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A For the 2009 calendar year, or tax year beginning 10-01-2009, and ending 09-30-2010				
B Check if applicable	Please use IRS label or print or type. See Specific Instructions.	C Name of organization KIWANIS INTERNATIONAL - OHIO DISTRICT		D Employer identification number 34-4478933
Address change		Number and street (or P O box, if mail is not delivered to street address) Room/suite 6161 BUSCH BLVD No 220		E Telephone number (614) 848-5000
Name change				F Group Exemption Number 6026
Initial return		City or town, state or country, and ZIP + 4 COLUMBUS, OH 432292554		
Terminated				
Amended return				
Application pending				

* Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).		G Accounting method ☐ Cash ☒ Accrual Other (specify) ▶	
I Website: ▶ WWW.OHIOKIWANIS.ORG		H Check ☒ if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)	
J Tax-Exempt status (check only one)— ☒ 501(c)(4) ☐ (insert no.) ☐ 4947(a)(1) or ☐ 527			
K Check ☐ if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.			
L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts, if \$500,000 or more, file Form 990 instead of Form 990-EZ ▶ \$ 490,772			

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I)									
Revenue	1	Contributions, gifts, grants, and similar amounts received						1	289,209
	2	Program service revenue including government fees and contracts						2	194,342
	3	Membership dues and assessments						3	
	4	Investment income						4	3,606
	5a	Gross amount from sale of assets other than inventory				5a		5c	-882
	b	Less cost or other basis and sales expenses				5b	882		
	c Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)								
	6	Special events and activities (complete applicable parts of Schedule G) If any amount is from gaming, check here 							
	a	Gross revenue (not including \$ _ of contributions reported on line 1)				6a	811	6c	538
	b	Less direct expenses other than fundraising expenses				6b	273		
c Net income or (loss) from special events and activities (Subtract line 6b from line 6a)									
7a	Gross sales of inventory, less returns and allowances				7a		7c		
b	Less cost of goods sold				7b				
c Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)									
8	Other revenue (describe  _____)						8	2,804	
9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 						9	489,617	
Expenses	10	Grants and similar amounts paid (attach schedule)						10	
	11	Benefits paid to or for members						11	
	12	Salaries, other compensation, and employee benefits						12	93,659
	13	Professional fees and other payments to independent contractors						13	8,135
	14	Occupancy, rent, utilities, and maintenance						14	11,805
	15	Printing, publications, postage, and shipping						15	3,294
	16	Other expenses (describe  _____)						16	322,079
	17	Total expenses. Add lines 10 through 16 						17	438,972
Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)						18	50,645
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)						19	208,587
	20	Other changes in net assets or fund balances (attach explanation) 						20	5,341
	21	Net assets or fund balances at end of year Combine lines 18 through 20 						21	264,573

Part II Balance Sheets—If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ		
(See the instructions for Part II)		
	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	127,468	22 168,786
23 Land and buildings		23
24 Other assets (describe )	132,888	24 104,261
25 Total assets	260,356	25 273,047
26 Total liabilities (describe )	51,769	26 8,474
27 Net assets or fund balances (line 27 of column (B) must agree with line 21) .	208,587	27 264,573

[illegible]

Part V Other Information (Note the statement requirements in the instructions for Part V.)		Yes	No		
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	33	No		
34	Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes 	34	Yes		
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T				
a	Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033 (e) notice, reporting, and proxy tax requirements?	35a	No		
b	If "Yes," has it filed a tax return on Form 990-T for this year?	35b			
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N	36	No		
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions  <table><tr><td>37a</td><td>0</td></tr></table>	37a	0		
37a	0				
b	Did the organization file Form 1120-POL for this year?	37b			
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return? . . .	38a	No		
b	If "Yes," complete Schedule L, Part II and enter the total amount involved .	38b			
39	Section 501(c)(7) organizations. Enter				
a	Initiation fees and capital contributions included on line 9	39a			
b	Gross receipts, included on line 9, for public use of club facilities	39b			
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under section 4911  , section 4912  , section 4955 				
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	40b	No		
c	Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 . . .  0				
d	Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax on line 40c reimbursed by the organization  0				
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T	40e	No		
41	List the states with which a copy of this return is filed 				
42a	The organization's books are in care of  B DAVID WHITEMAN Telephone no  (614) 848-5000 6161 BUSCH BLVD SUITE 220 Located at  COLUMBUS, OH ZIP + 4  43229				
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country  See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts .	42b	No		
c	At any time during the calendar year, did the organization maintain an office outside of the U S ? If "Yes," enter the name of the foreign country 	42c	No		
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 —Check here  and enter the amount of tax-exempt interest received or accrued during the tax year . . .  <table><tr><td>43</td><td></td></tr></table>	43			
43					
44	Did the organization maintain any donor advised funds? <i>If "Yes", Form 990 must be completed instead of Form 990-EZ.</i>	44	No		
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? <i>If "Yes", Form 990 must be completed instead of Form 990-EZ.</i>	45	No		

Part VI

Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.
All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

46	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	Yes	No
47	Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II		
48	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		
49a	Did the organization make any transfers to an exempt non-charitable related organization?		
49b	If "Yes," was the related organization a section 527 organization?		

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None "

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances

50(f) Total number of other employees paid over \$100,000

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None "

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation

51(d) Total number of other independent contractors each receiving over \$100,000

Please Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.			
	Signature of officer		Date	
Paid Preparer's Use Only	Preparer's signature		Date	Preparer's identifying number (See instructions)
	Firm's name (or yours if self-employed), address, and ZIP + 4		Check if self-employed	EIN
	COLUMBUS, OH 43235			Phone no (614) 885-2208
May the IRS discuss this return with the preparer shown above? See instructions				

Additional Data

Software ID:

Software Version:

EIN: 34-4478933

Name: KIWANIS INTERNATIONAL - OHIO DISTRICT

Form 990EZ, Part IV - List of Officers, Directors, Trustees, and Key Employees

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
BDAVID WHITEMAN 385 catalina dr newark,OH 43055	DISTRICT SECRETARY 40 00	49,080	3,086	0
Bill Lauer 2508 w village drive toledo,OH 43614	director 2 00	0	0	0
cory briner 451 appian ave napoleon,OH 43545	director 2 00	0	0	0
denny elwer 523 ft jennings rd delphos,OH 45833	director 2 00	0	0	0
penny hoekstra 250 crestwood dr troy,OH 45373	director 2 00	0	0	0
bob buescher 3130 big hill rd dayton,OH 45419	director 2 00	0	0	0
henrietta nye 4113 windridge ct middletown,OH 45042	director 2 00	0	0	0
tom riggs western hill window co cincinnati,OH 45238	director 2 00	0	0	0
lynn mcnay 5345 cooper rd unit h cincinnati,OH 42542	director 2 00	0	0	0
wendell mcelwee 4132 brandonmore dr cincinnati,OH 45255	director 2 00	0	0	0
randy rucker 8627 st rt 335 minford,OH 45653	director 2 00	0	0	0
dave chute 465 jackson blvd newark,OH 43055	director 2 00	0	0	0
francis smith 4151 sudbrook sq e new albany,OH 43054	director 2 00	0	0	0
faith levine 836 lindendale ct columbus,OH 43204	director 2 00	0	0	0
al allender 257 green valley dr howard,OH 43028	director 2 00	0	0	0
bob columber 234 thew ave marion,OH 43302	director 2 00	0	0	0
mary ann snider 645 orchard dr port clinton,OH 43452	director 2 00	0	0	0
chuck leopold 33291 electric blvd avon lake,OH 44012	director 2 00	0	0	0
bob williams 731 salem dr huron,OH 44839	director 2 00	0	0	0
daniel corrigan 4889 highland place ct richmond heights,OH 44143	director 2 00	0	0	0
curtis perkins p o box 1032 medina,OH 44258	director 2 00	0	0	0
jim myers 6289 hollyridge st nw north canton,OH 44720	director 2 00	0	0	0
jan seaman p o box 78 barlow,OH 45712	director 2 00	0	0	0
robert dempsey p o box 304 hiram,OH 44234	director 2 00	0	0	0
joyce pogany 1181 s racoon rd austintown,OH 44515	director 2 00	0	0	0
gerald giangola 2236 walnut blvd ashtabula,OH 44004	director 2 00	0	0	0
brian shaffer 1930 ridge meadow ct twinsburg,OH 44087	director 2 00	0	0	0
howard agueda 2460 parkman road nw warren,OH 44485	director 2 00	0	0	0
don parker 3477 farley dr hilliard,OH 43026	governor 5 00	0	0	0
john devilbiss 21 w oak st west alexandria,OH 45381	governor elect 2 00	0	0	0
kip crain 2788 vinton woods dr wooster,OH 44691	i p governor 2 00	0	0	0
ray patterson 7235 compass point ct maumee,OH 43537	treasurer 2 00	0	0	0

TY 2009 Other Assets Schedule**Name:** KIWANIS INTERNATIONAL - OHIO DISTRICT**EIN:** 34-4478933

Description	Beginning of Year Amount	End of Year Amount
accounts receivable	7,453	8,239
deposits	960	960
investments - other securities	120,380	88,578
prepaid expenses	0	1,429
Other Depreciable Assets	4,095	5,055

TY 2009 Other Changes in Net Assets Schedule

Name: KIWANIS INTERNATIONAL - OHIO DISTRICT

EIN: 34-4478933

Description	Amount
Unrealized gain on investments	5,341

TY 2009 Other Expenses Schedule**Name:** KIWANIS INTERNATIONAL - OHIO DISTRICT**EIN:** 34-4478933

Description	Amount
payroll taxes	7,447
office expense	5,416
travel	5,413
conferences, conventions, meetings	244,077
depreciation	2,293
insurance	1,889
other admin	22,748
maintenance of equipment	14,152
training	12,616
telephone	2,453
sponsored youth support	126
bank fees	1,114
gifts, banners, pins	1,484
miscellaneous	523
interest expense	328

TY 2009 Other Liabilities Schedule

Name: KIWANIS INTERNATIONAL - OHIO DISTRICT

EIN: 34-4478933

Description	Beginning of Year Amount	End of Year Amount
accounts payable	46,336	5,096
deferred income	5,433	3,378

TY 2009 Other Revenues Schedule

Name: KIWANIS INTERNATIONAL - OHIO DISTRICT

EIN: 34-4478933

Description	Amount
miscellaneous	2,804

**TY 2009 Transfers Personal Benefits
Contracts Declaration**

Name: KIWANIS INTERNATIONAL - OHIO DISTRICT

EIN: 34-4478933

Declaration: The organization did not, during the year, receive any funds, directly,or indirectly, to pay premiums on a personal benefit contract.The organization, did not, during the year, pay any premiums, directly,or indirectly, on a personal benefit contract.

OHIO DISTRICT OF KIWANIS INTERNATIONAL

BYLAWS

Ohio District of Kiwanis International
6161 Busch Blvd, Suite 220
Columbus, OH 43229-2554

This version of the Bylaws of the Ohio District represents the most current in print. The Delegates to the district convention approved it on August 14, 2010. All previous versions are obsolete and should be filed or discarded.

Published August 14, 2010

Bylaws of the Ohio District of Kiwanis International

ARTICLE I. NAME AND TERRITORIAL LIMITS

Section 1. The name of this organization shall be the Ohio District of Kiwanis International.

Section 2. The territorial limits of this district shall be confined to the state of Ohio. Neither the district name nor territorial limits shall be changed unless permission shall first have been obtained from the International Board of Trustees.

ARTICLE II. OBJECTS

Section 1. The objects of this district shall be:

- a. To seek within the district and through the clubs of the district the attainment of the Objects of Kiwanis International as set forth in the Constitution.
- b. To increase the fellowship and cooperative effort of the clubs within the district.
- c. To cooperate with Kiwanis International in building new clubs and membership in existing clubs, educating club members, and strengthening club services within the district.
- d. To promote participation of clubs in the general objectives, programs, and policies of the district and Kiwanis International.

ARTICLE III. DIVISIONS

Section 1. The territory of this district shall be divided into divisions.

Section 2. The territorial limits of these divisions shall be delineated from time to time by the District Board of Trustees.

ARTICLE IV. MEMBERSHIP

Section 1. Every chartered Kiwanis club in this district shall be a member of this district.

Section 2. Any member club more than sixty (60) days in arrears for any indebtedness to Kiwanis International or to this district shall not be considered "in good standing."

Section 3. Any member club that fails for two (2) successive years to have at least one (1) delegate present at the annual district convention and, within thirty (30) days after a request by the District Board of Trustees to furnish a satisfactory excuse for such failure, shall not be considered

"in good standing."

Section 4. To retain the privileges of district membership, a club must be "in good standing," as defined from time to time by the Kiwanis International Board of Trustees.

Section 5. Any member Club that fails to submit one half (1/2) or more of the required Official Monthly Club Reports, as described in the District Policy Manual, for two (2) successive years or fails to submit the required Annual Club Achievement Report for two (2) successive years and that does not furnish a satisfactory reason for such failure to the District Board of Trustees within thirty (30) days after an official request therefore, shall be considered not "in good standing."

ARTICLE V. OFFICERS

Section 1. District Officers.

- a. The officers of the district shall be the Governor, Governor-elect, Immediate Past Governor, Secretary, Treasurer, and a Lieutenant Governor for each division.*

*Note--After their election and before their assumption of office, all officers shall be known and designated by the titles of the offices to which they have respectively been elected followed by the term "designate."

- b. No offices may be combined in one person.

- c. If in any year the Immediate Past Governor ceases to be an active, senior, or privileged member in a club of the district, the active, senior, or privileged member who served as Governor most recently prior to the Immediate Past Governor shall automatically become the Immediate Past Governor.

Section 2. The terms of all district officers shall begin on the first day of October of each year and continue for one (1) year, or until their successors shall be duly elected and qualified.

Section 3. Each district officer shall be an active, senior, or privileged member in good standing in a club of the district; and each Lieutenant Governor shall be an active, senior, or privileged member in good standing in a club in the division from which elected.

Section 4. Each district officer has the duty and responsibility to:

- a. Promote the Objects and objectives of Kiwanis International; and
- b. Promote the interests of the clubs within the district.

Bylaws of the Ohio District of Kiwanis International

Section 5. The Governor has the further duties and responsibilities:

- a. Be the chief executive officer of the district.
- b. Under the direction and supervision of the International Board of Trustees, further the Objects of Kiwanis International and promote the interests of the clubs within the district.
- c. Preside at all conventions and meetings of the District Board of Trustees.
- d. Attend all Conventions, Conferences, and Council Meetings of Kiwanis International.
- e. Be an ex-officio member of all standing and special committees.
- f. Perform such duties and responsibilities as are currently prescribed or as may be amended in the future in the Constitution and Bylaws, the Kiwanis International Board Policies and Procedures, or the district bylaws.

Section 6. The Governor-elect has the further duties and responsibilities:

- a. Attend the training conferences for governors-elect.
- b. Be responsible for the training of district officers-designate.
- c. Be responsible for the training of club officers and members at the district convention.
- d. Perform such duties and responsibilities as are currently prescribed or as may be amended in the future in the Constitution and Bylaws, the Kiwanis International Board Policies and Procedures, or the district bylaws.
- e. Carry out such other duties and responsibilities as are from time to time assigned by the District Board of Trustees.

Section 7. The Immediate Past Governor shall perform such duties and responsibilities as usually pertain to such office or as may be assigned by the District Board of Trustees.

Section 8. The District Secretary has the further duties and responsibilities:

- a. Keep all records of the district.

b. Assist the Governor and the District Board of Trustees in conducting the business of the district.

c. Be the executive in charge of the District Office and its departments and, subject to the direction and control of the District Board of Trustees, select and supervise the staff and employees.

d. Submit to the proper officers, committees, or persons, all communications received from Kiwanis International, and cooperate with the Governor in forwarding all reports required by Kiwanis International.

e. Attend and keep the minutes of the meetings of the District Board of Trustees and the district conventions.

f. Attend all Conventions of Kiwanis International, and if invited, attend meetings of the International Council.

g. Keep the financial accounts and records and be responsible for proper internal control procedures, including the receipt, deposit, and disbursement, of district and sponsored organization funds in the manner authorized and prescribed by the District Board of Trustees.

h. At all times, make available for inspection by the Governor, the District Board of Trustees, or any authorized auditors, the financial accounts, records, and books of the district and its sponsored organizations.

i. Make a report to the district at its annual convention and such other reports as directed by the Governor or the District Board of Trustees.

j. Perform such other duties and responsibilities as usually pertain to such office or as may be assigned by the Governor or the District Board of Trustees.

k. Give bond for the faithful discharge of the duties of such office, in such amount and with such sureties as are required by the District Board of Trustees.

Section 9. The District Treasurer has the further duties and responsibilities:

a. Be a member of the Finance Committee.

b. Regularly review and advise the District Board of Trustees on the financial condition of the district and its sponsored organizations.

c. Make a report at the annual convention.

d. Perform such other duties and responsibilities as usually pertain to such office or as may be assigned by the Governor or District Board of Trustees.

Bylaws of the Ohio District of Kiwanis International

e. Give bond for the faithful discharge of the duties of such office, in such amount and with such sureties as are required by the District Board of Trustees.

f. The Treasurer shall be financial advisor to Ohio District Circle K and Key Club and shall assist in preparation of their budgets.

Section 10. The Lieutenant Governors have the further duties and responsibilities:

- a. Assist the Governor in the work of the district.
- b. Represent the Governor and, under the direction of the Governor, supervise the district executive work in their respective divisions.
- c. Perform such other duties and responsibilities as usually pertain to such office or as may be assigned by the Governor or District Board of Trustees.

ARTICLE VI. BOARD OF TRUSTEES

Section 1. The District Board of Trustees shall consist of the Governor, Governor-elect, Immediate Past Governor, Secretary, Treasurer, and Lieutenant Governors. The District Secretary shall be a member of the District Board of Trustees, but shall be without vote.

Section 2. The management and control of the affairs of the district not otherwise provided for in these bylaws shall be vested in the District Board of Trustees, subject to the supervision and control of the International Board of Trustees.

Section 3. The District Board of Trustees shall hold at least three (3) meetings during each year, one prior to October 31 at such time and place as designated by the Governor, one at the Mid-Year Conference, and another in connection with the district convention at such time and place as shall be determined by the Board. If the first meeting is held prior to October 1, any action taken shall become effective on October 1. Any meeting of the Board of Trustees may be held by videoconference or teleconference. All persons participating in such a meeting must be able to hear each other at the same time (and, if a videoconference, to see each other as well). A meeting may be held in any other manner permitted under the laws of the State of Ohio and such participation shall constitute attendance at such a meeting.

Section 4. A special meeting of the District Board of Trustees may be called by the Governor or two-thirds (2/3) of the members of the entire Board.

Section 5. The District Secretary shall notify each member of the District Board of Trustees and the Executive Director of Kiwanis International, in writing, of the time, place, and date of any meeting at least three (3) weeks in advance of the date of such meeting.

Section 6. In the absence of the Governor (or Acting Governor) from a meeting, the District Board of Trustees shall designate one of its members to act as chairman.

Section 7. One-half (1/2) of the total members of the District Board of Trustees shall constitute a quorum, and a majority vote of those present shall decide any question, with the exception of those questions for which a greater proportion is specifically required in these bylaws.

Section 8. Within thirty (30) days after any special or regular meeting of the District Board of Trustees, the District Secretary shall make a written report, as approved by the Governor, providing a synopsis of the actions taken and transmit the report to the Executive Director of Kiwanis International. A copy of the report shall either be sent to the secretary of each chartered club within the district or be published in the next district bulletin.

ARTICLE VII. COMMITTEES

Section 1. The titles, structure, and duties of district standing committees shall be those defined by the International Board of Trustees and set forth in appropriate documents of Kiwanis International.

Section 2. Each standing committee shall at all times cooperate with the appropriate Committee of Kiwanis International and promote programs suggested by the Committee among the clubs of the district.

Section 3. Subject to the approval of the District Board of Trustees, special committees may be appointed by the Governor and shall perform such duties as may be defined in their creation.

Section 4. All committee members shall be subject to removal by the Governor.

Section 5. The Executive Committee, shall consist of the District Governor, who shall serve as Chair, the Immediate Past District Governor, the District Governor-Elect, the District Treasurer, and the President of the current class of Lt. Governors. The District Secretary shall be a member without voting privileges. The Committee shall have the power to act for the Board of Trustees in intervals between meetings and shall possess all the powers of the Board of Trustees.

Bylaws of the Ohio District of Kiwanis International

Section 6. The Finance and Structure Committee shall have eleven (11) members and consists of two (2) Past Governors, one (1) Past Treasurer (these three to be selected by their respective groups), Governor, Governor-Elect, District Treasurer, Immediate Past Treasurer, two (2) members elected by the Delegate Assembly, the President of the current class of Lt. Governors and a Lt. Governor appointed by the Governor. The Past Governors and Past Treasurer will serve staggered three (3) year terms. Neither the Past Governors nor the Past Treasurer shall serve consecutive terms. Other members of the committee shall serve for a term of one (1) year. The Committee shall determine the method of selecting their Chair who shall not be an elected District Officer. The name of the Chair shall be submitted to the Governor-Elect prior to September 1.

In the event of a vacancy in one of the elected offices to the Finance and Structure Committee during an administrative year, the Board of Trustees shall elect a qualified Lt. Governor or a Past Lt. Governor who is an active, privileged, or senior member of a Kiwanis Club in the District to fill the office for the unexpired term.

The Finance and Structure Committee administers the District Finances, Budget, and Office Procedures under the direction of the District Board of Trustees. The Committee submits recommendations to the District Governor relative to the employment of the District Secretary, all office personnel, and an outside auditor. The Committee meets quarterly beginning in October at the District Office, and it reports to the District Board of Trustees at all District Board Meetings and to the delegates at the District Convention. It shall take under advisement all matters referred to it for consideration, including the hearing of grievances, and make its recommendations to the appropriate District body.

Section 7. Any meeting of a District Committee may be held by videoconference or teleconference. All persons participating in such a meeting must be able to hear each other at the same time (and, if a videoconference, to see each other as well). A meeting may be held in any other manner permitted under the laws of the State of Ohio and such participation shall constitute attendance at such a meeting.

ARTICLE VIII. CONVENTIONS

Section 1. The annual convention of the district shall be held at such place and date, between March 15 and September 15, as shall be mutually agreed upon by the District Board of Trustees and the International Board of Trustees, except that no district convention shall be held within the period of thirty (30) days prior to, during, or thirty (30) days following the Convention of Kiwanis International. In determining the location of an annual

convention, the District Board of Trustees may be guided and advised by the majority vote of the qualified delegates present and voting at an annual convention.

Section 2. An invitation from any chartered club for holding an annual convention in its city shall be delivered in writing to the District Secretary.

Section 3. Special conventions of the district shall be called by the Governor upon the request of a majority of the chartered clubs in good standing, or upon the request of three-fourths (3/4) of the members of the District Board of Trustees.

Section 4. The District Secretary shall mail to each chartered club, and to the Executive Director of Kiwanis International, an official call to the annual convention at least sixty (60) days prior to the date of the convention, and an official call for any special convention at least thirty (30) days prior to the date of such convention. The District Board of Trustees shall have full supervision and management of all conventions.

Section 5. For each convention, the Governor shall appoint a Committee on Credentials and a Committee on Elections, each to consist of at least three (3) members. All members of the Committee on Elections shall be delegates or delegates-at-large.

Section 6. At any convention, each chartered club in good standing in the district shall be entitled to seat up to three (3) delegates. Two (2) of the delegates should be the club president and president-designate. To assure proper representation, each chartered club may choose up to three (3) alternate delegates. A Past Lieutenant Governor may serve as a delegate at the District Convention for any one (1) club in their division upon invitation, if properly certified.

Section 7. Official delegates of a newly organized Kiwanis club shall be granted full privileges at district conventions if the charter has been issued by Kiwanis International, whether or not it has been formally presented to such club.

Section 8. The delegates and their alternates shall be active, senior, or privileged members in good standing of the chartered clubs they represent, and shall be elected by such clubs not less than thirty (30) days prior to the date of the annual convention or less than fifteen (15) days prior to the date of any special convention. Their election shall be evidenced by a certificate to the District Secretary duly authenticated by the president and secretary of the club. Should any chartered club fail to so certify the election of its delegates and alternates, then the Committee on Credentials shall have the right to determine the seating of the delegates or alternates for such chartered club.

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Section 9. All officers, District Chairs of Standing Committees, Past Governors, and Past Treasurers of the district, who are active, senior, or privileged members of a Kiwanis club of the district shall be delegates-at-large to all district conventions.

Section 10. Each accredited delegate and delegate-at-large present shall be entitled to vote on each question submitted to any convention. There shall be no voting by proxy or absentee ballot. To be accredited, a delegate or delegate-at-large must be certified according to the provision of these bylaws and must have paid a convention registration fee, if such is required.

Section 11. The District Board of Trustees may establish uniform convention registration fees to be paid by all persons attending any convention of the district. The proceeds derived from such registration fee shall be expended solely upon approval of the Board.

Section 12. The convention may propose, discuss, and adopt resolutions, and recommend matters or concerns to Kiwanis International. The convention shall also consider and act upon matters submitted to it by Kiwanis International.

Section 13. In the absence of the Governor (or Acting Governor) from any convention of the district, the District Board of Trustees shall designate the Governor-elect, Immediate Past Governor, or a Lieutenant Governor to act as chairman.

Section 14. A quorum at any convention of the district shall comprise the official delegates present, and representing not less than one-third (1/3) of the total number of clubs within the district.

Section 15. Within thirty (30) days after any convention, the District Secretary shall make a written report, as approved by the Governor, providing a synopsis of the actions taken and shall transmit the report to the Executive Director of Kiwanis International. A copy of the report shall either be sent to the secretary of each chartered club within the district or be published in the next district bulletin.

Section 16. In the event that in any year the District Board of Trustees shall determine by resolution that there exists a condition of emergency in the district that compels cancellation of the annual district convention, the Board shall then establish procedures to transact any and all business that would normally be transacted by and at such convention. The preference will be to call a council meeting to be held during the period provided for district conventions. Such council shall be comprised of the Board

and other persons having the status of delegates-at-large to all district conventions.

ARTICLE IX. CONVENTION PROCEDURE

Section 1. The official program of a convention as approved by the District Board of Trustees shall be the order of the day for all sessions. Changes in the program may be made from time to time by a majority vote of the delegates and delegates-at-large present and voting.

Section 2. Resolutions

a. Proposed resolutions may be submitted by majority vote of a club's board of directors to the District Secretary not less than thirty (30) days prior to the date of the district convention. Proposed resolutions may also be submitted by the District Board of Trustees or originated by the Committee on Resolutions.

b. All proposed resolutions shall be referred to the Committee on Resolutions for its consideration and recommendation to the convention. No resolutions other than those so submitted to or originated by the Committee on Resolutions shall be considered unless consideration thereof shall be recommended by two-thirds (2/3) vote of the District Board of Trustees. Debate on such resolutions shall not be in order until they have been reported out by the Committee on Resolutions or the Board.

Section 3. Reports of committees, communications to the international convention, resolutions, amendments, and all motions may be debated during the House of Delegates, except those "undebatable" under *Robert's Rules of Order Newly Revised*, or unless the convention, by a two-thirds (2/3) vote, dispenses with debate. No Kiwanian shall speak longer than five (5) minutes at one time, except as provided in the order of the day or by a majority vote. The members of the Committee on Resolutions shall have the privilege of the floor during the time that the resolutions are being considered by the delegate body, but no member of the Resolutions Committee shall have the right to vote on the resolutions, unless said member is an accredited delegate. (4/99)

ARTICLE X. NOMINATION AND ELECTION OF OFFICERS

Section 1. Officers Other than Lieutenant Governors

a. The election of officers, except the Lieutenant Governors and the District Secretary, shall be held at the annual convention.

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b. The District Secretary, who is to assume office on October 1, shall be appointed by the Governor-designate, with the approval of the District Board of Trustees-designate.

c. The official program of the annual convention shall indicate the time and place of the election of officers.

d. The nominating and election procedure for officers to be elected at the annual convention shall be as follows:

(1) The Governor-elect shall be the sole candidate for the office of Governor.

(2) All candidates for the offices of Governor, Governor-elect, and Treasurer must submit written notice of candidacy to the District Secretary no later than the beginning of the first business session of the annual convention. At that session, the Secretary shall make a report of the candidates giving such notice. All candidates for the office of Governor-elect shall submit a signed agreement to Kiwanis International to fulfill their duties. (10/02)

(3) A majority of all valid votes cast for each position shall be necessary for the election of the Governor, Governor-elect, and Treasurer. In the event that any ballot cast for Governor, Governor-elect, or Treasurer does not show a majority for any nominee for the foregoing offices, the Governor shall designate a time and a place for further balloting for such office. Prior to the second ballot, the nominee having the lowest vote on the first ballot shall be dropped; and on each succeeding ballot, the same procedure shall be followed until a nominee shall have received a majority of all valid voted cast.

e. The voting shall be by ballot only where there are two (2) or more candidates for the same office. Only accredited delegates or delegates-at-large shall be allowed to vote. There shall be no voting by proxy or absentee ballot.

f. Nothing in this Article shall be construed as limiting the right to make further nominations from the floor of the convention.

g. Cumulative voting shall not be permitted.

Section 2. Committee on Elections

a. Before the election, the District Secretary shall make available to the Committee on Elections a list of the delegates and delegates-at-large as shown by the report of the Committee on Credentials.

b. The Committee of Elections shall have general charge

of the election and of distributing and counting the ballots.

c. The Committee on Elections shall report promptly to the convention the results of the balloting and the report shall be signed by a majority of the committee.

Section 3. Election of Lieutenant Governor and Lieutenant Governor-elect.

a. The Lieutenant Governor of each division shall hold, not later than March 1, a conference for the purpose of electing a Lieutenant Governor and a Lieutenant Governor-elect. The time and place of this conference shall be designated by the Lieutenant Governor. Written notice shall be sent, not later than 10 days prior to the conference, to the president of each club in the division, and to all Past Governors and Past Lieutenant Governors of that division who are active, senior, or privileged members of a club in the division.

b. The personnel of the conference shall be the president and immediate past president of each club in the division, or their duly elected alternates, the Lieutenant Governor of the division, and all Past Governors and Past Lieutenant Governors of that division who are still active, senior, or privileged members of a club in the division.

c. The representatives present, representing not less than two-thirds (2/3) of the clubs of the division, shall constitute a quorum at the conference, and each club shall have one (1) vote for each representative present. The Lieutenant Governor and the Past Governors and Past Lieutenant Governors in attendance at the conference shall have the privilege of the floor without the right to vote, except in the event of a tie vote, in which case the Lieutenant Governor shall be entitled to vote.

d. The Immediate Past Lieutenant Governor shall be chairman of the conference or, if absent, the immediate predecessor, and so on. In the absence of a Past Lieutenant Governor, the conference shall elect one of its members as chairman. The conference shall elect one of its number as secretary, and such tellers as may be necessary.

e. Upon completion of organization as above outlined, the conference shall proceed to elect a Lieutenant Governor and a Lieutenant Governor-elect. The Lieutenant Governor-elect shall be the sole candidate for the office of Lieutenant Governor. However, nothing shall preclude additional nominations from the floor.

A majority of all valid votes cast for each office shall be necessary for elections. In the event that no candidate receives a majority of valid votes cast, a new elections shall take place immediately, and the person receiving the

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fewest number of votes shall be eliminated. This procedure shall be followed until one person receives a majority vote. No person shall be submitted to the conference as a candidate for Lieutenant Governor or Lieutenant Governor-elect without the consent of said person first being obtained. Each candidate for Lieutenant Governor shall give assurances of a willingness and ability to carry out the duties and responsibilities of the office of Lieutenant Governor, to attend the leadership education conferences and to officially visit the clubs of the division.

f. A Lieutenant Governor-elect is not a district officer.

g. The division conference shall be guided by the principles, traditions, and precedents of Kiwanis International in its election of officers, and particularly consider the ability, the service, and experience in Kiwanis of a proposed candidate.

h. The Lieutenant Governor shall certify the results of the election to the District Secretary and Kiwanis International immediately following the conference.

ARTICLE XI. VACANCIES IN OFFICE

Section 1. In the event of a vacancy in the office of Governor, during an administrative year, by a two-thirds (2/3) vote of the entire District Board of Trustees, the Board shall elect a Past Governor, Lieutenant Governor, or Past Lieutenant Governor who is an active, senior, or privileged member of a Kiwanis club in the district to become Governor for the unexpired term.

Section 2. In the event of a vacancy in the office of Governor-elect during an administrative year, the vacancy for the unexpired term shall be filled by the District Board of Trustees, by a two-thirds (2/3) vote of the entire District Board, from the Lieutenant Governors or Past Lieutenant Governors who are active, senior, or privileged members of Kiwanis clubs in the district.

Section 3. In the event of a vacancy in the office of Secretary or Treasurer during the administrative year, the Governor shall appoint a qualified member of a chartered club of the district to fill that office for the unexpired term. This appointment shall be subject to the approval of the District Board of Trustees at its next meeting.

Section 4. In the event of a vacancy in the office of Lieutenant Governor during an administrative year, the Governor shall notify the presidents of the affected division that a replacement Lieutenant Governor may be elected by a conference of the division within thirty (30) days from the date of such vacancy. In the absence of a replacement being elected by a division conference, the Governor shall

appoint a qualified member of a chartered club in the same division to fill the office for the unexpired term, which appointment shall be subject to the approval of the District Board of Trustees at its next meeting.

Section 5. In the event after election and before October 1 of disability or inability of the district officer to serve for the year for which elected, the District Board of Trustees-designate for said year shall proceed forthwith to appoint or elect the successor in the manner provided for filling vacancies in office during the administrative year. The Governor-designate shall give reasonable notice of the time and place of such election and, if absent or disabled, the Governor of the district shall act.

Section 6. In the event that the Governor is temporarily incapacitated and is unable to discharge the duties of the office, the District Board of Trustees shall elect, by a two-thirds (2/3) vote of the entire District Board, a Past Governor, Lieutenant Governor, or Past Lieutenant Governor who is an active, senior, or privileged member of a Kiwanis club in the district to become Acting Governor until the Governor is able to resume the duties of the office. While the Governor is incapacitated, the Acting Governor shall be the executive officer of the district and shall have all the duties, responsibilities, and authority given to the Governor by these bylaws and the Constitution and Bylaws of Kiwanis International. If, after a period of sixty (60) days, it appears to the Board that the Governor continues to be incapacitated and is not able to resume the duties and responsibilities of office, the Board may declare the office of Governor vacant and the vacancy shall be filled in accordance with the provisions for filling vacancies in such office as contained in these bylaws.

ARTICLE XII. REMOVAL OF OFFICERS

Section 1. Whenever it shall appear to the Governor or a majority of the District Board of Trustees that an officer may be engaging in conduct unbecoming a Kiwanian or is failing to perform the duties of that office, the District Board shall give written notice of the alleged facts to the officer within thirty (30) days.

A special meeting of the Board to consider the alleged facts shall be held within 35 days thereafter, with at least 21 clear days written notice being given to all members of the Board of such meeting. Service of such notice shall be deemed effective five (5) days after such notice is mailed. In the event that the Board, by two-thirds (2/3) vote of the entire Board, finds the officer has engaged in conduct unbecoming a Kiwanian or is not performing the duties of such office and declares such office vacant, a new officer to fill such vacancy shall be elected or appointed forthwith as provided in these bylaws.

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ARTICLE XIII. PUBLIC ACTIVITIES

Section 1. The district may, from time to time, express by proper means its attitude on questions of public importance and any proposed legislation affecting communities within the territory of the district, provided that no Kiwanis clubs outside the district are affected by the same.

Section 2. When Kiwanis clubs outside the district are affected by any such public question or proposed legislation, before expressing an opinion, the district shall refer the matter, with its recommendation, to the International Board of Trustees. Upon approval of the recommendation by the International Board, the district may publicly express its opinion through legal and proper means.

Section 3. The district shall not be used in any way for political purposes, nor shall it as a district actively participate in the political candidacy of any person.

Section 4. No action on any public question or proposed legislation shall be taken by the District until the same shall first have been submitted to the Committee on Community Services and the recommendation of that Committee have been received and considered by the Board of Trustees of the District.

ARTICLE XIV. REVENUE

Section 1. Each member club shall pay to the district for each of its members, with the exception of its honorary members, the sum of \$26.00 per annum as dues. Annual dues payments shall be due and payable according to the club's organization date as follows:

- For clubs organized between September 1 and December 31:
 - For the year 2010-11, and subsequent years, payment shall be based on the club roster as of September 30, and shall be due October 1, and payable no later than November 30.
- For clubs organized between January 1 and April 30:
 - For the year 2010-11, payment shall be based on the club roster as of September 30, 2010, and shall be due December 1, 2010, and payable no later than January 31, 2011;
 - For the year 2011-12, and subsequent years, payment shall be based on the club roster as of September 30, and shall be due October 1, and payable no later than November 30.
- For clubs organized between May 1 and August 31:
 - For the year 2010-11, payment shall be based on the club roster as of September 30, 2010, and shall be due February 1, 2011, and payable no later

than March 31, 2011;

- For the year 2011-12, payment shall be based on the club roster as of September 30, 2011, and shall be due December 1, 2011, and payable no later than January 31, 2012;
- For the year 2012-13, and subsequent years, payment shall be based on the club roster as of September 30, and shall be due October 1, and payable no later than November 30.

The total amount shall include all district charges other than the Graduated New Member Enrollment Fee and registration fees for district conventions or conferences.

Section 2. A Kiwanis club shall be relieved of any obligation to pay District dues for any club member for a period of two (2) years from the date of joining that club, provided such a member was a former member of a Kiwanis International sponsored program.

Section 3. A Graduated New Member Enrollment Fee shall be paid to the District equal to the amount of prorated District dues based on when the member joins the club. The prorated fee schedule shall be determined by the District Board of Trustees in the Policy Manual.

Section 4. Registration fees for district conventions and conferences, as established by the District Board of Trustees, shall also be paid to the district.

Section 5. The dues payable to the district by any new club admitted to membership during any fiscal year shall begin the first day of the next billing period immediately following the organization date of the club.

Section 6. No financial obligation other than the revenues provided in this Article shall be placed upon the clubs by the district, except:

- a. By a two-thirds (2/3) vote of the delegates at a convention; or
 - b. By a two-thirds (2/3) vote upon a referendum submitted to all clubs of the district;
- and with the approval of the International Board of Trustees.

Section 7. Each Kiwanis Club in the Ohio District which sponsors a Key Club shall pay annually to the District a sponsorship fee of \$100.00 for each sponsored Key Club.

ARTICLE XV. FINANCE

Section 1. The fiscal year of the district shall begin on October 1 and terminate on the following September 30.

Section 2. Not later than October 15, the District Board of Trustees shall approve a budget of estimated revenues and expenses, including capital expenditures, for the year.

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Section 3. Total disbursements in any year shall not exceed the gross amount of the budget adopted by the Board of Trustees in each year.

Section 4. The books of account of the district shall be subject to review at least once each administrative year by an independent auditing firm selected by the District Board of Trustees. The review shall be a financial review except that every fourth year shall be an audit. A copy of the financial review or audit report shall be sent to the Executive Director of Kiwanis International by March 31st and to members of the current District Board of Trustees.

In the official publication of the Ohio District, annually, no later than the April issue, the Board of Trustees will publish the balance sheet and statement of receipts and expenditures of the Ohio District for previous fiscal year, including financial statements for the Ohio District Key Club and Ohio District Circle K, along with an auditor's statement attesting to the work performed for the Ohio District.

Section 5. The audit need not be certified.

Section 6. The District Board of Trustees shall determine the official depository or depositories and shall designate those persons who shall sign checks. The Board of Trustees shall annually approve and shall provide bonding, in an amount determined by the Board of Trustees, of all officials approved to sign checks and of all employees who handle funds.

Section 7. The necessary traveling expenses of all district officers when engaged in the business of the district may be paid by the district in accordance with the provisions of the budget.

Section 8. The necessary expenses of the Governor incurred in attending the Convention, Council, and any conference of Kiwanis International may be paid by the district.

Section 9. The Board of Trustees shall annually approve and shall provide Directors and Officers Liability insurance for all Officers and Directors of the District.

ARTICLE XVI (Reserved)

ARTICLE XVII. OTHER AUTHORITIES

Section 1. For authority on all matters not specifically covered by these bylaws, the following documents, current or as amended in the future, shall be consulted in order of priority to determine such matters:

- First--Kiwanis International Constitution and Bylaws
- Second--Kiwanis International Policies and Procedures

ARTICLE XVIII. PARLIAMENTARY AUTHORITY

Section 1. "Robert's Rules of Order Newly Revised" shall be the parliamentary authority for all matters of substance or procedure not specifically covered in these bylaws.

ARTICLE XIX. AMENDMENTS

Section 1. Amendments to these bylaws, if in conformity with the Constitution and Bylaws of Kiwanis International, may be adopted by a two-thirds (2/3) vote of the delegates and delegates-at-large voting at any convention. Proposed amendments, which shall be submitted only by a club in good standing or by the District Board of Trustees, shall be received by the District Secretary at least sixty (60) days prior to the date of the convention. The Secretary shall send a copy of all proposed amendments to the secretary of each chartered club not less than thirty (30) days prior to the date of the convention.

Section 2. If these bylaws are in conflict with the Kiwanis International Constitution and Bylaws, current or as amended in the future, this district shall amend these bylaws to bring them into conformity with the Kiwanis International Constitution and Bylaws.

ARTICLE XX. APPROVAL OF KIWANIS INTERNATIONAL

Section 1. These bylaws and all amendments or additions, including any districting, redistricting, or grouping of clubs, shall not be effective unless approved by the International Board of Trustees.

Bylaws of the Ohio District of Kiwanis International

Adopted by the Ohio District of Kiwanis International:

August 14, 2010

(Date)


(District Governor)

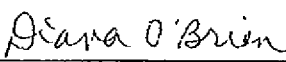

(District Secretary)

APPROVED BY KIWANIS INTERNATIONAL

Oct. 5, 2010

(Date)

BY


Governance Specialist