

- (d) No person shall be elected to the same office for two successive terms.
- (e) No more than two (2) elected officers shall be from the same Club during any term.
- (f) In the event of a vacancy in the office of Governor, the Governor-Elect shall complete the unexpired term and may also serve an additional two-year term as Governor.
- (g) If the Governor-Elect, after completing the term of the previous Governor, chooses not to serve for the biennium for which the Governor was elected, the person who filled the vacancy in the office of Governor-Elect shall be installed as Governor at the close of the Conference held at the end of the unexpired term. In the event of a vacancy in any office other than that of Governor, such vacancy will be filled by the District Board of Directors with qualified Altrusan(s).
- (h) The term of office of each elected officer shall be two years and until such officer's successor has been elected and installed.
- (i) The Governor shall assume the office of Immediate Past Governor at the close of the Conference at which a successor is installed.
- (j) To be eligible for election for any District Office, members must be, at the time of nomination and election, an Active member in good standing.
 - (i) To be eligible for election to the office of Governor-Elect, the candidate shall have previously served a full term (more than half of a two-year term) as a member of the District Board.
 - (ii) To be eligible for election to any District Office other than Treasurer, a person must have completed a full term as Club President or be serving as Club President at the time of the election. To be eligible for election as District Treasurer, a person must have completed a full term as Club President or Club Treasurer or be serving as the same at the time of the election and also must have general accounting knowledge or experience. These requirements shall not apply to such officers in a newly organized District until expiration of six (6) years next following its creation.
- (k) The District Board of Directors may remove from any slate of candidates proposed by the Nominating Committee, the name of any person found to be ineligible and select a qualified candidate to replace that person on the ballot of election.
- (l) "In good standing" means all applicable dues, fees and late charges, if any, owed by a member to International, to the member's District, if any, and to the member's Club must be paid in full. Officers must remain in good standing throughout their term of office.

Section 2. Elections of Officers and Directors

- (a) All elected officers shall be elected by ballot at the Conference in the odd-numbered calendar year except as provided in subsections (b) and (c) following. Any candidate who shall receive a majority of all valid votes cast shall be declared elected. In the event there shall be more than two (2) candidates for any one office, and no candidate shall receive the majority of all valid votes cast on the second ballot, the candidate receiving the least number of votes shall be eliminated from each succeeding ballot.

- (b) In the event the District Board of Directors shall determine that a regional, national or international condition of emergency exists which makes the holding of the Conference impractical, balloting shall be by electronic means in which event procedure shall be prescribed by the District Board of Directors. In the event of electronic balloting, votes may be cast for persons other than the nominees listed on the ballot by writing in the name of the person and the office to which the individual is sought to be elected.
- (c) In the event there is only one nominee for a position, the Presiding Officer may declare that nominee elected, if there is no objection by the delegates.

Section 3. Appointed Officers

The Governor shall appoint the District Secretary, who shall not have a vote on the Board, such appointment to be approved by the District Board of Directors.

Article XII. Duties of Officers

Section 1. General

The duties of the officers shall be such as are specified by these Bylaws and Policies and by *Robert's Rules of Order, Newly Revised*.

Section 2. Governor

The Governor shall:

- (a) Preside at Conferences and at all meetings of the District Board of Directors.
- (b) Appoint the District Secretary, such special committees deemed necessary and all Standing and Conference Committees, except the Nominating Committee.
- (c) Be an ex-officio member of all committees except the Nominating Committee.
- (d) Under the general supervision of the International Officers, endeavor to further the purposes of International.
- (e) Strive to promote cordial relations among the Clubs within the District and between them and International.
- (f) Issue and cause to be mailed official calls and notices of Conferences.
- (g) Send all communications to Clubs within the District to their Presidents.
- (h) Prepare and be responsible for Conference programs.
- (i) Approve the plans of the special Conference committees.

Section 3. Governor-Elect

The Governor-Elect shall attend all Conferences and meetings of the District Board of Directors and become acquainted with the duties of the Governor. The Governor-Elect shall assist the Governor in working with new Clubs in the District and cooperate in organizing new Clubs. The Governor-Elect shall assume the office of Governor at the expiration of the term of the incumbent, or upon the inability of the incumbent to complete the term.

Section 4. Vice Governor(s) and Director(s)

Vice Governor(s) and Director(s) shall assist the Governor in work with Clubs in the District and cooperate in organizing new Clubs. Vice Governor(s), in the order of their succession, shall act for the Governor- Elect in an absence or in the event of the inability to act. The Vice Governor(s) and Director(s) shall assume such responsibilities as directed by the District Board of Directors.

Section 5. District Secretary

The District Secretary shall:

- (a) Prepare and send such reports, notices and correspondence as the Governor may request.
- (b) Record the proceedings of the Conference and meetings of the District Board of Directors.
- (c) Keep a file of members of Clubs within the District, arranged by Clubs, and a record of Officers and Committee Chairmen in each Club.
- (d) Furnish the Credentials Committee with a certified list of certified delegates and alternates, Officers and Past Governors authorized to vote at Conference at least fifteen (15) days prior to the annual Conference.
- (e) Furnish the Elections Committee with a certified list of nominations for District Officers fifteen (15) days prior to the annual Conference.
- (f) Within ten (10) days after election of District Officers, the retiring District Secretary shall send to the International Office on forms provided and to each Club in the District, the names of the newly elected Officers.

Section 6. District Treasurer

The Treasurer shall:

- (a) Collect all dues from Clubs for members in the District.
- (b) Keep an accurate record of receipts and expenditures.
- (c) Deposit all money received, in the name of the District, in a depository approved by the District Board of Directors.
- (d) Submit for audit the books in which records of receipts and expenditures have been kept within twenty (20) days of the end of the fiscal year.
- (e) Submit an annual financial report to Conference.
- (f) Chair the Finance Committee.
- (g) Transfer District financial records to the incoming Treasurer at the close of Conference at which the successor is installed or within forty-five (45) days of the end of the fiscal year.

Section 7. Removal from District Board of Directors

- (a) A member of the District Board of Directors may be removed from office for cause. "Cause" shall include, without limitation, failure to perform the duties of office, failure without excuse to attend meetings of the District Board of Directors, Conferences, or acting in such a way as to injure Altrusa's reputation or hamper its work.
- (b) Any member of the District Board of Directors may file written charges against a member of the District Board of Directors, specifying the grounds for removal from office. The District Board shall hold a hearing about the charges. The District Board shall give thirty (30) days' written notice, delivered in person or sent by certified or registered mail, to such member of the District Board of Directors, specifying the time and place of the hearing and the charges. The member of the District Board of Directors is entitled to be present at the hearing, to be represented by counsel (who may or may not be a member) and to present a defense. The member of the District Board of Directors is not entitled to be present during the District Board's deliberation or to vote. If the District Board of Directors determines, by two-thirds (2/3) vote of those present that cause for removal exists, the member of the District Board of Directors shall be removed from the office, effective immediately upon notice to the member of the District Board of Directors. The decision shall be final.

Section 8. Bond

At the direction of the District Board of Directors, any officer or employee must furnish, at the expense of District, a fidelity bond in the amount prescribed by the Board.

Article XIII. Fiscal Year

The fiscal year of the District shall be from the first day of June each year to and including the 31st of May.

Article XIV. Contracts, Checks, Deposits, Gifts

Section 1. Contracts

The District Board of Directors may authorize any Officer or Officers, agent or agents of the District to enter into any contract or execute and deliver any instrument in the name of and on behalf of the District and such authority may be general or confined to specific circumstances.

Section 2. Checks and Drafts

All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the District shall be signed by such Officers, agent or agents of the District and in such manner as shall be determined by resolution of the District Board of Directors.

Section 3. Deposits

All funds of District must be deposited to the credit of District in such banks, trust companies, or other depositories as the District Board of Directors may select.

Article XV. Dues and Fees

Section 1. Dues

Each Club shall transmit to the District Treasurer the dues as established by the District Board of Directors for each of its Active members. Each Affiliate member will transmit to the District Treasurer District dues as established by the District Board of Directors.

Section 2. Procedure for Payment

- (a) The Club shall forward to the District Treasurer its remittance of dues by the date established by the District Board of Directors.
- (b) Dues which have not been received by the District Treasurer on the date established are past due and the Club, in making remittance thereof, shall add a late charge as set out in District Policies.
- (c) Members whose dues and late charges have not been received by the District Treasurer by the date established shall be deleted from the membership records.
- (d) The Club shall update membership information in the International electronic membership database and forward District dues to the District Treasurer promptly when paid.

Section 3. International Currencies

The District Board of Directors may designate the currency for payment of District dues and fees for Clubs organized outside the United States of America.

Section 4. Fees

The District Board of Directors may establish other fees.

Article XVI. Parliamentary Authority

Robert's Rules of Order, Newly Revised shall govern the proceedings of the District and the District Board of Directors, unless otherwise provided by statute, the Articles, these Bylaws or the Policies.

Article XVII. Amendments

Section 1. Power to Amend

The power to make, alter, amend or repeal the Bylaws shall be vested in the members entitled to vote at Conference. A two-thirds (2/3) vote shall be required to adopt, alter, amend or repeal.

Section 2. Notice

At least sixty (60) days prior to the date of such Conference, notice shall be given of any proposed amendments to the District Bylaws to be placed before the Conference.

Section 3. Automatic Amendment

- (a) These Bylaws shall be deemed to be amended automatically according to and to conform with amendments made to the International Bylaws.
- (b) All amendments shall be subject to the laws of the State of Indiana, to the provisions of the Articles of Incorporation and Bylaws of International and no amendment inconsistent therewith shall be adopted.

Section 4. Approval

No amendment adopted by a District Conference shall be effective until it is approved by the International Bylaws, Resolutions and Recommendations Committee.