



CIVITAN INTERNATIONAL GEORGIA DISTRICT, INC.

RESTATED CORPORATE BYLAWS

Date Adopted: August 19, 2006

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Section 1. District Territory and Structure. The name of this organization shall be Civitan International Georgia District, Inc. (“district”).

(a) The district is a corporation formed pursuant to the Georgia Nonprofit Corporation Code resulting from articles of merger being filed with the Secretary of State merging South Georgia district of Civitan International, Inc., a nonprofit corporation formed on February 17, 1978 and Civitan International Georgia district North, Inc., a corporation formed on May 3, 1974.

(b) The geographic area of the district is the State of Georgia. Solely for the purpose of more adequate administration, the Board of Directors (“Board of Directors”) shall divide the district into geographical regions or divisions to be known as “Areas.”

- (1) Such Areas, and the boundaries thereof, shall be established and changed only by the authority of the Board of Directors.
- (2) The Board of Directors shall create areas consisting of at least five (5) clubs. However, if the district has less than ten (10) clubs, or because of geographical constraints within the district, the Board of Directors may designate areas and the number of clubs assigned to each area.

Section 2. Membership. The membership of the corporation shall include all clubs located within the State of Georgia. The clubs, acting through its authorized delegates, may vote on those matters as set forth herein.

Section 3. Purposes, Powers and Limitations.

(a) The specific and primary purposes for which this corporation is formed and for which it shall be exclusively administered and operated are to receive, administer and expend funds for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code, including the following:

- (1) To build good citizenship by serving individual and community needs with an emphasis on helping people with disabilities; and
- (2) To assist other charitable and educational organizations in the conduct of similar activities.

(b) No part of the net income of the corporation shall inure to the benefit of any officer or director, or private individual, except that the corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes and objects set forth herein or in the Articles of Incorporation.

(c) No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf or against any candidate for public office.

(d) Notwithstanding any other provision set forth in these Bylaws or in the Articles of Incorporation, at any time during which it is classified as a “private foundation,” within the meaning of the Internal Revenue Code of 1986, as amended (the “Code”), the corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code; the corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code, with respect to any taxable year during which the corporation is classified as a private foundation; the corporation shall not retain any excess business holdings that would subject the corporation to tax under Section 4943 of the Code; the corporation shall not make any investment in such manner as to be subject to the tax imposed by Section 4944 of the Code with respect to any taxable year during which the corporation is classified as a private foundation; and the corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code. Any reference in this Article to any section of the Code shall be deemed to incorporate by reference the corresponding provisions of any subsequent United States Internal Revenue Code.

(e) Notwithstanding any other provision of these Articles, the corporation shall not conduct or carry on any activities, not permitted to be conducted or carried on by an organization exempt from federal income tax under Section 501(c)(3). Neither the district nor Civitan clubs located within the district shall sponsor or participate in any activity prohibited under applicable law.

(f) In order to accomplish the foregoing charitable and educational purposes, and for no other purpose or purposes, this corporation may, except as restricted herein, engage in any and all lawful activities and shall have all of the powers granted to corporations by the State of (state of incorporation).

(g) Any active member in-good-standing of a duly chartered club shall be entitled to wear the emblem or other insignia of Civitan International or the district. The word “Civitan” and the name, emblem or other insignia of Civitan International or the district shall not be used as a trade name or for any other purpose other than that authorized by the Bylaws or by the international board of directors.

(h) The mission of the district is to further the principles of Civitan within its defined geographic territory as a management and administrative division of Civitan International with responsibility for:

- (1) Providing communication channels between clubs, the district and Civitan International.
 - (2) Increasing membership.
 - (3) Establishing and nurturing new clubs.
 - (4) Assisting and supervising clubs.
 - (5) Training club and district officers.
 - (6) Providing motivation and inspiration to Civitans and clubs.
 - (7) Developing future leadership for clubs, the district and Civitan International.
- (i) The district shall facilitate the exchange of ideas and fellowship between clubs to encourage their participation in the purposes, programs and policies of Civitan International to the benefit of their communities and nations.
- (j) The motto shall be “Builders of Good Citizenship.”
- (k) The Creed of Civitan shall be:

I Am Civitan: as old as life, as young as the rainbow, as endless as time.

My Hands do the work of the world and reach out in service to others.

My Ears hear the cry of children and the call throughout the world for peace, guidance, progress and unity.

My Eyes search for others to join in the fellowship and service of Civitan.

My Mouth utters the call to daily duty and speaks prayers in every tongue.

My Mind teaches me respect for law and the flag of my country.

My Heart beats for every friend, bleeds for every injury to humanity and throbs with joy at every triumph of truth.

My Soul knows no fear but its own unworthiness.

My Hope is for a better world through Civitan.

My Motto: builders of good citizenship.

My Belief: do unto others as you would have them do unto you.

My Pledge: to practice the Golden Rule and to build upon it a better and nobler citizenship.

Section 4. Incorporation and Governance.

(a) The district shall notify Civitan International, Inc. of its incorporation and provide copies of its Articles of Incorporation, Bylaws and all amendments and restatements. Each district corporation shall comply with the filing provisions of the enabling incorporation statute.

(b) The district shall be governed in accordance with the Constitution, Bylaws and Policies of Civitan International, Inc. The district Articles of Incorporation, Bylaws, and district Policies were prepared to be consistent with the governing documents of Civitan International, Inc. and any interpretation, amendment, revision or change shall be consistent with the governing documents of Civitan International, Inc.

Revenue and Disbursements

Section 5. Annual dues. The conduct and administration of district business shall be financed by district dues, payable by clubs for each of their members enrolled in the office of Civitan International; by such fund raising project revenues as shall be agreed upon by the district Annual Convention; by voluntary contributions from clubs; from convention fees; and from area and district-wide meeting fees and charges.

Section 6. Dues amount. Each member club shall pay district dues for each active member with the amount and manner of payment to be fixed by the district Annual Convention; provided, however, that such dues shall not exceed \$18.00 per year per member unless previously approved by the board of directors of Civitan International. Campus member clubs shall pay district dues at not more than fifty (50) percent of the amount fixed by the district Annual Convention; provided, however, those dues shall not exceed \$9 per year per member unless previously approved by the board of directors of Civitan International. Said dues shall be based upon the membership of the respective clubs as shown in their quarterly reports from Civitan International as of the dates the dues become payable.

Section 7. Annual dues for New Clubs. Annual dues payable by a newly chartered club shall commence on the first day of the third month following that in which such club is officially chartered, with such payments to be based upon the number of members enrolled in the international office on that date.

Section 8. Annual Budget. The district shall operate under a budget of estimated income and expenditures for the fiscal year in which it is to be in effect, plus any accumulated surplus from the immediate past fiscal year. The budget shall not authorize the expenditure of any money in excess of such income and surplus. The budget shall be adopted by the Board of Directors either at its last meeting prior to the district Annual Convention, or no later than October 1 of the fiscal year in which it is to be in effect.

Section 9. Audit. An annual audit of books of account of the district as of September 30 shall be performed by a public accountant, a certified public accountant, a chartered public accountant, or an audit committee appointed by the Board of Directors and a report thereon shall be submitted to the Board of Directors not later than November 30.

Section 10. Depositories and Signatures. The Board of Directors shall annually determine the official depositories for district funds and designate officers authorized to endorse, execute and sign checks or orders for the payment of money, and such officers shall be bonded. All checks or withdrawals shall be co-signed or approved by two (2) such officers.

District Conventions

Section 11. Annual Convention. A convention of the clubs in the district shall be held annually to convene not sooner than August 1 and to adjourn not later than September 30. The date of the district Annual Convention and convention city shall be determined by the Board of Directors.

Section 12. Notice of Annual Convention. The district secretary shall issue and cause to be mailed to each member club in the district an official call for the annual convention at least sixty (60) days prior to the date thereof, in which notice the time and place of the holding of said annual convention shall be set forth.

Section 13. Special Conventions. The district may hold a special convention at any time or place on the call of the Board of Directors or a two-thirds (2/3) vote of the member clubs. The district secretary shall issue and cause to be mailed to each member club in the district at least twenty (20) days prior to the date of said special convention a written notice of the time and place of the holding of same together with a general statement of the proposed business to be transacted.

Section 14. Number of Votes.

(a) In the transaction of convention business requiring a vote, each club in the district in-good-standing with Civitan International and with the district shall be entitled to voting delegates.

(b) The voting delegates shall be based on a club's enrollment as recorded in the Civitan International office as of the last day of the month prior to convention.

(c) A club organized and chartered after the last day of the month prior to convention and prior to the first day on which the convention is held shall be entitled to cast its vote on the basis of the numerical charter membership enrolled by the club in the international office.

(d) The voting delegates shall be determined as follows:

- (1) Clubs having a membership of at least fifteen (15) but not more than nineteen (19) shall be entitled to one (1) voting delegate;

- (2) Clubs having a membership of at least twenty (20) but not more than twenty-nine (29) shall be entitled to two (2) voting delegates;
- (3) Clubs having a membership of at least thirty (30) but not more than thirty-nine (39) shall be entitled to four (4) voting delegates;
- (4) Clubs having a membership of at least forty (40) but not more than forty-nine (49) shall be entitled to five (5) voting delegates;
- (5) Clubs having a membership of at least fifty (50) but not more than fifty-nine (59) shall be entitled to six (6) voting delegates;
- (6) Clubs having a membership of at least sixty (60) but not more than sixty-nine (69) shall be entitled to seven (7) voting delegates;
- (7) Clubs having a membership of at least seventy (70) but not more than seventy-nine (79) shall be entitled to eight (8) voting delegates;
- (8) Clubs having a membership of at least eighty (80) but not more than eighty-nine (89) shall be entitled to nine (9) voting delegates;
- (9) Clubs having a membership of ninety (90) or more shall be entitled to ten (10) voting delegates.

(e) All past governors and the governor, governor-elect, all Area directors shall have one vote each on any business transacted requiring a vote.

(f) The term “past governors” as the same is used in the Section 14 (b) shall mean past governors of any and all districts of Civitan International providing that they are current members in-good-standing of a club in the district in which they are voting.

Section 15. Accredited Delegates. No member shall be deemed to be an accredited delegate unless he or she has registered at the meeting and paid the registration fee and produced such credentials to the Credentials committee as may be required by the Board of Directors.

Section 16. Convention Rules. Adoption of convention rules shall be the first order of business. These rules shall be adopted by a majority vote, but they may be suspended, rescinded or amended after their adoption only by a two-thirds (2/3) vote.

Section 17. Voting.

(a) The voting by accredited delegates on any question may be conducted by any one of the following methods:

- (1) Voice vote;
- (2) Hand vote;
- (3) Rising vote,

(4) Ballot; or

(5) Roll call.

(b) Vote by ballot on any question may be requested in writing by accredited delegates representing not less than ten (10) percent of the clubs represented at the meeting.

Section 18. Supervision. The Board of Directors shall have full supervision and management of all conventions and meetings of the district and shall prepare the official program. All plans, arrangements, programs and budgets shall be subject to the approval of said Board of Directors.

Section 19. Quorum. A quorum of any district convention or meeting shall consist of a majority of accredited delegates.

District Meetings

Section 20. Meetings. At least one (1) district-wide meeting open to all member clubs and members shall be held each fiscal year prior to the annual convention. These district meetings shall be held for the purposes of fellowship, motivation, education, inspiration, the exchange of ideas and any district business deemed necessary by the Board of Directors.

Section 21. Time, Place, Format and Agenda. The time and place for such district meetings shall be determined by the Board of Directors. The district governor shall determine the program, format and agenda utilizing the district meeting manual provided by Civitan International as a guideline for effective meetings.

Section 22. Notice. The district secretary shall issue and cause to be mailed to each member club in the district at least thirty (30) days prior to the date of said meeting a written notice of the time and place of the holding of same together with a general statement of the agenda.

Section 23. Voting. If any district business is to be transacted, the clubs and district officers shall have the same voting privileges and methodology as outlined hereinabove.

Section 24. Rules of Order. The Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws. A parliamentarian shall be designated by the district governor for any district meeting.

Leadership Training

Section 25. Training.

(a) The governor-elect must attend the governor-elect training academy as required by Civitan International, Inc. policies.

(b) Each club president and president-elect is required to be specifically trained in accordance with the policies of Civitan International, Inc. and the district. This training is currently held by Civitan International Regional training sessions.

(c) Each club secretary and treasurer shall complete the online training required by Civitan International, Inc.

(d) The district shall also conduct leadership sessions for the training, motivation, and education of the secretary, treasurer, area directors, and district and club officers. Such leadership sessions shall be conducted in accordance with policies promulgated by the district and shall include such subjects and courses designated by district policy.

(e) The district shall conduct leadership academies for the training, motivation, and education of district and club officers. Such leadership academies shall be conducted in accordance with policies promulgated by Civitan International and shall include all subjects and courses so designated by Civitan International policy.

Board of Directors

Section 26. Authority. The business of the district shall be administered by a Board of Directors in accordance with the Bylaws and policies of Civitan International.

Section 27. Composition.

(a) The Board of Directors shall consist of the governor, who shall serve as its chairman, the governor-elect, the immediate past governor, a district director serving at-large and each area director.

(b) The governor, immediate past governor and the area directors serving the second year of their term shall serve without election by virtue of their previous election to their district office.

(c) The district director shall be a past governor of the district and shall be elected at the annual district convention. A district director must be elected by a majority vote of the accredited delegates voting at the annual district convention.

(d) Area directors shall be nominated by geographic area of representation and elected at-large and shall be full voting members of the Board of Directors

(e) The secretary and the treasurer (or the secretary-treasurer), the judge advocate, the district Sgt. at Arms, Chaplain, the Junior and Campus Civitan governors, as well as the district administrator, if one is appointed, may be nonvoting ex officio member(s) of the Board of Directors.

Section 28. Meetings. The Board of Directors shall meet at such time and place as determined by the board or called by the governor. Other meetings may be called by the governor or a majority of board members.

Policies and Procedures

Section 29. Policies and Procedures Manual. A complete policies and procedures manual will be developed by the Board of Directors. These policies and procedures shall serve as guidelines for the successful and efficient administration and management of the district. These written policies and procedures shall be broad enough to indicate a line of action yet narrow enough to provide clear guidance.

Section 30. New Policies. Proposals for new policies or changes to existing policies may be initiated by any district officer, club in-good-standing or any Civitan member; however, adoption of new policies or changing existing policies are solely the responsibility of the Board of Directors .

Section 31. Policy dissemination. The district secretary (or administrator) shall establish and maintain an orderly plan for preserving and making accessible the policies adopted by the Board of Directors and the administrative rules and regulations needed to put them into effect.

(a) Accessibility is to extend to all members of the Board of Directors and all other district officers.

(b) Any announced candidate for the office of district governor-elect shall be furnished a complete updated copy of the manual.

(c) In addition, any Civitan requesting copies of a particular policy or the entire policy book may receive same by reimbursing the district for the cost of reproduction and mailing.

(d) Any new policy or change in existing policy must be published in the district bulletin or in a special mailing to all Civitan clubs at least thirty (30) days preceding the annual convention.

Section 32. New Policies or Amendments at Annual Convention. The annual convention of the district may cancel, vacate and annul, or change, alter or amend any district policy existing at the time of an annual convention or may enact a new district policy.

District Officers

Section 33. Officers. The officers are the members of the Board of Directors, the Area Directors, the judge advocate, chaplain and sergeant-at-arms and may also include the Junior and Campus Civitan Governors.

Section 34. Governor.

(a) The governor shall be the chief executive officer of the district.

(b) He or she shall exercise general supervision over the affairs of the district subject only to the Board of Directors, the delegates to the annual convention and the Board of Directors of Civitan International.

(c) He or she shall further the purposes of Civitan International and the district.

(d) He or she shall promote the interest and coordinate the work of district officers and of member clubs within the district.

(e) He or she shall at all time act as a representative of Civitan International in all relations with member clubs in the district.

(f) The specific duties of the district governor shall be as set forth in the policies of Civitan International.

Section 35. Immediate Past Governor.

(a) The immediate past governor shall be a voting member of the Board of Directors and shall use his experience to assist the governor as requested and assigned.

(b) Coordinate and manage the international awards program within the district and execute such other specific duties as shall be set forth in the policies of Civitan International.

Section 36. Governor-Elect.

(a) The governor-elect is responsible for familiarizing himself or herself with all district Civitan activities and to prepare himself or herself for assuming the job of governor. He or she is to assist the current governor in every way possible to insure the smooth operation of the district and to prepare for the orderly transition from one administration to another.

(b) The specific duties of the district governor-elect shall be as set forth in the policies of Civitan International.

Section 37. Lieutenant Governor. [Not Applicable].

Section 38. District Director. The district director shall be a past governor of the district and shall be a member of the Board of Directors. He or she shall be directly responsible and accountable to the governor for the proper operation of the district. He or she is to provide consultation and assistance as needed. The specific duties of the district director shall be as set forth in the district policies.

Section 39. Area Directors.

(a) The Area directors shall be members of the Board of Directors and help perform all duties assigned to it. Each area director shall be directly responsible

and accountable to the governor for the proper operation of the clubs in his area. He or she is to provide consultation and assistance as needed.

(b) The specific duties of the area director shall be as set forth in the policies of Civitan International.

Section 40. Secretary.

(a) The secretary shall maintain the official records of the district and perform such other duties as usually pertain to the functions of a secretary. The secretary may be designated as the agent for an incorporated district.

(b) The specific duties of the district secretary shall be as set forth in the policies of Civitan International.

Section 41. Treasurer.

(a) The treasurer shall maintain the official financial records of the district and perform such other duties as usually pertain to the functions of a treasurer.

(b) The specific duties of the district treasurer shall be as set forth in the policies of Civitan International.

Section 42. Executive or district Administrator.

(a) The district may have an executive or district administrator.

(b) All expenses of such district administrator shall be borne by the district.

(c) The district administrator must receive appropriate training within four (4) months of assuming responsibilities of the office. This training will be done under the supervision of the international staff and shall be at district expense.

Committee and Project Chairmen

Section 43. Governor-Elect Appointments.

(a) Following approval by the Board of Directors, the governor-elect at least (30) days prior to the annual convention shall appoint such project chairmen, committee chairmen and committee members as required by the policies and programs of Civitan International and the district policies and procedures for the administrative year to begin on the first day of October following the convention.

(b) The project chairmen, committee chairmen and the membership of all committees shall be approved by the Board of Directors and announced to the district Annual Convention.

Section 44. The governor, from time to time, with the approval of the Board of Directors, may appoint such additional ad hoc committees as may be necessary to further the objectives of the district and the policies and programs of Civitan International.

Elections and Appointments

Section 45. Term and qualifications.

(a) District officers and chairmen, with the exception of Area Directors, previously elected to a two (2) year term, shall take office on October 1 next, following their election and/or appointment and their terms of office shall be for one (1) year or until their successors are elected or appointed and have met the requirements of assuming office as established by the policies of Civitan International.

(b) No one shall be eligible for election or to hold a district office unless he or she is duly enrolled on the international roster as a member of a club in-good-standing in Civitan International.

(c) No one shall be eligible for nomination or election to the offices of governor-elect or district or Area director unless he or she has met the qualifications established by the policies of Civitan International.

(d) Area directors shall take office on October 1 next following their election and/or appointment and their terms of office shall be for two (2) years or until their successors are elected or appointed and have met the requirements of assuming office as established by the policies of Civitan International. Area Directors shall be elected in such manner as to provide that one half, or as nearly one half as possible, terminate their two (2) year terms each year. An Area director serving a term of two (2) years shall not be permitted to serve a second two (2) year term unless there is a hiatus of at least two (2) years before he or she commences a second term.

Section 46. Nominating Committee.

(a) Prior to the opening of the first business session of the district Annual Convention, the secretary shall screen all known candidates for district office to determine that such candidates qualify under existing Civitan policy for the respective offices they seek and such appropriate individual shall certify to the chairman of the Nominating committee the names of all qualified candidates and the offices sought.

(b) The Nominating committee, consisting of all current club presidents in attendance and chaired by the immediate past governor, shall meet if necessary prior to the opening of the said first business session to assure that there is at least one qualified candidate for each office and shall perform such other duties as may be assigned by the Board of Directors. The chairman shall make the report of the Nominating committee to the convention on the first business day prior to the nominations of candidates.

Section 47. Nominations and Voting. Following the report of the Nominating committee as aforesaid, nominations from the floor for each office shall be called for before the vote is taken for each office. Each office shall be voted on separately

and voting shall continue until one (1) of the candidates has received a majority of the votes cast.

Section 48. Governor. The governor-elect shall automatically become governor on October 1 of the year following the year in which he or she was elected governor-elect, providing he or she has participated in the required training and met those other requirements established by Civitan International.

Section 49. Governor-elect. The governor-elect shall be elected at the annual convention by a majority vote of the accredited delegates voting at the time of the election.

Section 50. District Directors. A district director shall be elected at the annual convention by a majority vote of the accredited delegates voting at the time of the election. The position shall be held by a past governor, in good-standing in the district, and shall be referred to as Elected Past Governor Director.

Section 51. Area Directors. Area directors shall be elected at the annual convention by area of representation. There shall be one (1) Area director elected for each area established by district policy. However, regardless of the number of clubs in the district, there shall be not less than two (2) Area directors.

Section 52. Secretary and/or Treasurer. The district secretary and/or treasurer shall be appointed for a term of one (1) year by the governor-elect and shall take office on October 1 next following the appointment. These offices may be filled by one person.

Section 53. Lieutenant Governors. [Not Applicable].

Section 54. Other appointed officers. The district judge advocate, a chaplain and a sergeant-at-arms, shall be appointed and the appointments announced at least thirty (30) days prior to the annual convention. These officers will serve for a one (1) year term commencing on the October 1 next following the annual convention.

Vacancies in Office

Section 55. Governor. In the event of a vacancy in the office of governor, the governor-elect shall assume the office.

Section 56. Governor-Elect. In the event of a vacancy in the office of governor-elect, this office shall remain vacant until the next regular or called special convention at which time it shall be filled by election by the delegates as hereinabove described.

Section 57. Appointed Officers. In the event of a vacancy in any other elected or appointed offices, the governor shall appoint a person otherwise qualified to fill the office for the unexpired term.

Section 58. Removal of Governor or Governor-Elect. The Board of Directors may, by a two-thirds (2/3) vote of all members, determine that the governor or

governor-elect is physically or mentally incapacitated or is failing to perform the duties of office or that there are other good and valid reasons for removal and shall then recommend to the board of directors of Civitan International that the office be declared vacant.

Section 59. Special Convention for Removal.

(a) On a written petition of two-thirds (2/3) of all clubs in-good-standing in the district, a special convention of the district may be called for the purpose of removing the governor from office.

(b) This convention will be presided over by an international officer (international director or higher officer).

(c) Charges against a governor will be presented and opportunity provided for response to the charges.

(d) Upon a two-thirds (2/3) vote of the accredited delegates present and voting at the special convention, the convention shall recommend to the board of directors of Civitan International that the office be declared vacant.

Section 60. Removals by Board of Directors. The Board of Directors may, by a two-thirds (2/3) vote of all members, remove from the board any member of the board except the governor or governor-elect, when, in the judgment of the Board of Directors, that officer is unable or fails to perform the required duties of the office.

Section 61. Removals by Governor. The Governor shall have the duty and the authority to remove from office any appointed officer when, in the judgment of the governor, that officer is unable or fails to perform the required duties of the office.

Section 62. Amendments to Articles of Incorporation.

(a) Amendments to Articles of Incorporation shall be approved only at the district Annual Convention by at least two-thirds (2/3) of the delegates present and voting.

(b) Proposed amendments may be submitted by the Board of Directors, by the district Annual Convention or by a club.

(c) Proposed amendments shall be received by the Secretary at least seventy-five (75) days prior to the date of the Annual or Special convention.

(d) All amendments to be voted on at the convention shall be published in an official publication of Civitan International Georgia district, Inc. not later than 20 days prior to the convention, or shall be mailed to the secretary of each club and Civitan International, Inc. not later than twenty (20) days prior to the convention.

Section 63. Amendments to Bylaws.

(a) The district Bylaws may be amended by the Board of Directors, or at the district Annual Convention, by a majority of the delegates present and voting.

(b) Proposed amendments may be submitted by the Board of Directors, by the district Annual Convention or by a club.

(c) Amendments to the Bylaws passed by the Board of Directors shall remain in force until the next annual or called convention at which time such amendments will be submitted to the members for their approval or rejection.

(d) Proposed amendments shall be received by the Secretary at least seventy-five (75) days prior to the date of the Annual or Special convention.

(e) All amendments to be voted on at the convention shall be published in an official publication of Civitan International Georgia district, Inc. not later than 20 days prior to the convention, or shall be mailed to the secretary of each club and Civitan International, Inc. not later than twenty (20) days prior to the convention.

Section 64. Captions. The captions contained herein are for convenience purposes only and shall not be construed so as to change the clear meaning of the section or paragraph.

These Bylaws were adopted at the Civitan International Georgia District, Inc. Annual Convention at the King and Prince Resort on August 19, 2006.