
LIONS CLUBS OF COLORADO, INC.

STATE ORGANIZATION

CONSTITUTION & BY-LAWS

AS AMENDED, MAY 2016

CONSTITUTION

ARTICLE I

Section 1. THIS ORGANIZATION SHALL BE KNOWN AS: LIONS CLUBS OF COLORADO, A COLORADO NON-PROFIT CORPORATION.

ARTICLE II

OBJECTS

Section 1. To provide this State with an effective organization, headed by International's Representatives, and the District Governors in the State, for the express purpose of advancing Lionism and providing proper administration throughout the State.

ARTICLE III

MEMBERSHIP

Section 1. The membership of this Organization shall consist of all of the Lions Clubs and their members in this State duly chartered by Lions International and in good standing with Lions International, their respective District and Multiple District 6.

District 6-C shall comprise the following Counties: Adams except the City of Brighton; Arapahoe; Clear Creek; Denver; Douglas; Elbert, except the town of Simla; Gilpin; Jefferson;

Park, except the town of Fairplay; and the following cities and towns located in Boulder, to-wit: Boulder, Broomfield, Lafayette, Louisville and Nederland.

District 6-NE shall comprise the following Counties: Boulder, except the cities and towns of Boulder, Broomfield, Lafayette, Louisville and Nederland; Larimer; Logan; Morgan; Phillips; Sedgewick; Washington; Weld; Yuma; and the City of Brighton located in Adams County.

District 6-SE shall comprise the following Counties: Alamosa; Baca; Bent; Cheyenne; Conejos; Costilla; Crowley; Custer; El Paso; Fremont; Huerfano; Kiowa; Kit Carson; Las Animas; Lincoln; Mineral; Otero; Prowers; Pueblo; Rio Grande; Saguache; Teller; and the Town of Simla located in Elbert County.

District 6-W shall comprise the following Counties: Archuleta; Chaffee; Delta; Delores; Eagle; Garfield; Grand; Gunnison; Hinsdale; Jackson; Lake; La Plata; Mesa; Moffat; Montezuma; Montrose; Ouray; Pitkin; Rio Blanco; Routt; San Juan; San Miguel; Summit and the Town of Fairplay located in Park County.

ARTICLE IV

STATE OFFICERS

Section 1. The Officers of the State shall be the District Governors in the State, and the State Council Chairman if so elected under the provisions of ARTICLE V, Section 2.

ARTICLE V

STATE COUNCIL

Section 1. There shall be a State Council composed of the duly elected and installed District Governors in Multiple District 6, State of Colorado, and such Council shall include one (1) Immediate Past District Governor as Chairman thereof elected as hereinafter provided in Section 2 of this ARTICLE V.

Section 2. An organization meeting of the District Governors-Elect shall be held during the last District Convention, upon the call of the Chairman of the outgoing State Council, or in the event of the absence of the Chairman upon the call of the Vice-Chairman, of the outgoing State Council. At such organizational meeting, the District Governors-Elect shall elect a Chairman. In the event, there is only one (1) candidate for Council Chairman, and fails to receive a majority vote, the District Governors-Elect shall have the option of considering the governors of the first previous year, in the event that a majority vote is not reached, the District Governors-Elect shall be allowed to go back to the Governors of the second previous year, and no further. Notification shall be made to the newly elected Chairman at, or shortly following, the last District Convention. The District Governors-Elect shall also elect a Vice-Chairman, Secretary, and Treasurer.

- A.* The Council Chairman shall hold the office only one (1) year and shall not be eligible to hold office of Council Chairman in any future year.
- B.* Any candidate seeking the position of Council Chairman must announce their candidacy no later than the beginning of the third District Convention.
- C.* At the request of the majority of the council of governors, a special meeting of the council may be called for the purpose of removal of the council chairperson. The council chairperson may be removed from the council for cause by an affirmative vote of 2/3 of the entire number of the council of governors.

Section 3. The State Office Manager is an employee of Multiple District 6, and as such is subject to the Council of Governors, and

the duties as outlined in the Policy Manual of Multiple District 6.

Section 4. A majority of the State Council shall constitute a quorum for the transaction of business. Each Governor shall have one (1) vote with the State Council, and the Council Chairman shall be a voting member on all issues presented to the Council of Governors that require a vote.

Section 5. Powers. Except where inconsistent with and contrary to the provisions of the Articles of Incorporation and Constitution and By-Laws of the International Association of Lions Clubs, the powers granted therein to the Board of Directors of said Association, and the policies and acts of said Board of Directors the State Council shall:

- A. Have jurisdiction and control over all officers and agents, when acting as such, of the State Council and all Committees of the State Council and State Convention.
- B. Have management and control over the property, business, and funds of the "State".
- C. Have jurisdiction, control and supervision over all phases and funds of the State Convention and all other meetings of the "State".
- D. Have original jurisdiction, when authorized, under policy of said International Board and under rules of procedure prescribed by said Board to hear and rule upon any complaint of a Constitutional nature raised by any District, Sub District, any Lions Club, or any member of a Lions Club in the "State". All such rulings of the State Council shall be subject to review and decision by said International Board.

E. Have control and management of all budgetary and financial matters of the "State" and Committees of the "State" and the State Convention. No obligations may be approved or made which shall effect an unbalanced budget or deficit in any fiscal year, unless the project which it concerns has been approved by the affirmative vote of two-thirds (2/3) of the Delegates registered and voting at the Convention of the "State".

ARTICLE VI

STATE OFFICE

Section 1. There shall be a State Office for the purpose of providing administrative continuity and assistance to the State Council.

Section 2. The State Office and employees thereof shall be under the supervision of the State Office Manager.

ARTICLE VII

STATE CONVENTION

Section 1. A Convention of the State shall be held once a year and conclude no less than thirty (30) days prior to the date set for convening the International Convention. The place to be selected two (2) years in advance by the vote of the Delegates present, registered and certified at the Convention of the State; the time to be fixed by the State Council and the Host Club.

Section 2. The Secretary of the State Council shall receive all invitations in writing from places desiring to entertain the

Convention two (2) years hence. All invitations should be in the hands of the Secretary at least thirty (30) days before the date set for the first intervening State Convention. The invitation shall give in detail accommodations and facilities available for the convention, giving a minimum of two (2) available dates as determined by the Council. Procedure to be followed in investigation of bids and in presentation of the same to Convention, as well as action to be taken by a Convention in the event no bids are acceptable to or so received by the Council, shall be determined by the Council.

Section 3. The State Council shall have supervision over all phases of the State Convention.

Section 4. The members of the Council shall be the Officers of the Annual State Convention.

Section 5. A Convention of each District in this State shall be held, annually, in conjunction with the State Convention, or at such other date, time and place prior thereto as determined by each District Cabinet. A meeting of the Registered Delegates of a District in attendance at a State Convention may constitute the Annual Convention of said District.

Section 6. Each Chartered Club in good standing shall be entitled at the State Convention to one (1) voting delegate and one (1) alternate for each ten (10) members of said Club, or major fraction thereof, as shown by the records of the International Office on the first date of the month last proceeding that month during which the Convention is held. The major fraction referred to in this section shall be five (5) or more members. Each certified Delegate present in person may cast one (1) vote only on each issue to be voted on by the members of said Convention. Unless otherwise specified herein, the affirmative vote of a

majority of the Delegates voting on any question shall be the act of the Convention.

Section 7. Each Past International Director shall be entitled to full Delegate privileges at each Convention of his District (single or Multiple). No such Past International Director shall be included in the Delegates quota of his club for any such Convention.

Section 8. A majority of the Delegates in attendance at any session, shall constitute a quorum of that session.

Section 9. The council shall retain, and have absolute power to change at any time, for good reason, the Convention Site chosen by the State Convention, and neither the Council nor any District or Districts shall incur any liability thereby to any Club or District.

Section 10. Each year the General Chairman of the State Convention shall be appointed by the President of the Host Club with the advice and consent of the State Council.

ARTICLE VIII

REVENUE

Section 1. International: Each Club shall collect, and promptly remit to Lions International membership fees and dues in accordance with the Constitution and By-Laws and Rules of Lions International.

Section 2. State and District: To provide revenue to defray expenses of the State and District Organizations, each Lions Club in the State shall pay a semi-annual per capita tax in advance.

The State semi-annual per capita tax is Seven Dollars Eighty-Two and One Half Cent (\$7.825). The per capita tax shall be paid for each member thereof in good standing based on the roster of each Club as of July 1, and January 1, respectively of each fiscal year, such semi-annual payments to be made on or before October 1, and April 1, respectively. Said tax shall be collected from each Club by the Cabinet/Treasurer of the District of which the Club is a member; provided, however, that new or reorganized Clubs shall pay said per capita tax on a pro rata basis beginning on the first billing date following the date of their organization or reorganization.

Section 3. Allocation of Per Capita Tax: There shall be two (2) separate funds: (1) District Fund and (2) State Fund. With the exception of Seven dollars and 82.5 cents (\$7.825) per member semi-annually, which shall be remitted to the State Fund not later than October 15 and April 15 respectively, said per capita dues collected in each District shall become and remain in the Fund of said District.

Section 4. District Funds: District Funds shall be dispersed only for District Administrative Expenses as are approved by the District Governor's Cabinet, and only upon District checks drawn and signed by the Cabinet Treasurer and countersigned by the District Governor. The expenses of the District Governor in connection with attending the District Convention shall be considered a District Administrative Expense and, at the discretion of the District Governor's Cabinet, can be paid out of District Funds on the same basis as outlined on the Rules of Audit of Lions International.

Section 5. State Funds: The State Funds will be dispersed at the discretion of the sitting Council.

Section 6. The State Council Treasurer under the supervision of the State Council shall receive and distribute the State Funds. All payments out of said Funds shall be upon the order of the State Council and by checks drawn and signed by the Council Treasurer and countersigned by the Chairman or Vice Chairman of the State Council. The Treasurer shall deposit all monies received by him in such Bank or Banks as may be designated by the Council. His accounts, books and records shall at all reasonable times be open to the inspection of the State Council or any member thereof and Auditors named by the Council. The Treasurer shall post bond for the faithful performance of his duties in such sum and with such sureties as may be required by the Council.

Section 7. Colorado Lions Foundation. To receive and maintain a fund or funds and to apply the principle and income thereof and any other property or funds of the corporation exclusively for charitable purposes, in the discretion of the Trustees of the corporation as most effectively assists, encourages, and promotes the general well being of the human race. Provided however, the corporation shall never have to exercise any objects or purpose except such as shall in law be deemed charitable.

Section 8. There shall be a State Convention Fund established for any profits derived from any State Convention beginning in 1989. The purpose of this fund is to protect future Councils from any unexpected loss on any given future State Convention. The fund will build in a separate interest bearing account until it reaches Five Thousand Dollars (\$5000.00). After this amount is reached, all profits from this account will be used to reduce the next year's State Convention expenses. The State Convention advance money should also come out of this fund.

ARTICLE IX

DISTRICT ORGANIZATION

Section 1. Cabinet and Officers. Each District shall have a District Cabinet composed of the District Governor, First and Second Vice District Governors, the Immediate Past District Governor; such Region Chairmen and Zone Chairmen as shall be appointed by the District Governor and a Cabinet Secretary/Treasurer or a Cabinet Secretary and a Cabinet Treasurer. The members of the District Cabinet shall be the Officers of the District. Each such officer shall be a member in good standing of a Lions Club in good standing in his District.

Section 2. The District Governor of each District of Multiple District 6, shall be elected at the Annual Convention of the District. As District Governor-Elect, he shall appoint, one (1) Region Chairman for each Region in the District, and one Zone Chairman for each Zone in the District.

No incumbent District Governor, elected or appointed and serving a full term, may stand for election or be appointed to succeed himself/herself from the same district (single, sub, transitional or provisional).

Section 3. A First and Second Vice District Governor shall be elected at the Annual District Convention to serve as an aide to the District Governor.

Section 4. Any vacancy in a District office, except that of District Governor or that of the First and Second Vice District Governor, shall be appointed by the District Governor for the unexpired term thereof.

Section 5. If any region or zone chairman shall cease to be a member in good standing in a club in said Region or Zone, as the case may be, to which he was appointed, his term in office shall thereon cease and the District Governor shall appoint a successor to fill said office.

Section 6. No salary shall be paid to any officer of any District.

ARTICLE X

REGIONS AND ZONES

Section 1. Each District Governor shall divide his District into Regions of no more than sixteen (16) Lions Clubs and each Region into Zones of no more than eight (8) Lions Clubs, giving due regard to the geographical locations of the Clubs. PROVIDED, however, each respective district governor shall have the authority to determine whether the position of region chairperson will be utilized during his term. If not so utilized, the position of region chairperson shall remain vacant during said district governor's term. All such Regions and Zones shall be subject to change by the District Governor, when, in his sole discretion, he shall deem the same necessary to the best interests of the Association.

Section 2. Region Meetings. Meetings of representatives of all Clubs in a Region, with the Region Chairman presiding, shall be held during the fiscal year at times and places fixed by the Region Chairman and Zone Chairman of the respective Region.

Section 3. Zone Meeting. Meetings of representatives of all the clubs in a Zone, with the Zone Chairman presiding, shall be

held during the fiscal years at times and places fixed by the Zone Chairman.

ARTICLE XII

DISTRICT COMMITTEES

Section 1. District Governor's Advisory Committee. In each Zone, the Zone Chairman and the Presidents and the Secretaries of the Clubs in the Zone shall compose a District Governor's Advisory Committee, with the Zone Chairman as Chairman thereof. At a date, time and place called by the Zone Chairman, this Committee shall hold a first meeting within ninety (90) days after the adjournment of the preceding International Convention; a second meeting in the month of November; a third meeting in the month of February or March.

Section 2. District Governor's Honorary Committee. The District Governor may appoint a District Governor's Honorary Committee composed of Past International Officers who are members in good standing of Clubs within the State. This Committee shall meet when and as called upon by the District Governor.

ARTICLE XIII

BONDING

Section 1. The State Council Chairman, State Office Manager, State Secretary, State Treasurer and such others as may be required by the State Council, shall be required to post a minimum bond of \$10,000 and this bond shall be filed in the State Office of The Lions Clubs of Colorado.

ARTICLE XIV

STATE PUBLICATIONS

Section 1. There shall be a Colorado State Lions Magazine published and made available to each member of every active Lions Club in the State under the terms of a proper contract approved by the Council of Governors. A copy of such contract shall be on file in the State Office. Such magazine shall be published a minimum of four (4) times per fiscal year.

ARTICLE XV

AMENDMENTS

Section 1. Amendments to this Constitution may be proposed by the State Council or by any Lions Club in good standing within the State. The proposed amendments must be approved by a majority vote of the membership of said Club or by a majority vote of the entire membership of the State Council. No proposed amendment shall be considered unless written notice of such action, together with a copy of the proposed amendment, is mailed or delivered to the Secretary of State Council not less than sixty (60) days prior to the opening of the next State Convention; the Secretary of the State Council on receipt of same shall forthwith submit the same to the State Council appointed Constitution and By-Laws Committee, which shall review the proposed amendments and prepare recommendations. The Secretary of the State Council must in turn mail a copy of such proposed amendments with the recommendations of said Constitution and By-Laws Committee to the Secretary of each Club in the State at least thirty (30) days prior to the opening of the next State Convention.

Section 2. Report to the Convention. The Secretary of the State Council shall refer all proposed amendments to the Committee on Constitutions and By-Laws which shall make a report thereon to the next State Convention. The Chairman of the Constitution and By-Laws committee shall report to the convention assembled all duly proposed amendments to State Constitution and By-Laws with said Committee's recommendations and notice of same to be placed on ballot. No amendments to said proposed amendments may be made from the floor.

Section 3. Adoption. A two-thirds (2/3) affirmative vote of the votes cast by Certified Delegates at the State Convention shall be required to adopt any amendments. Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

ARTICLE XVI

PRONOUN AMENDMENT

Section 1. Wherever the male gender or pronoun presently appears in the Constitution & By-Laws of the Lions Clubs of Colorado, it shall be interpreted to mean both male and female pronoun.

BY-LAWS

ARTICLE I

DISTRICT NOMINATIONS AND ELECTIONS.

Section 1. At least sixty (60) days prior to the convening of the District Convention, each District Governor shall appoint, and designate the chairperson of a Nominating Committee consisting of not less than three (3) and no more than five (5) members each of whom shall be a member in good standing of a different Lions Club in good standing in the District and shall not at the time through the duration of their appointment hold any district cabinet or international office either by election or appointment. The names and addresses of Lions so appointed shall be sent to all Clubs in the District at least sixty (60) days prior to the convening of the District Convention. It shall be the committee's responsibility to review the qualifications of each nominated candidate within 5 days prior to the election and rule on the eligibility of the same.

Section 2. Any member in good standing of a chartered Lions Club in the Multiple District or District seeking an office shall file his/her intention to so run in writing with the District Governor, and/or the Nomination Committee, thirty (30) days prior to the day of the Convention involved, and furnish therewith evidence of his compliance with the qualifications for said office as set out in the effected governing entity. The Nomination Committee shall place in nomination at the convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations for the Office may be made from the floor. Each candidate shall be allowed one (1) nominating speech of no more than five (5)

minutes duration, and one (1) seconding speech of no more than three (3) minutes duration. If there is only one nomination for the office, except for the office of District Governor or First Vice District Governor or Second Vice District Governor, delegates will be ask to stand and cast their vote by a show of hands.

If two (2) or more nominations are made from the floor for the office, an election shall be conducted by a secret written ballot, with the candidate receiving the majority of the votes cast declared the winner. In event of a tie vote, or failure of one nominee to receive the required majority, on any ballot, balloting shall continue with respect to the two nominees only who received the largest number of votes on the previous ballot until one receives the required majority of the votes cast.

If two (2) or more nominations are made from the floor for a convention site an election shall be conducted as provided in the previous paragraph of this section.

Section 3. Any member of a Club in the District seeking the office of First Vice District Governor or Second Vice District Governor must meet all of the qualifications for and follow the procedures set forth for a candidate for District Governor in Section 4 of this Article 1. Any member elected to the office of First Vice District Governor may succeed to the Office of District Governor only upon receiving a majority vote at the next annual District Convention.

Section 4. An election for the office of District Governor or First Vice District Governor or Second Vice District Governor shall be conducted by a secret written ballot, with the respective candidates required to secure a majority of votes cast by the voting delegates present and voting in order to be elected. A majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. In case of a tie on any

ballot, balloting shall continue on the tied candidates until one (1) is elected. The results shall be reported to the Lions Clubs International Office by the current District Governor.

A. A candidate for the office of district governor shall:

(1) Be an active member in good standing of a chartered Lions club in good standing in his/her single or sub-district.

(2) Secure the endorsement of his/her club or a majority of the clubs in his/her single or sub-district.

(3) Currently be serving as the first vice district governor within the district from which he/she is to be elected.

(4) Only in the event the current first vice district governor does not stand for election as district governor, or if a vacancy in the position of first vice district governor exists at the time of the district convention, any club member who fulfills the qualifications for the office of second vice district governor as set forth in these by-laws or constitution and who is currently serving or who has served one (1) additional year as a member of the district cabinet, shall fulfill the requirements of subsection (c) of this section

B. A candidate for the office of first vice district governor shall:

(1) Be an active member in good standing of a chartered Lions Club in good standing in his/her single or sub-district.

(2) Secure the endorsement of his/her club or a majority of the clubs in his/her single or sub-district.

(3) Currently be serving as the second vice district governor within the district from which he/she is to be elected.

(4) Only in the event the current second vice district governor does not stand for election as first vice district governor, or if a vacancy in the position of second vice district governor exists at the time of the district convention, any club member who fulfills the qualifications for the office of second vice district governor as set forth in these by-laws or constitution shall fulfill the requirements of subsection (3) of this section.

C. A candidate for the office of second vice district governor shall:

(1) Be an active member in good standing of a chartered Lions Club in good standing in his/her single or sub-district.

(2) Secure the endorsement of his/her club or a majority of the clubs in his/her single or sub-district.

(3) Have served or will have served at the time he/she takes office as second vice district governor:

a. As president of a Lions Club for a full term or major portion thereof, and a member of the board of directors of a Lions club for no less than two (2) additional years; and

b. As zone chairperson or region chairperson or cabinet secretary and/or treasurer for a full term or major portion thereof.

c. With none of the above being accomplished concurrently.

Section 5. In the event a vacancy occurs in the office of District Governor, the First Vice District Governor shall act as the District Governor and shall perform the duties of, and have the same authority as, the District Governor until such time as said vacancy is filled by the International Board of Directors for the remainder of the term. The immediate Past District Governor or, if he/she is not available, the most recent Past District Governor who is available shall convene a meeting within fifteen (15) days of the notification by the International Board of Directors to recommend an eligible and qualified nominee to the International Board of Directors. The person convening this meeting shall send invitations to attend said meeting to the District Governor, First and Second Vice District Governors, Region Chairpersons, Zone Chairpersons, and the Secretary and Treasurer or Secretary/Treasurer and all Past International Presidents, Past International Directors and Past District Governors who are members in good standing of a chartered Lions Club in good standing in the district; it shall be the duty of the chairperson to convey the results to the International Board of Directors within seven (7) days, together with evidence of invitations sent and attendance at said meeting. Each Lion who is entitled to receive and invitation to attend and is present at said meeting shall be entitled to cast one (1) vote for the Lion of his/her choice as nominee for the appointment to the office of District Governor.

Section 6. In the event of a vacancy in the office of First or Second Vice District Governor, the District Governor shall convene a meeting of the members of the existing cabinet and all Past International Officers who are in good standing in a chartered Lions Club in good standing in the district. It shall be the duty of the attendees at this meeting to appoint a qualified club member as First or Second Vice District Governor, whichever is vacant, for

the remainder of the term. In filling said vacancy, it shall be the duty of the District Governor, or if not available the most recent Past District Governor who is available, to send out invitations to attend said meeting and it shall be his/her responsibility to preside as chairperson of the meeting, and it shall be the duty of the chairperson to convey the results to the International office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion entitled to receive an invitation to attend, and is present at said meeting, shall be entitled to one (1) vote for the Lion of his/her choice.

ARTICLE II

DUTIES

Section 1. State Council. It shall:

- A. Make all contracts and approve all bills relating to State Convention administrative expenses.
- B. Designate a depository for State Funds.
- C. Determine the amount of surety bond for the Council Treasurer, and approve the surety company issuing said bond.
- D. Receive financial reports, semi-annually or more frequently, from the Council Treasurer and, if necessary, provide for an audit at the end of the fiscal year of the books and accounts of the Council Treasurer.

Section 2. Multiple District Council Chairperson. The multiple district council chairperson shall be the administrative facilitator of the multiple district. All actions are subject to the authority, direction and supervision of the multiple district council of governors. In cooperation with the council of governors, the council chairperson shall:

- A. Further the purposes of this association;
- B. Assist in communicating information regarding international and multiple district policies, programs and events;

- C. Document and make available the goals and long range plans for the multiple district as established by the council of governors;*
- D. Convene meetings and facilitate discussion during council meetings;*
- E. Facilitate the operations of the multiple district convention;*
- F. Support efforts initiated by the International Board of Directors or the council of governors that are intended to create and foster harmony and unity among district governors;*
- G. Submit reports and perform such duties as may be required by the multiple district constitution and by-laws;*
- H. Perform such other administrative duties as may be assigned by the multiple district council of governors; and*
- I. Facilitate, at the close of his/her term of office, the timely presentation of all multiple district accounts, funds, and records to his/her successor in office.*

Section 2. Council Secretary. Under the supervision and direction of the State Council, the Council Secretary shall:

- A. Keep an accurate record of the proceedings of all meetings of the Council. Within a reasonable time after each meeting forward copies thereof to all members of the Council and the officers of Lions International. Permit inspection of the proceedings by any member of the Council or any Club in*

the State (or any duly authorized agent of either) at any reasonable time for any proper purpose.

- B. Assist the Council in conducting the business of the State and perform such other duties as are specified or implied in the Constitution and By-Laws, or as may be assigned to him from time-to-time by the Council.
- C. Perform all other duties set forth and prescribed in this Constitution and By-Laws.
- D. Secure bond for the faithful performance of his duties in such surety as may be required by the Council.
- E. Coordinate and administer the property of Multiple District 6 for the State Council.
- F. Administer and operate the State Office under direction of the State Council.

Section 3. Council Treasurer. Under the supervision and direction of the State Council, the Council Treasurer shall:

- A. Receive and give proper receipts for all per capita taxes and other Multiple District 6 Funds required to be paid over to him hereunder, deposit the same in the Bank or Banks designated by the Council, and disburse the same under the supervision and control of the Council by checks drawn against said deposits signed by himself and countersigned by the Council Chairman or Vice-Chairman.
- B. Secure bond for the faithful performance of his duties in such surety as may be required by the Council.

- C. Perform all other duties set forth and prescribed in this Constitution and By-Laws.

Section 4. District Governor. As an international officer of this association, and under the general supervision of the International Board of Directors, he/she shall represent the association in his/her district. In addition, he/she shall be the chief administrative officer in his/her district and shall have direct supervision over the region chairpersons, the zone chairpersons, the cabinet secretary and cabinet treasurer (or secretary-treasurer) and such other cabinet members as may be provided for in the respective single, or multiple district constitution and by-laws. His/her specific responsibilities shall be to:

- A. Further the purposes of this association.
- B. Actively participate and inspire other district officers to administer and promote effective membership growth and new club organization.
- C. Actively participate and inspire other district officers to administer and promote leadership development at the club and district levels.
- D. Support and promote the Lions Clubs International Foundation.
- E. Preside, when present, over the district convention, and cabinet and other district meetings.
- F. Perform such other functions as required by the International Board of Directors.

Section 5a. First Vice District Governor. The First Vice District Governor, subject to the supervision and direction of the district governor, shall be chief administrative assistant to the district governor. His/her specific responsibilities shall be to:

- A. Further the purposes of this association.*
- B. Play an active role in membership development including extension of new clubs and leadership development within the district.*
- C. Become familiar with the duties of the district governor so in the event of a vacancy in the office of district governor he/she will be better prepared to assume the duties and responsibilities of said office.*
- D. Perform such administrative duties as may be assigned by the district governor.*
- E. Perform such other functions and acts as may be required of him by the International Board of Directors through a vice district governor's manual and other directives.*
- F. Actively participate in all cabinet meetings and conduct all meetings in the absence of the district governor.*
- G. Participate in council of governors meetings as appropriate.*
- H. Participate in the preparation of the district budget.*
- I. Engage actively in all matters to be continued during the next year.*
- J. Participate in the review of the strengths and weaknesses of the clubs of the district.*

- K. At the request of the district governor supervise appropriate district committees.
- L. At the request of the district governor, supervise appropriate district committees and participate in the review of strengths and weaknesses of the district.

Section 5b. Second Vice District Governor. The second vice district governor is subject to the supervision and direction of the district governor. His/her specific responsibilities shall be to:

- A. Further the purposes of this association.
- B. Actively participate and inspire other district officers to administer and promote effective membership growth and new club organization.
- C. Perform such duties as assigned by the district governor, including assisting the district retention chairperson.
- D. Perform such other functions and act as required by the policy of the association.
- E. Actively participate in all cabinet meetings and conduct all meetings in the absence of the district governor and the first vice district governor.
- F. Participate in the preparation of the district budget.
- G. Actively engage in all matters to be continued during the following year.

- H. At the request of the district governor, supervise appropriate district committees and participate in the review of strengths and weaknesses of the district

Section 6. Cabinet Secretaries/Treasurers. Under the supervision and direction of the District Governor, the Cabinet Secretaries/Treasurer shall:

- A. Keep an accurate record of the proceedings of all meetings of the Cabinet, and within a reasonable time after each meeting forward copies of the same to all members of the Cabinet, and the Office of Lions International.
- B. Take and keep minutes of the District Convention and furnish copies of the same to Lions International, the District Governor in Office and the Secretary of each Club in the District.
- C. Transmit any and all Resolutions of State-Wide concern, passed at the District Convention, for presentation at, or in conjunction with, the next Annual State Convention by the Chairman of the Resolutions Committee for the State Convention.
- D. Assist the District Governor and the Cabinet in conducting the business of the District and perform such other duties as are specified or implied in this Constitution and By-Laws, or as may be assigned to him from time to time by the District Governor or the Cabinet.
- E. Sign all notices and documents issued by the District.
- F. Make an Annual Report to the Cabinet at its meeting immediately proceeding the District Convention, and such

other reports at such other times as the District Governor or Cabinet may require.

- G. Collect and receipt for all per capita taxes levied hereunder on Members and Clubs in the District, deposit the same in such Bank or Banks as the Cabinet shall determine and disburse the same by order of the District Governor or the Cabinet.
- H. Remit and pay over to the Multiple District Council Treasurer the per capita tax collected in the District, and secure a proper receipt therefore.
- I. Keep accurate books and records of account, and minutes of all Cabinet and District Meetings, and permit inspection of the same by the District Governor, any Cabinet Member and any Club (or any authorized agent of any of them) at any reasonable time for any proper purpose. Upon direction of the District Governor, or the Cabinet, he shall furnish any such books and records as requested to any auditor appointed by the Cabinet.
- J. Secure bond for the faithful performance of his duties in such sum subject to a minimum of \$2,500.00 and with such sureties as may be required by the Cabinet.
- K. At the request of this District Governor, supervise appropriate district committees.

Section 7. Region Chairman. He shall:

- A. Further the purposes of this association.

- B. Supervise the activities of the zone chairpersons in his region and such district committee chairperson as may be assigned by the district governor.*
- C. Play an active role in membership development including organization of new clubs and strengthening of clubs in the district.*
- D. Play an active role in leadership development at the club level.*
- E. Perform such other functions and acts as may be required by the International Board of Directors through the district officers' manual and other directives.*

In the event the Region Chairman for any reason cannot or does not, in the judgement of the District Governor, perform the duties of his office, or in the event the office is for any reason vacated, the District Governor shall appoint a successor to serve for the unexpired term.

Section 8. Zone Chairman. Under control and supervision of the District Governor and his Region Chairman, he shall:

- A. Further the purposes of this association.*
- B. Serve as chairperson of the district governor's advisory committee in his zone and as such chairperson to call regular meetings of said committee.*
- C. Play an active role in membership development including extension of new clubs.*
- D. Play an active role in leadership development at the club level.*

- E. Perform such other functions and acts as may be required by the International Board of Directors through the district officers manual and other directives.

In the event the Zone Chairman for any reason cannot, or in the judgement of the District Governor, does not perform the duties of his office, or in the event the office is for any reason vacated, the District Governor shall appoint a successor to serve for the unexpired term.

Section 9. District Governor's Cabinet. The District Governor's Cabinet shall:

- A. Assist the District Governor in the performance of his duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the District.
- B. Receive, from the Region Chairman, reports and recommendations which concern the Clubs and Zones in the District.
- C. Supervise the collection of all per capita taxes by the Cabinet Secretary/Treasurer, designate a depository(s) for said funds and authorize the payment thereof all legitimate expenses pertaining to the administration of the affairs of the District.
- D. Secure, set the amount of, and approve the surety company issuing the surety bond for the Cabinet Secretary/Treasurer.
- E. Secure, semi-annually or more frequently, District financial reports from the Cabinet Secretary/Treasurer.

F. Provide for an audit as provided in Article II, of the books and accounts of the Cabinet Secretary/Treasurer, and with the District Governor's approval, set up a definite schedule of dates, times, and places of Cabinet Meetings to be held during the fiscal year.

Section 10. District Governor's Honorary Committee.

A. It shall assist the Zone Chairmen in an advisory capacity' procure recommendations affecting the welfare of Lionism and the Clubs in the Zone, and relay the same through the Zone Chairman to the District Governor and his cabinet.

B. It shall act under the direction of the District Governor in the promotion of harmony throughout the District. The Chairman of this Committee shall attend meetings of the Cabinet when requested by the District Governor.

Section 11. Sergeant-at-Arms. The Sergeant-at-Arms shall maintain order and decorum at the respective Conventions and Meetings and perform such other duties as are incident to his office under Robert's Rules of Order, Newly Revised.

ARTICLE III

COMMITTEE

Section 1. The Credentials Committee of the State Convention shall be composed of the District Governors and Cabinet Secretaries/Treasurers or Cabinet Secretaries. The Chairman of this Committee shall be the State Council Chairman. At District Conventions, the District Governor, as Chairman, his Cabinet Secretary/Treasurer or Cabinet Secretary and two (2) other non-

officers appointed by the District Governor of the District shall serve as the Credentials Committee. Each such Credentials Committee shall have the powers and perform the duties set forth in Robert's Rules of Order, Newly Revised.

Section 2. The State Council shall appoint, designate the Chairman of, and fill any vacancies occurring in the following Multiple District Convention Committees, namely Rules, Credentials, Resolutions, Nominations, Constitution and By-Laws, Elections, Tail Twisters, Sergeant-at-Arms and Convention Evaluation. Each District shall have at least one (1) representative on each such Committee. These Committees shall perform such duties as the Council shall designate.

ARTICLE IV

RULES FOR CONVENTION PROCEDURE

Section 1. The State Council shall arrange the Order of Business for the State Convention, and the same shall be the order of the day for all Sessions. The Governor shall arrange the order of business for his District Convention.

Section 2. Except as otherwise specifically provided in the Constitution and By-Laws or in the Rules of Procedure adopted for a meeting, all questions of order and procedure in any State or District Meeting or Convention, any Meeting of the Council, a District Cabinet, Region, Zone, or Member Club of any group or committee or any one of them shall be determined by Robert's Rules of Order, Newly Revised.

Section 3. The Council Chairman shall appoint a Parliamentarian to advise on all questions of order and procedure at the State Convention.

ARTICLE V

NOMINATION AND ENDORSEMENT:

INTERNATIONAL DIRECTOR AND SECOND VICE-PRESIDENT NOMINEES

Section 1. Subject to the provisions of the International Constitution and By-Laws, any member of a Lions Club in the State seeking endorsements of Conventions of his District and the State as a candidate for the Office of International Director or Second Vice-President shall:

- A.* Deliver (by mail or in person) written Notice of Intention to seek such endorsement to the District Governor of his Sub-District and the State Council Secretary no less than thirty (30) days prior to the convening date of the Convention (Sub or Multiple) at which such question or endorsement is to be voted upon;
- B.* Deliver with said notice of Intention evidence of fulfillment of the qualifications for such Office set forth in the International Constitution and By-Laws.
- C.* Candidates for MD-6 endorsement shall have been previously endorsed by their home club and district. A maximum of one (1) candidate from each district will be accepted for MD-6 endorsement for selection of one (1) final candidate to represent the Multiple District in the International selection.

Section 2. Each Notice of Intention so delivered shall be transmitted forthwith by the District Governor and the Cabinet Secretary/Treasurer, as the case may be, to the Nominating Committee of each respective Convention, which shall review and

perfect the same by obtaining from each prospective candidate any additional evidence of such intention and qualifications as may be necessary under the International constitution and By-Laws, and shall place in nomination at the respective Convention the name of each such prospective candidate who has fulfilled said procedural and constitutional requirements.

Section 3. Each such nominee for endorsement shall be entitled to one (1) seconding speech of no more than three (3) minutes duration.

Section 4. The vote on the question of endorsement shall be by secret written ballot, with the respective candidate required to secure a majority of votes cast by the voting delegates present and voting in order to be declared elected. A majority is defined as a number more than one half of the total valid votes cast excluding blanks and abstentions. The nominee receiving a majority of the votes cast shall be declared endorsed (elected) as the candidate of the respective District (Sub or Multiple). In the event of a tie vote, or failure of one (1) of several nominees to receive the required majority on any ballot, balloting shall continue with respect to the two (2) nominees only who received the largest number of votes on the previous ballot until one (1) receives the required majority of the votes cast. If there is only one (1) nominee, the ballot shall be considered on a "for" or "against" basis.

Section 5. Certification of endorsement by the respective State or District Convention shall be made in writing to the International office by the State or District officials designated, and in accordance with the requirements therefor set forth, in the International Constitution and By-Laws.

Section 6. The International By-Laws has been amended to provide the certification of endorsement shall arrive at the

International office no less than thirty (30) days, in the case of an International Director candidate.

Section 7. No endorsement of any candidacy of any member of a Lions Club in this State shall be valid unless and until the provisions of this Article V have been met.

ARTICLE VI

FISCAL YEAR

Section 1. The fiscal year of this State shall be from July 1st to June 30th of the following year.

ARTICLE VII

AMENDMENTS

Section 1. These By-Laws can be amended only at the State Convention by the same procedure on amending the Constitution as set forth in Article XV, Sections 1, 2, and 3.

ARTICLE VIII

This Constitution and By-Laws shall take effect at the close of the State Convention, at which the same is adopted by affirmative vote of two-thirds (2/3) of the votes cast.