

## CANADIAN DISTRICT WEST POLICY MANUAL

### SECTION D 300 - BOARD

#### D 300 – 1 - TERM OF OFFICE

**ADOPTED: 06/86                      LAST AMENDED: 03/12**

**Reference Current International Policy 0302**

**The Governor, Immediate Past Governor and Governor-Elect serve for one year. The Area Directors serve for two year term. All officers shall take office October 1<sup>st</sup> following their election.**

**No member shall be eligible for nomination or election unless HE/SHE has met the qualifications established by the policies of CIVITAN INTERNATIONAL and has completed the required documentation prior to their nomination as required by District Policy.**

**It shall be the duty of the retiring Secretary of the district to prepare the minutes of the Annual Convention and to distribute the complete accounts of the District to the end of the fiscal year.**

**No AREA DIRECTOR may hold office for more than (1) two year term without a one year break.**

**No more THAN (1) PAST GOVERNOR SHALL BE ELECTED IN ANY GIVEN YEAR for the position of Past Governor Director.**

**No District Chairperson may hold office for more than TWO CONSECUTIVE YEARS FOLLOWING THEIR APPOINTMENT.**

**Any EXCEPTION to this policy must be approved by the District Board prior to their ELECTION or appointment and/or have prior approval of the current International Director, as required.**

#### D 300 – 2 - VACANCIES IN OFFICE

**ADOPTED: 06/86                      LAST AMENDED:**

**Should offices of both the GOVERNOR and GOVERNOR-ELECT be vacant at the same time, the District Board shall appoint a GOVERNOR, who will hold office until the next CONVENTION when both offices shall be filled by election. Such appointments to an unexpired term shall not bar a person's eligibility for election to the next regular term.**

#### D 300 – 3 - BOARD MEETINGS

**ADOPTED: 06/86                      LAST AMENDED: 01/09**

**The District Board shall hold up to FOUR regular meetings during each year at such time and place, as it shall determine.**

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**Before or at their first meeting all members of the Board and Committee Members shall sign a Code of Ethics and a Confidentiality Agreement.**

**At all Board meetings guests will sign a Confidentiality Agreement or initial a previously signed one.**

**The Confidentiality Agreement and the Code of Ethics shall be kept by the District Secretary.**

### **D 300 – 4 - BOARD ACTIVITIES OPEN MEETINGS**

**ADOPTED: 06/86                      LAST AMENDED: 02/19**

**Reference International Policy #0303    LAST AMENDED: 07/16**

**The District Board of Canadian District West will consist of the following: Governor, Governor-elect, Immediate Past Governor, Area Directors, Past Governor Director, Treasurer, Secretary and Judge Advocate.**

**A quorum of the district board of directors shall consist of a majority of the members present for the meeting in question.**

**All District Board Meetings shall be open to all District Civitans.**

**By a majority vote the District Board may decide to meet in camera. In that event the meeting room will be cleared of everyone except the District Board and person(s) invited to attend.**

**Minutes of the in camera meeting are recorded separately from the regular board meeting and distributed to only the District Board.**

**When the in camera session has ended the meeting will once again be open to everyone.**

### **D 300 – 5 - BOARD ACTIVITIES - MEETING INVITATIONS & VOTING**

**ADOPTED: 06/86                      LAST AMENDED:**

**Only District Board members and those Civitans specifically invited by the chairperson may speak to an issue, which will be heard at District Board Meetings. Only elected District Board members will vote on any decision.**

### **D 300– 6 - APPOINTMENTS - SERGEANT-AT-ARMS, CHAPLAIN & CHAIRPERSONS**

**ADOPTED: 06/86                      LAST AMENDED: 07/07**

**The Governor will appoint a Sergeant-at-arms and a Chaplain for each convention and such chairperson(s) as, in the Governor's opinion, are required for the District to function effectively. The following requirements are necessary for each candidate to be eligible for the appointment.**

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### **SERGEANT-AT-ARMS**

**Be an active member in good standing of a chartered Civitan club in good standing.**

### **CHAPLAIN**

**Be an active member in good standing of a chartered Civitan club in good standing.**

### **OTHER CHAIRPERSONS**

**Be an active member in good standing of a chartered Civitan club in good standing.**

### **D 300 –7 - FOUNDATION LIAISON**

**ADOPTED: 06/86**

**LAST AMENDED: 03/12**

**Prior to the Annual Meeting of The Civitan International Foundation of Canada the District Board of Canadian District West of Civitan International will appoint a member of the Board who will be a member of the Canadian Foundation, as a trustee of The Civitan International Foundation of Canada, prior to August 31<sup>st</sup>.**

### **D 300 – 8 - OFFICERS – COMPENSATION**

**ADOPTED: 06/86**

**LAST AMENDED: 01/07**

**All officers shall serve without compensation. No member of the District Board shall accept any remunerative employment from District or Civitan International.**

### **D 300 – 9 - EXPENDITURES**

**ADOPTED: 06/86**

**LAST AMENDED: 01/07**

**All District expenditures shall be approved by the District Board and shall be made by cheque signed by any two of the authorized signing officers, these to be the Governor, Governor-Elect, Past Governor and Treasurer.**

### **D 300 –10 - TRANSACTION APPROVAL – CONVENTION**

**ADOPTED: 05/86**

**LAST AMENDED: 01/07**

**All transactions of the DISTRICT OFFICERS, DISTRICT COMMITTEES and of the DISTRICT BOARD shall be subject to the approval and ratification of a CONVENTION.**

### **D 300 – 11 - INTERNATIONAL CONVENTION DELEGATE EXPENSES**

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**ADOPTED: 09/86**

**LAST AMENDED:**

The District Board will allocate funds in the Annual District Budget to cover the expenses relating to the International Convention. Said funds shall be utilized by the GOVERNOR and GOVERNOR-ELECT who shall serve as the TWO DISTRICT VOTING DELEGATES. Said funds shall be advanced if requested by either District Officer to reduce out of pocket expenses. All requests must be made in writing to the District Board prior to approval.

### **D 300 –12 - SPECIAL BOARD MEETINGS**

**ADOPTED: 06/86**

**LAST AMENDED:**

Special meetings of the District Board may be held at the call of the Governor or of a majority of the members of the District Board and at least (7) day's notice shall be given to all District Board Members and all club Presidents of all such meetings.

### **D 300 – 13 - NOTICE OF BOARD MEETINGS**

**ADOPTED: 06/86**

**LAST AMENDED:**

Written notice of all District Board meetings will be published in the District Directory.

### **D 300 –14 - SECRETARY AND TREASURER REPORTS AND AREA DIRECTOR 60-DAY CLUB ACTIVITY REPORTS**

**ADOPTED: 06/86**

**LAST AMENDED: 02/20**

#### **TREASURER REPORT:**

The TREASURER shall make a report to the District at the ANNUAL CONVENTION and to the DISTRICT BOARD at each of its meetings and shall make such other reports as may be directed by the District Board. The books and records shall at all times be open to the inspection of the District Board. The TREASURER shall see to it that an ANNUAL AUDIT of the District expenses is performed and the ANNUAL REPORT is made to the District Board and the CONVENTION, within thirty days (30) after the closing of any ANNUAL or SPECIAL CONVENTION, or any meeting of the District Board, and of any meeting of the officers of the District.

#### **SECRETARY REPORT:**

The SECRETARY thereof shall make a concise report of the proceedings in writing of all meetings, which are called at the executive level and at the Convention level. The books and records shall at all times be open to the inspection of the District Board. Upon approval thereof by the District Board shall send such report to the SECRETARY of CIVITAN INTERNATIONAL and to all of the CLUB PRESIDENTS via email and PAST GOVERNORS via the special site set up for the Past Governors and shall include therein copies of all resolutions and make recommendations adopted by and complete synopsis of all action taken at said meeting.

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### AREA DIRECTOR QUARTERLY CLUB ACTIVITY REPORT:

The Area Director is responsible to return to the Current Governor and Governor-Elect a copy of ALL Quarterly Reports from each club in their assigned AREA. These reports are due to be returned no later than the last day of each alternate month or unless otherwise requested by the GOVERNOR.

### D 300 – 15 - COMMITTEE REPORTING

ADOPTED: 04/90                      LAST AMENDED:

All District Committees shall report to the governor in writing, where applicable at least 15 days prior to each District Board Meeting and District-wide Meeting/Convention.

### D 300 – 16 - BOARD OF DIRECTORS

ADOPTED: 04/90                      LAST AMENDED:

Reference International Policy #0303    LAST AMENDED: 04/11  
Responsibilities

The business of the District shall be administered and managed by the District Board in accordance with the Bylaws and policies of Civitan International.

#### Duties:

The general duties of the District Board shall be to:

Monitor and give general supervision and direction to the administration of the District;

Function as the principal policy - making group for the District;

Develop plans for the District and its programs. It shall be the specific tasks of the District Board to:

Adopt new District policies or make changes in existing policies;

Establish and change areas of the District for efficiency of administration;

Review and approve the Governor-Elects planned work program and appointments for his/her year as Governor;

Determine what (if any) District business is to be conducted at District Meetings other than conventions;

Determine method of certifying voting delegates to District conventions;

Determine distribution of minutes of District-wide Meetings and Conventions;

Approve disbursement of all District funds that are consistent with budgeted items;

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**Determine that District finances are managed in accordance with accepted accounting practices;**

**Determine official depositories for District funds;**

**Designate officers for signing District cheques;**

**Establish and provide effective control of and review budgets for existing and future District projects with emphasis on projects of a short term nature;**

**Perform any other responsibilities or duties assigned by the International Board of Directors as deemed necessary for the smooth operation of the District.**

**Approve ad hoc committees submitted by the Governor;**

**Prepare a District budget for the subsequent year;**

**Review the annual audit report of District finances;**

**Determine whether Governor or Governor-Elect is unable to fulfill the duties of the office and recommend removal from office, if necessary;**

**Determine date and place of District-wide Meetings and special conventions and date of annual conventions;**

**Prepare programs of annual conventions;**

**Call special conventions, if needed;**

### **D 300 – 17 - ORDERING SUPPLIES FROM CIVITAN INTERNATIONAL**

**ADOPTED: 02/91**

**LAST AMENDED:**

**All supplies being ordered on behalf of Canadian District West from Civitan International must first be authorized by the District Governor or in his/her absence the Governor-Elect and a purchase order number assigned by the District Treasurer. THIS PURCHASE ORDER MUST BE ASSIGNED PRIOR TO THE ORDERING OF SUPPLIES.**

### **D 300-18 - FIVE YEAR GROWTH PLAN**

**ADOPTED: 02/91**

**LAST AMENDED:**

**It shall be the responsibility of the District Board to develop a five-year plan to direct the growth and expansion of Canadian District West. The plan shall include objectives for numerical increases of clubs and members as well as locations for development of new clubs in areas where Civitan does not exist.**

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The District Board, in its annual planning activities, shall develop, review and modify the five-year growth plan. The five-year planning horizon shall be maintained each year developing an additional year of growth objectives.

Responsibility for implementation of the growth plan shall be delegated to the District Growth Manager and his/her committee. Each year they shall prepare a PLAN to incorporate specific growth objectives and strategies for the coming year. The plan shall be presented to the District Board for review and approval no later than the final District Board Meeting of the year prior to implementation.

The District Board will review the progress towards achieving the targets of the growth plan AT EACH OF THE BOARD MEETINGS and make any necessary modifications at that time. Recommendations from the Growth and Retention Committee for strategic changes will be acted upon by the District Board.

### **D 300 – 19 - START DATE OF TERM FOR COMMITTEE CHAIRPERSONS**

**ADOPTED: 03/01**

**LAST AMENDED: 02/20**

The start date of the term of office for all Committee Chairpersons will be October 1<sup>st</sup> except for the Training Coordinator who will start on November 16<sup>th</sup>.

The Cake Chairperson, District Event Chairperson and the Junior Chairperson will start on July 1<sup>st</sup>.

### **D 300 – 20 – EMAIL MOTIONS AND VOTING**

**ADOPTED: 03/12**

**LAST AMENDED:**

The Governor or any Board Member reporting to the Governor may request an item be put to the Board by way of the internet for a vote as long as the Board follows the following rules and it is necessary to have the item dealt with before the next Board Meeting.

The item will be presented to the Board by email and request that a Board Member make a motion for the item. (“REPLY ALL”)

Another Board Member will second the motion. (“REPLY ALL”)

The Governor will confirm that the motion has been made by (who) and has been seconded by (who) and then open the discussion on the issue. Once all Board Members have had the opportunity to voice an opinion the Governor will call for a vote.

All the communications on the issue will be distributed by “REPLY ALL” so each Board Member gets all of the communications.

Once the votes are in (“REPLY ALL”), the Governor will confirm the results of the vote – “Pass or Defeated”. (“REPLY ALL”)

All of the associated paperwork must be printed by the Governor and presented at the next District Board Meeting to be confirmed in the minutes and given to the secretary to be filed with the minutes.

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### D 300 – 21 – REMOVAL FROM OFFICE – GOVERNOR OR GOVERNOR-ELECT

**ADOPTED: 03/12                      LAST AMENDED:**  
**CROSS REFERENCE D300-2 - VACANCIES IN OFFICE**

The District Board of Directors may, by a two-thirds(2/3) vote of all the members, determine that the governor or Governor-Elect is physically or mentally incapacitated or is failing to perform the duties of office or that there are other good and valid reasons for removal and shall then recommend to the Board of Directors of Civitan International that the office be declared vacant.

On a written petition of two-thirds (2/3) of the clubs in good standing in the district, a special convention of the District may be called for the purpose of removing the Governor from office. This convention will be presided over by an International Officer (International Director or higher Officer). Charges against a Governor will be presented and opportunity provided for response to the charges. Upon a two-thirds (2/3) vote of the accredited delegates present and voting at a special convention, the convention shall recommend to the Board of Directors of Civitan International that the office be declared vacant.

### D 300 – 22 – REMOVAL FROM OFFICE – ELECTED BOARD MEMBER OR CHAIRPERSON

**ADOPTED: 03/12                      LAST AMENDED:**

In the event that an elected member of the board fails to complete their assigned job functions as described in policy on the board, the Governor or another Board Member can initiate the process to have the delinquent Board Member removed from office by a two-thirds (2/3) majority vote of the Board. The Governor will then report the results to the Club Presidents advising that there will be an election at the next Convention of the District to elect a replacement Board Member.

An appointed chairperson who fails to complete their assigned job function as described in policy can be removed by the Governor who has the duty and authority will dismiss the delinquent chairperson from office. The Governor will then replace the chairperson if required and report the results to the Board and Club Presidents.



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## CODE OF ETHICS

**Civitan, Canadian District West officers and committee members shall be bound by the following set of guidelines upon assuming office. Any Civitan representing the organization shall:**

- **Maintain the confidentiality of all documents, programs, and projects at the club and district levels and that such information shall not be used for personal, political, or financial gain.**
- **Refrain from any discussion or written communication that might malign the character or good name of any Civitan member; nor engage in any activity designed to bring disfavour or public scorn upon another Civitan or the Civitan organization.**
- **Respect the cultural, ethnic, social, and religious diversity within the organization and shall encourage tolerance and understanding of those differences among Civitan members.**
- **Avoid any fiscal impropriety or potential conflict of interest and will disclose such conflicts promptly should they arise.**
- **Uphold the tenets expressed in the Civitan Creed and endeavour to promote these ideals through the performance of his or her duties.**
- **Conduct himself or herself and represent a standard of excellence in such a way as to bring credit to the organization.**

**Any violation or breach of these codes may result in disciplinary action, including dismissal from the office held.**

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**Signature**

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**Date**

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**Print Name**

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## CONFIDENTIALITY AGREEMENT - CANADIAN DISTRICT WEST

The undersigned agrees to preserve and protect the confidentiality of the proprietary and confidential information relating to Civitan Canadian District West's finances, administration and membership, including, but not limited to, membership and other mailing lists, financial statements and budgets, Board of Trustees meeting minutes and exhibits, and other similar data. Both during and after the term of the undersigned's position with Civitan Canadian District West, the undersigned agrees not to disclose or disseminate such information to any third party and not to use such information for his or her own benefit, for the benefit of his or her employer, its officers, directors or employees, including leased employees, or for the benefit of any third party, without the prior written consent of Civitan Canadian District West.

All such proprietary and confidential information used or generated during the course of the undersigned's position with Civitan Canadian District West is the property of Civitan Canadian District West. The foregoing obligations shall not apply to (a) information which, at the time of disclosure, was in the public domain; (b) information which the undersigned or his or her affiliates can establish by reasonable proof was in his or her possession at the time of its disclosure by Civitan Canadian District West or was subsequently and independently developed by the undersigned, employees of the undersigned or his or her affiliates who had no knowledge of the information; or (c) information required to be disclosed under compulsion of law.

The undersigned represents and warrants not to disclose or use Civitan Canadian District West's proprietary information other than as is permitted hereunder.

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Signature

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Date

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Printed Name