of such proposed Rules of Procedure or amendments thereto have been sent or transmitted electronically to the President of each club within the District at least sixty (60) days in advance of the District conference. Rules of Procedure shall be adopted or amended in accordance with Article V of the District 2 Bylaws.
- b. Proposals for amendments to these Rules of Procedure may be made by the District Board or by a club with the District provided the proposal is submitted to the District Board for consideration at least one hundred and twenty (120) days prior to the District conference. The District Board shall consider all proposals and make recommendations as to whether they should be adopted.
- c. These Rules of Procedure shall be subject to a complete review by the District Bylaws and Resolutions Committee every biennium. Proposals may be submitted by the clubs in the District and District Board as noted in Section B above. Adoption and approval shall be in accordance with the provisions noted in Section a.

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

Amended by the Zonta International District 2 Membership October 19, 2025

**GOVERNOR'S SIGNATURE:**

**DATED:**