

BYLAWS OF THE PAST Lt. GOVERNORS ASSOCIATION

Approved August 5, 2017

Texas-Oklahoma District Kiwanis International

ARTICLE I - OFFICIAL NAME

Section I. The official name of this organization shall be the Past Lt. Governors Association (referred to herein as PLGA).

Section II. The symbol of this organization shall be the Road Runner.

ARTICLE II - PURPOSE

Section I. The primary purpose of the PLGA is to actively support and assist the Texas Oklahoma (T-O) District leadership and Kiwanis International in promoting membership growth and service programs compatible with Kiwanis ideals and objectives.

Section II. These purposes are founded in the belief that the experience, dedication, and utilization of those who have served in the distinguished position of Lt. Governor will materially enhance the success of the T-O District and serve in maximizing District achievements.

Section III. These purposes are to assist in the promotion of the Objects of Kiwanis International as follows:

1. To provide leadership, by example, for the growth of Kiwanis through New Club building, Membership Growth, Membership Retention and Membership Education.

2. To aid and assist current Lt. Governors in promoting Officer Training, Division projects and conducting Division Council meetings.

3. To promote and assist the organization and activities of Past Lt. Governor Chapters within T-O District Divisions, whose purpose, objectives, methods and goals compliment Kiwanis International, the T-O District and the PLGA.

4. To willingly serve as advisor and consultant to all Kiwanians and clubs.

5. To actively promote and support the TO District Foundation and Kiwanis International Foundation.

6. To assist and support all Kiwanis Service Leadership Programs (SLPs) and organizations.

7. To assist in District and/or Division activities or conferences as requested by the District Governor.

8. To promote and encourage the continuing interest and participation of all Past Lt. Governors in the aims and activities of Kiwanis and the PLGA.

9. To seek out, assist and encourage qualified Kiwanians to serve at all levels of Kiwanis leadership.

10. To promote attendance at all Division functions, T-O District Boards and Conventions and International Conventions.

ARTICLE III – MEMBERSHIP

Section I. All past Lt. Governors who are members in good standing of a Kiwanis Club of the T-O District are eligible for PLGA membership. Life members of the PLGA will be listed on the PLGA web site in the Division in which they reside.

Past Lt. Governors that served in other Districts of Kiwanis International will be listed in the Division in which they reside, along with the District in which they served.

Section II. Active membership in the PLGA will be maintained by payment of a Life Membership.

ARTICLE IV – OFFICERS

Section I. Officers of the PLGA shall be the President, President-Elect, Secretary, Treasurer and Immediate Past President. Duties of each shall be those generally pertaining to such offices. Officers shall begin their official duties on October 1st of each year and shall serve for a term of one (1) year or until such time as their successors shall be duly elected and qualified.

ARTICLE V - BOARD OF DIRECTORS

Section I. The Board of Directors shall consist of the Officers designated in Article IV and nine (9) Directors.

Section II. Each Director shall be an active member in good standing of a Kiwanis Club and of the PLGA.

Section III. Directors shall begin their official duties on October 1st and shall serve a term of three (3) years. Three (3) Directors shall be elected each year in order to maintain continuity on the Board.

Section IV. The Board of Directors shall determine the policies and activities of the PLGA and shall be authorized to approve the expenditure of all funds.

ARTICLE VI – COMMITTEES

Section I. The President shall appoint members to all standing committees and any other committees deemed necessary to ensure proper functioning of the PLGA.

Section II. The following are Standing Committees: Membership Committee, Projects/Service Committee, District and International, Convention Activities Committee, Financial Resources Committee, Service Leadership Programs Committee and the Nominating Committee.

ARTICLE VII – MEETINGS

Section I. The Annual Meeting of the PLGA shall be held at the time of the Annual T-O District Convention.

Section II. To constitute a quorum at the annual meeting at least twelve (12) active members must be present.

Section III. The PLGA Board shall convene not less than twice annually in addition to the Annual Meeting.

Section IV. Notification of Board Meetings shall be given to all Board Members in writing by electronic mail by the President or Secretary and/or by publication in the T-O District Newsletter. Notification shall be made at least fifteen (15) days in advance of any meeting.

Section V. Members of the Board of Directors or any committee designated by the board, may participate in a special meeting of the board or in any meeting of the committee by means of conference telephone, electronic mail, or other communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in a meeting pursuant to the provisions of this section shall constitute presence in person at the meeting.

ARTICLE VIII - MINUTES OF MEETINGS

Section I. The Secretary shall record and keep written minutes of all official meetings and shall disseminate these minutes to all Board Members within thirty (30) days following each meeting. All minutes and reports shall be approved by the PLGA Board.

Section II. A news release to the T-O District office will be made following important activities, announcements, etc., within ten (10) days of such meetings and/or events.

ARTICLE IX - NOMINATION AND ELECTION OF OFFICERS AND DIRECTORS

Section I. The election of officers and directors shall be held at the Annual Meeting.

Section II. This election will be conducted to elect a President, President-Elect, Secretary, Treasurer and three (3) Directors.

Section III. The Nominating Committee shall submit to the President nominations for the offices described in Section 2, with the consent of those nominated, and will prepare a slate for the election of such officers.

Section IV. Additional nominations may be made from the floor with the consent of the person or persons so nominated.

Section V. Only those members present shall be eligible to vote. There will be no voting by proxy.

ARTICLE X - VACANCIES IN OFFICE

Section I. In the case of a vacancy in the office of President, the President-Elect shall succeed to the office of President. In the case of a vacancy in the office of President-Elect, Secretary, Treasurer, or Director, the vacancy shall be filled at a regular or special meeting of the PLGA Board upon fifteen (15) days advance notice of the meeting.

Section II. Officers or Directors elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor.

ARTICLE XI - REMOVAL OF OFFICERS OR DIRECTORS

Section I. When it appears to the President or a majority of the PLGA Board, or by a petition signed by a majority of the PLGA Board, that an Officer or Director may be engaging in conduct unbecoming a Kiwanian or has failed to perform the duties of such office, the PLGA Board shall give written notice of the alleged facts to the Officer or Director thirty (30) days prior to any proposed action of the Board to consider the removal of the Officer or Director.

Section II. If the PLGA Board finds the Officer or Director has engaged in conduct unbecoming a Kiwanian or has failed to perform the duties of such office, the PLGA Board shall declare such office vacant.

Section III. If such office is declared vacant, the PLGA Board shall proceed forthwith to elect a new Officer or Director in accordance with Article X.

ARTICLE XII - LEADERSHIP

Section I. Strong, capable, dedicated and enthusiastic leadership at all levels of Kiwanis is essential to the successful growth of Kiwanis and its programs of service. The PLGA therefore expects all Officers and Directors of the PLGA to faithfully and fully execute the responsibilities of their offices.

Section II. Past Lt. Governors have the opportunity and responsibility to encourage the acceptance of leadership by qualified (Kiwanians) in their clubs and divisions. The position of Lt. Governor requires strong leadership, competence and dedication. It is the desire and intent of the PLGA that its members give all possible assistance to current Lt. Governors and to assure the availability of qualified Kiwanians for this position each year.

Section III. Selection of a qualified Kiwanian for District Governor is an important task. In fairness to all candidates for District Governor-Elect, the PLGA will not endorse or support any candidate. Furthermore such candidates will make no campaign appeal that suggests the support of the PLGA. PLGA members may work individually on behalf of an individual seeking the office of District Governor-Elect.

Section IV. The T-O District has a long and impressive history of outstanding Kiwanians serving at an International level in both elective and appointive positions. Several have served as International President.

The PLGA will endorse and support any T-O District Convention approved candidate for office at the International level.

ARTICLE XIII – REVENUE

Section I. The Treasurer shall receive, record, and correctly deposit all dues, donations and gifts to the PLGA.

Section II. Life Membership status shall be granted for the payment of a one-time fee established by majority vote of the members present at any Annual Meeting.

Section III. Three fourths ($\frac{3}{4}$) of each Life Membership purchased shall be deposited in a special long-term endowment fund.

ARTICLE XIV – FINANCE

Section I. The fiscal year of the PLGA shall begin on October 1 of each calendar year.

Section II. The Treasurer shall submit a written Financial Report to the Board at each regular meeting, at the end of each fiscal year and at other times as requested by the President.

Section III. The Officers shall determine the official depository for all PLGA funds.

Section IV. All funds shall be deposited in the name of the PLGA. Checks drawn on PLGA funds shall be signed by either the President, Treasurer or the President-Elect.

ARTICLE XV - RULES OF ORDER

Section I. *Roberts Rules of Order Newly Revised* shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws

ARTICLE XVI – DISSOLUTION

Section I. Upon the dissolution of the PLGA, its assets shall be distributed to the Texas/Oklahoma Kiwanis Foundation, or in the event the Texas-Oklahoma Kiwanis Foundation no longer exists as a recognized tax-exempt organization, then the assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the

federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the PLGA is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE XVII – AMENDMENTS

Section I. Any amendment(s) to these Bylaws may be adopted on the affirmative vote of two-thirds (2/3) of the members present at any annual meeting of the PLGA.

Section II. Notification of the proposed amendment(s) shall be by mail or publication in the T-O District Newspaper at least thirty (30) days prior to the annual meeting of the PLGA.

ARTICLE XVIII – APPROVAL

Section I. These Bylaws shall be approved by a majority vote of members present during an official Board Meeting of the PLGA.

Section II. These Bylaws and all amendments or additions shall not be effective unless approved by the Board of Trustees of the T-O District of Kiwanis International.

Section III. Bylaws were adopted and amended by the Board of Directors of the PLGA.

These bylaws were adopted at the Past Lt. Governors Association (PLGA) Texas-Oklahoma District of Kiwanis International Annual Meeting on August 5, 2017

Certified by Erika Jobe PLGA Secretary

These bylaws were approved by the Texas-Oklahoma District Board of Kiwanis International on [insert month, day, and year] August 5, 2023

Certified by [insert district name] Patrick McGage

Governor Patrick McGage

Al Richard

District Secretary Al Richard