



To: 2024-2026 District Governors, District Parliamentarians, and District Bylaws and Resolutions Committee Chairs

From: 2024-2026 Zonta International Bylaws and Resolutions Committee

Date: 13 September 2024

Subject: Information on proposing amendments to the Zonta International Bylaws or Rules of Procedure or proposing resolutions for consideration by the Zonta International Convention

The purpose of this memorandum is to assist Zonta districts that wish to submit proposed amendments to the Zonta International Bylaws or Rules of Procedure or proposed resolutions for consideration at the 2026 Zonta International Convention.

Many of the 2024-2026 governors, district parliamentarians and district bylaws and resolutions chairs already know the information in this memorandum, but in case some of you are less familiar with the relevant processes, we wanted to be sure that everyone has the information you may need. We hope you will find this document useful.

Guidance for Proposed Amendments and Resolutions

Zonta International Bylaws

Zonta International's bylaws define the organization's fundamental characteristics and functions. The rules in the bylaws are so important that they can only be changed by a two-thirds vote at the international convention. [RONR 2:8 (p. 11, ZI bylaws Art. XX, §1)]

Zonta International Rules of Procedure

Zonta International's Rules of Procedure prescribe the organization's standard operating procedures and can be changed by a majority vote at the convention or in certain circumstances by the Zonta International Board. [Art. XXI]

Zonta International Resolutions

A resolution is a statement proposing a policy, procedure or action. Resolutions are adopted by majority vote at the convention and remain in effect only for the biennium proposed unless renewed at the next convention. [Art. XVIII, §1]



How Districts Submit Proposals for Zonta International Bylaws or Rules of Procedure Amendments or Proposals for Resolutions

Bylaws and Rules of Procedure Proposals

A club member may submit to their club a proposed amendment to a Zonta International Bylaw or Rule of Procedure. If the club approves the proposal, the club may submit it to the district board.

If the district board concludes that the proposal does not require further study, the board publishes it to all clubs in the district at least 60 days before the district conference.

Similarly, the district board may approve a proposal to change a bylaw or rule of procedure and publish it to the district clubs at least 60 days before the conference.

Whether from a club or from the district board, all proposals must be presented to the voting members of the district conference (or convened business meeting). If a majority of the voting members of the conference adopts the proposal, the district secretary must submit it to the International Bylaw and Resolutions Committee within 30 days after the conference. [Art. XX, §§ 1 and 2]

Format for Proposed Amendments to Bylaws

The preferred format for an amendment proposal is a table that shows the current wording in one column with any ~~strikeouts~~ and the proposed wording, with any inserts, in the next column. Clubs and districts shall use the form for amendments published by Zonta International.



Here is an example:

Art. XV, Clubs SECTION 4 Officers and Directors

Current wording	Proposed wording
Section 4. Officers and Directors. The officers of the club shall be at least a president, vice president, secretary and treasurer or dual treasurer/secretary. There may be one or more directors.	Section <u>6</u> . Officers and Directors. The officers of the club shall be at least a president, vice president, secretary and treasurer. There may be one or more directors. <u>With the exception of that of president, two offices may be combined if consistent with club bylaws. One individual holding two offices shall be entitled to only one vote.</u>

A district proposing an amendment should include a short rationale for the amendment, including an explanation of what the amendment would accomplish if adopted. For example, the rationale for the proposal above was: “The current provision [in the 2020 bylaws] allows only the positions of treasurer and secretary to be combined. As many clubs have problems in filling all board positions, the proposal permits any offices except the presidency to be combined.”

Note:

Should more than one proposed amendment to the Zonta International Bylaws be submitted with the same intent covering the same subject matter, it shall be the duty of the Zonta International Bylaws and Resolutions Committee to review such proposed amendments and to present to the Zonta International Board an amendment which best incorporates the intent and serves the interest of Zonta International as a whole. In the event that any proposed amendment will not be reported to the convention, the committee shall notify the proposer of the amendment. [Art. XX, §§ 3]

Resolutions

Resolutions may be proposed by the Zonta International Board or by any of its members, by a district conference, by a club or by a Zonta International committee, and must be mailed to the Zonta International Bylaws and Resolutions Committee at least 180 days before the convention except in certain situations detailed in bylaws Art. XVIII, §4

The process for submitting resolutions is the same as for proposed amendments.



Format for Proposed Resolutions

The preferred format for a proposed resolution is a statement of what action the district wants Zonta International to take, e.g., “That Zonta International raise the age of Young Professional Status from 30 to 35,” followed by a rationale, e.g., “Changing the age offers the opportunity for more young professionals to take advantage of reduced membership fees, in order to enhance club efforts to increase recruitment.”

Districts are encouraged to keep resolutions simple so that they can be translated by members.

Resolutions may be considered out of order or tabled for further study for multiple reasons, such as, they conflict with the Zonta International Bylaws, they will require financial resources not allocated, they will create a potential legal risk to the organization, they request an action that will last beyond a biennium, or they are in conflict with the objects of Zonta International. No resolutions will be considered related to Zonta Foundation for Women, only resolutions related to Zonta International will be considered in order.

Districts are encouraged to check with the Zonta International Bylaws and Resolution Committee to ensure resolutions are properly drafted. Clubs and districts shall use the form for resolutions published by Zonta International. Rationales shall be kept short and simple and explain the main arguments.

Here is an example of a properly drafted resolution:

RESOLUTION regarding the “Zonta Says NO to Violence Against Women” Campaign

Proposed by: District 27

The campaign “Zonta says NO to violence against women” shall be continued in the biennium 2022 – 2024.

Rationale: “Zonta says No” was developed in 2012 to promote Zonta’s credibility and visibility, according to the goals of the biennium 2012-2014 and was successfully continued in the following biennia. The need to attract attention for Zonta’s mission is an ongoing demand and should not be ended. Therefore, it is proposed that the campaign should be continued, since it helps to bring Zonta into the public consciousness and raises awareness for Zonta’s mission. Besides, the campaign has a strong impact within the Zonta world.



Steps After the District Submits Proposals

The International Bylaws and Resolutions Committee reviews all district proposals. Once they are deemed in order, they are presented to the Zonta International Board.

The Zonta International Board will:

- Choose to recommend, not recommend or table for further study.
- The Board will draft a rationale for their position.
- Return their opinion and rationale to the Bylaws and Resolution Committee

The International Bylaws and Resolutions Committee will prepare a report for the voting delegates and submit to the delegates at minimum 60 days prior to voting.