



2020 Summary of Voting Results on Bylaws, Rules of Procedure and Resolutions

The following 16 amendment proposals to the Bylaws of Zonta International have been adopted by the voting members of Zonta International:

1. Article VIII. Executive Committee, SECTION 6. Mail/Telecommunication Voting, p.12.

The Executive Committee may transact business by mail or through the use of a conference telephone or other communication equipment. Action by mail requires a unanimous vote of the entire Executive Committee.

2. Article XI. Zonta International Nominating Committee, SECTION 3. Term, p. 14.

(a) The term for members of the Zonta International Nominating Committee shall be two years, beginning at the close of the convention at which they were elected and ending at the close of the convention at which their successors are elected.

(b) After being declared elected and prior to the close of convention, the newly elected Zonta International Nominating Committee shall meet to elect the chairman and vice chairman of the committee.

3. Article XI. Zonta International Nominating Committee, SECTION 5. Duties, (b) Report at the Convention, p. 15.

Additional nominations may be made from the floor, provided the nominee ~~is-qualified~~ meets the prerequisites and has consented to serve if elected.

4. Article XIV. Clubs, SECTION 2. Members, (b) Classified Member, p. 25.

(1) Membership shall be drawn from ~~women-and-men~~ individuals with experience in a recognized business or profession.

5. Article XII. Committees, SECTION 12. Z Club and Golden Z Club Committee.

It shall provide resources and information to encourage the formation of Z clubs and Golden Z clubs, and provide ongoing support. ~~From submissions put forward by Zonta clubs, this committee shall select and recommend to the Zonta International Board candidates for the annual Emma L. Conlon Service Awards.~~

6. Article VII. Zonta International Board, SECTION 11. Removal, p. 11.

Zonta International officers and directors may be removed for cause by the Zonta International Board. Cause shall include but not be limited to failure, without excuse, to attend meetings,

failure to perform the duties of the position, or acting in such a way as to injure the good name of Zonta or hamper its work.

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The complaint shall include specific charges and available evidence. The committee shall give the board member concerned an opportunity at least 20 days to respond in writing and may hold a hearing with the member concerned, the complainant and witnesses if any. . .

Removal shall be by a two-thirds ballot vote of the entire Zonta International Board, excluding the member concerned. Notice of the decision shall be immediately mailed with proof of service to the officer or director concerned and to the complainant

7. Article XIII. Districts, SECTION 10. District Board, (e) Removal, p. 21.

(1) Elected district officers may be removed by the district board for cause upon grounds permitted for removal at the international level (Article VII, Section 11). A complaint in writing against an officer for such behavior may be made to the district board, which shall refer the complaint to the district Bylaws and Resolutions Committee for investigation. ~~The procedure shall be as specified in Article VII, Section 11.~~

The complaint shall include specific charges and available evidence and shall be mailed to the officer concerned upon receipt by the committee. The committee shall give the officer at least 20 days to respond in writing and may hold a hearing with the officer, the complainant and witnesses, if any. The committee shall give the officer, complainant and any known witnesses at least 30 days written notice of the hearing.

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If dissatisfied with the district board's decision, the complainant or the officer concerned may appeal to the Zonta International Board within 45 days of the date on which the decision is mailed to the parties. Removal shall be by a two-thirds ballot vote of the entire Zonta International Board. Notice of the decision shall be immediately mailed with proof of service to the complainant and to the officer concerned.

The decision of the International Board shall be final.

If the district board fails to act on a written complaint, the Zonta International Board has full authority to initiate and impose discipline on its own.

8. Article XIV. Clubs, SECTION 4. Officers and Directors, (e) Removal, p. 26.

Club officers and directors may be removed by the club members for cause upon grounds permitted for removal at the international level (Article VII, Section 11). . . ~~The procedure shall be as specified in Article VII, Section 11.~~

The complaint shall include specific charges and available evidence and shall be mailed to the officer or director concerned upon receipt by the committee. The committee shall give the officer or director concerned at least 20 days to respond in writing and may hold a hearing with the officer or director, the complainant and witnesses, if any. The committee shall give the officer, complainant and any known witnesses at least 30 days written notice of the hearing.

Thereafter, the committee shall make a recommendation to the club members for a decision. Due notice in writing of the matter to be voted on at a meeting shall be given to all members.

The ~~board member officer or director~~ concerned shall be entitled to be present for consideration of action to be taken but shall not be entitled to participate in the deliberation or vote. Removal shall be by a two-thirds ballot vote of the club members present and voting.

Notice of the club decision shall be immediately mailed with proof of service to the complainant

and to the officer or director concerned. If dissatisfied with the club's decision, the complainant or the officer or director concerned may appeal to the District Board within 45 days from the date on which the notice of decision is mailed to the parties.

If the club fails to act on a written complaint, the complainant may notify the district board, which shall initiate disciplinary proceedings. The district board shall refer the written complaint to a committee elected by the district board, which shall include the district's bylaws chairman and at least 2 other members who are not members of the officer or director's club. The committee shall mail the complaint to the officer or director concerned upon receipt by the committee. The committee shall give the officer or director concerned at least 20 days to respond in writing and may hold a hearing with the officer or director, the complainant and witnesses, if any. The committee shall give the officer, complainant and any known witnesses at least 30 days written notice of the hearing.

Thereafter, the committee shall make a recommendation to the district board for a decision. Due notice in writing of the matter to be voted on at a meeting shall be given to the district board. The officer or director concerned shall be entitled to be present for consideration of action to be taken but shall not be entitled to participate in the deliberation or vote. Removal shall be by a two-thirds ballot vote of the entire elected district board. Notice of the board decision shall be immediately mailed with proof of service to the complainant and to the officer or director concerned. If dissatisfied with the District Board's decision, the complainant or the officer or director concerned may appeal to the Zonta International Board within 45 days from the date on which the notice of decision is mailed to the parties.

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9. Article XIV. Clubs, SECTION 12. Suspension or Expulsion, (a) Club, p. 29.

Any club of Zonta International that has acted in a way to injure the good name of Zonta or to hamper its work may be suspended or expelled by the Zonta International Board. . . ~~The procedure shall be as specified in Article VII Section 11.~~

The complaint shall include specific charges and available evidence and shall be mailed to the club president upon receipt by the committee. The committee shall give the club president at least 20 days to respond in writing and may hold a hearing with the club board and witnesses, if any. The committee shall give the complainant, club president and any known witnesses at least 30 days written notice of a hearing.

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10. Article XIV. Clubs, SECTION 12. Suspension or Expulsion, (b) Member, p. 30.

Any member of a club who has acted in a way to injure the good name of Zonta or to hamper its work may be expelled by the club members. . . Neither the member concerned nor the complainant shall be appointed to the committee. ~~The procedure shall be as specified in Article VII Section 11.~~

The complaint shall include specific charges and available evidence. The committee shall give the member concerned at least 20 days to respond in writing and may hold a hearing with the member concerned, the complainant and witnesses, if any. The committee shall give the member, the complainant, and any known witnesses at least 30 days written notice of the hearing.

Thereafter, the committee shall make a recommendation to the club board. . . The member

concerned shall be entitled to be present for consideration of action to be taken but shall not be entitled to participate in the deliberation or vote. A two-thirds ballot vote of club members present and voting shall be necessary for expulsion of a member.

Notice of the ~~board or~~ club decision shall be mailed with proof of service to the complainant and to the member concerned forthwith. The decision of the ~~club board or~~ club members may be appealed by the complainant or the member concerned to the district board within 45 days from the date on which the notice of decision is mailed to the parties. . .

The decision of the district board may be appealed by the parties concerned to the Zonta International Board within 45 days from the date on which the notice of decision is mailed to the parties. . .

If the club fails to act, the complainant may refer the matter to the district board, which shall initiate disciplinary proceedings. The district board shall refer the written complaint to a committee appointed by the district board, which shall include the district's bylaws chairman and at least 2 other members who are not members of the club of the member concerned or the complainant. The committee shall mail the complaint to the member concerned upon receipt by the committee. The committee shall give the member concerned at least 20 days to respond in writing and may hold a hearing with the member, the complainant and witnesses, if any. The committee shall give the member, complainant and any known witnesses at least 30 days written notice of the hearing.

Thereafter, the committee shall make a recommendation to the district board for a decision. Due notice in writing of the matter to be voted on at a meeting shall be given to the board and to the member concerned, who shall be entitled to be present for consideration of the action to be taken but shall not be entitled to participate in the deliberation or vote. Expulsion shall be by a two-thirds vote of the entire district board. Notice of the board decision shall be immediately mailed with proof of service to the member concerned and to the complainant. If dissatisfied with the district board's decision, the member concerned or the complainant may appeal to the Zonta International Board within 45 days from the date on which the notice of decision is mailed to the parties.

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11. Article X. Convention, SECTION 4. Convention Voting Members, p. 13.

(c) Emergency Proxies. A club with a delegate, who is the sole member of the club attending convention, shall be entitled to an emergency proxy to be carried by another club.

12. Article XIII. Districts, SECTION 11. Meetings, (4) Conference Voting Members, p. 22.

c) Emergency Proxies. A club with a delegate, who is the sole member of the club attending conference, shall be entitled to an emergency proxy to be carried by another club.

13. Article XIV. Clubs, SECTION 4. Officers and Directors, p. 26.

The officers of the club shall be at least a president, vice president, secretary and treasurer or dual treasurer/secretary. There ~~shall be at least two~~ may be one or more directors.

14. Article XIV. Clubs, SECTION 5. Duties of Officers, p. 27.

(d) Treasurer. The treasurer shall be responsible for the funds of the club and shall administer them in accordance with the approved club budget. The treasurer shall make monthly periodic

reports to the board and the club ~~and be ex-officio a member of the Finance Committee~~. No later than 45 days after the term of office ends, the treasurer shall turn all records over to the successor.

15. Article XIV. Clubs, SECTION 7. Meetings, p. 28.

Meetings shall be held as provided in the club's bylaws. ~~Clubs~~ E-clubs may hold their meetings through the use of electronic communication.

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16. Article XIV. Clubs, SECTION 9, Committees, p. 29.

Committees shall ~~include a Membership Committee, a Service Committee, an Advocacy Committee and such other committees as be authorized by~~ the club board ~~may authorize~~. Guidelines for club committees are in the Zonta Club Manual.

The following amendment proposal to the Rules of Procedure of Zonta International has been adopted by the voting members of Zonta International:

1. Rules of Procedure of Zonta International, 6. Circularization, p. 36.

(2) Zontians ~~will~~ shall not use membership ~~lists~~ contact details or act in any other way to contact other Zontians for the purposes of lobbying for or against ~~proposals that will be voted on, or for or against nominations for office or~~ candidates who are running for office at any level of Zonta. ~~international conventions, district conferences or other Zonta meetings.~~

(3) ~~Membership lists may be provided to other organizations with the approval of the International Board and with that of the district boards and in compliance with any local privacy legislation.~~ (4) Except as is mentioned above, Zontians are encouraged to network with each other for business purposes.

The following 8 Resolutions have been adopted by the voting members of Zonta International:

1. RESOLUTION on a pilot project “Individual Membership Category” to continue for the 2020-2022 Biennium.

The “Individual Membership Category” introduced for the 2018 – 2020 biennium shall be continued during the 2020-2022 biennium to attract people with experience in a recognized business or profession who want to support the objects of Zonta International without being a member of a club. For the 2022 convention, the Zonta International Board shall prepare a report with the results from the biennium of 2020-2022.

2. RESOLUTION on conducting an overall review of Zonta International.

An overall review of Zonta International’s organizational structure will be conducted under the leadership of the Zonta International Board for the 2020-2022 biennium. The Board will engage with the membership as it conducts a review of Zonta International including its memberships base, governing structures and operational framework with the goal to identify areas in need of reform and to make recommendations for potential changes. A report to the Zonta International Convention 2022 along with potential recommended changes will be presented.

3. RESOLUTION authorizing the revision and restatement of the Bylaws of Zonta International.

The Zonta International Bylaws and Resolution Committee is authorized to (i) analyze and study other nonprofit organizations and their bylaws to determine how to best structure the Bylaws of Zonta International in a manner that retains the democratic structure of the organization, recognizes the importance of the members of the organization in determining the shape and direction of Zonta International and preserves the current mission and objectives of Zonta International, while creating a simplified, sustainable and understandable framework for operating, allowing members to focus on Zonta International's mission and the Objects set forth in Article II of the Bylaws of Zonta International; and (ii) present the Committee findings and revised and restated Bylaws, if the committee deems revision necessary, to the Zonta International Board and the 2022 convention for consideration and voting.

4. RESOLUTION regarding the “Zonta Says No to violence against women” Campaign.

The campaign “Zonta says NO to violence against women” shall be continued in the biennium 2020 – 2022.

5. RESOLUTION to adopt the Women in Technology Scholarship as a permanent education program.

Be it resolved that Zonta should formally install Women in Technology Scholarship as a permanent education program.

NOTE: RESOLUTIONS ARE ONLY EFFECTIVE DURING THE BIENNIUM FOR WHICH THEY WERE ADOPTED.

6. RESOLUTION regarding the Centennial Icon Color palette.

That the Zonta International Centennial Icon Color palette be included in the approved Zonta color palette and tints during the 2020 – 2022 biennium.

7. RESOLUTION stating that any new member paying full international dues in April or May of the fiscal year shall be considered fully paid for the following year.

Any new member paying full international dues in April or May of the fiscal year shall be considered fully paid for the following year.

8. RESOLUTION on daily registration fee at Zonta Convention.

In addition to the full registration fee, a daily registration is offered allowing Zonta members, who are not delegates, and guests to attend the conventions for single days. The Board may also determine fees for single events.