

CANADIAN DISTRICT WEST POLICY MANUAL

SECTION D 300 - BOARD

D 300 – 1 - TERM OF OFFICE

ADOPTED: 06/86

LAST AMENDED: 05/24

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 1st following their election.

No member shall be eligible for nomination or election unless HE/SHE has met 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

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.

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.

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

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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: 03/24

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

No more than 3 voting members shall be from one club.

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 & CHAIRS

ADOPTED: 06/86

LAST AMENDED: 03/24

The Governor will appoint a Sergeant-at-arms for each convention and such chair(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.

OTHER CHAIRS

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

D 300 –7 -CANADIAN FOUNDATION LIAISON

ADOPTED: 06/86 LAST AMENDED: 03/ 24

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 31st.

D 300 – 8 - OFFICERS – COMPENSATION

ADOPTED: 06/86 LAST AMENDED: 03/24

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

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D 300 – 11 - INTERNATIONAL CONVENTION DELEGATE EXPENSES

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 ACTIVITY REPORTS

ADOPTED: 06/86

LAST AMENDED: 03/24

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 all

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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.

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 15 days before next scheduled District Board meeting.

D 300 – 15 - COMMITTEE REPORTING

ADOPTED: 04/90 LAST AMENDED: 09/24

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

D 300 – 16 - BOARD OF DIRECTORS

ADOPTED: 04/90 LAST AMENDED: 03/24

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

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 appointments for his/her year as Governor;

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

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

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

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;

Approve ad hoc committees submitted by the Governor;

Review 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.

D 300 – 18 - START DATE OF TERM FOR COMMITTEE CHAIRS

ADOPTED: 03/01

LAST AMENDED: 03/24

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

The Cake Chair, District Event Chair and the Junior Chair will start on July 1st.

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D 300 – 19 – 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 time sensitive.

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 (whom) and has been seconded by (whom) 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 Secretary and presented at the next District Board Meeting to be confirmed in the minutes and filed with the minutes.

D 300 – 20 – REMOVAL FROM OFFICE – GOVERNOR OR GOVERNOR-ELECT

ADOPTED: 03/12 LAST AMENDED: 03/24
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.

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 the Immediate Past Governor. 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 that the office be declared vacant.

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D 300 – 21 – REMOVAL FROM OFFICE – ELECTED BOARD MEMBER OR CHAIR

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 chair who fails to complete their assigned job function as described in policy can be removed by the Governor who has the duty and authority to dismiss the delinquent chair from office. The Governor will then replace the chair 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.

Signature

Date

Print Name

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CONFIDENTIALITY AGREEMENT

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.

Signature

Date

Printed Name