

CONSTITUTION AND BY-LAWS DISTRICT 25-D

CONSTITUTION

ARTICLE I

Name

Section 1. The Constitution and By-laws for District 25-D shall be the same as the Constitution and By-laws of Multiple District 25, State of Indiana and the International Association of Lions clubs, as currently adopted or amended from time to time, except as follows:

Section 2. This organization, District 25-D of Multiple District 25, State of Indiana, The International Association of Lions Clubs, hereafter shall be known as the “Lions of 25-D.”

Section 3. Wherever the male gender or person appears in this Constitution and By-Laws, it shall be interpreted to mean both male and female Lions or persons.

ARTICLE II

Objects

Section 1. The objects shall be to provide the Lions of 25-D with an efficient organization, dedicated to the Lions of 25-D, led by the District Governor, for the purpose of advancing Lionism and to promote proper administration thereof.

ARTICLE III

Membership

The membership of the Lions of 25-D shall consist of all Lions Clubs in the district duly chartered by the International Association of Lions Clubs. To allow for proper management and supervision of the district’s Lions Clubs, the District Governor-Elect, in consultation with his/her First and Second Vice District Governors-Elect, shall meet prior to the International Convention where the District Governor-elect will be installed to divide the District’s Lions Clubs into appropriate and equitable Zones and appropriate Regions if the Regional management concept is chosen for the ensuing Lions year.

ARTICLE IV

State Officers

As outlined in Multiple District 25 Constitution.

ARTICLE V
State Council

As outlined in the Multiple District 25 Constitution.

ARTICLE VI
Convention

Section 1. A District Convention shall be held annually, the date of which will be no less than thirty (30) days and not more than ninety (90) days prior to the opening date of the Multiple District 25 State Convention.

Section 2. The business of the District Convention shall consist of (1) the election of the District Governor, Vice District Governor, Second Vice District Governor, and all other elective District 25-D officers and committee persons, (2) reports of committee persons, awards and recognitions, (3) Necrology service and (4) other such business and activities as may be deemed necessary and proper.

Section 3.

- a. Each club in good standing shall be entitled to one (1) delegate and one (1) alternate for each ten (10) members, who have been enrolled for at least one (1) year and one (1) day in the club or a major fraction thereof, as shown on the records of the Lions International on the first day of the month preceding the month during which the convention is held, PROVIDED, however that each such club shall be entitled to at least one (1) delegate and one (1) alternate. Each club shall be considered in good standing when all accounts are current with the International Association of Lions Clubs, the Lions of Indiana and the Lions of 25-D.
- b. Only certified delegates shall be entitled to vote on any question. Every delegate must be personally present to vote. No delegate may cast more than one (1) vote on any question. There shall be no voting by proxy. The District Cabinet shall provide the method whereby delegates and alternates shall be identified and certified as voting members of the convention.
- c. All current and Past District governors, when properly registered and certified, shall be accredited delegates to the District convention. Current and Past District governors shall not be counted in the delegate quota of their club.
- d. Any member in good standing of a chartered Lions Club in good standing in the District shall be entitled to speak on any question before the convention, subject only to the convention rules.
- e. Each club that is not in good standing shall be notified of its status of the District Treasurer forty-five (45) days before the convention. The notification will include a statement that failure to bring the club's account up-to-date will forfeit the club's delegates right to vote at the convention.

Section 4. Forty (40) delegates shall constitute a quorum for the transaction of business, including the amendment of the Constitution and By-laws. A majority of the delegates present and voting at any business session shall be sufficient to decide questions before the convention.

Section 5. Unless otherwise provided by the Constitution and By-laws of Multiple District 25-D or Lions International or by local statute or common law, all questions of order of procedure shall be determined in accordance with the most recently revised Robert's Rules of Order.

Section 6.

- a. All candidates standing for election or a vote of endorsement at the District Convention shall have their names placed in nomination at the first business session at the District Convention. All nominations of all announced and qualified candidates shall be made by the District Chairman of the Nominations and Elections Committee. Nominations from the floor may be allowed only if there is no declared and qualified candidate for that office.
- b. The District Chairman of the Nominations and Elections Committee shall determine that every candidate meets the required qualifications for the office before placing the name of the candidate in nomination.
- c. Any candidate may have a seconding nomination not to exceed three (3) minutes. Floor demonstrations may be made immediately following the seconding nomination for any candidate. Demonstrations will be limited to three (3) minutes.

ARTICLE VII

Indiana International Convention Commission

As outlined in Multiple District 25 Constitution.

ARTICLE VIII

District Officers/Cabinet

Section 1. The officers of the District shall be the voting members of the District Cabinet, which shall consist of the District Governor (who shall be the presiding officer), the Immediate Past District Governor, the first Vice District Governor, the Second Vice District governor, the Cabinet Secretary, the Cabinet Treasurer, the Region Chairmen and Zone Chairmen. All other elected or appointed members of the Cabinet shall be non-voting members.

Section 2. There shall be no voting by proxy.

Section 3. The non-voting ex-officio members of the Cabinet shall consist of the District Committee Chairmen and other deemed necessary and so named by the sitting District Governor.

ARTICLE IX
Past District Governors Club

As outlined in Multiple District 25 Constitution.

ARTICLE X
Finance and State Funds

Section 1. In addition to the dues and funds listed in the State Constitution, the Cabinet Treasurer shall charge against and collect from each Lions Club in the District a per-capita dues of one dollar (\$1.00) per member each year.

Section 2. The district per capita dues referred to in the foregoing section shall be allocated for the following purposes:

- a. Seventy-five cents (.75) per year to a district convention fund to reduce the cost of convention for attendees.
- b. Twenty-five cents (.25) per year to the First Vice District Governor's Expense Fund.
- c. The remaining \$71,161.71 gift from the Muncie Lions be administered as follows:
 - (1) The monies shall be invested in a passive investment portfolio administered by a certified investment planner;
 - (2) Three percent (3%) of the portfolio balance as of June 30 of each year shall be drawn from the portfolio and paid to District 25-D.
 - (3) The District's Audit Chair shall be appointed for a three (3) year term and be the District's representative to receive investment reports and ensure the annual 3% distribution is forwarded to the then current District Cabinet Treasurer. The Audit Chair will also provide an investment report at each Cabinet meeting.
 - (4) The annual distribution shall be used by the then sitting District Cabinet in support of District initiatives to include youth activities.

ARTICLE XI
State Projects

As outlined in Multiple District 25 Constitution.

ARTICLE XII
Indiana Lions Foundation and State Holding Corporation

As outlined in Multiple District 25 Constitution.

ARTICLE XIII
Amendments

Section 1. This Constitution may be amended only at the regular District Convention by a majority vote of the delegates present at the business session of said Convention.

Section 2. All proposed amendment changes to the District's Constitution must be submitted in writing to the Chairman of the Constitution and By-laws Committee no later than thirty (30) days prior to the District's third Cabinet meeting.

Section 3. The Cabinet Secretary shall deliver a copy of all proposed amendment to the Constitution and/or By-Laws to each Club Secretary by email or U.S. mail no later than thirty days prior to the District Convention.

Section 4. Proposed amendment changes may be submitted by the District Cabinet, District Trustees, District Committee Chairmen or clubs within the District.

Section 5. The District's Constitution and By-laws Committee will prepare and make available the ballots to be used at the District Convention for any proposed amendments to the Constitution and By-laws. The Committee will compile the results of the vote and pass the results to the District governor so the results may be announced to the Convention prior to the adjournment.

Section 6. No proposed amendments will be accepted or considered from the floor during the District convention.

Section 7. All amendments shall become effective upon the adjournment of the District Convention at which they are adopted.

BY-LAWS

ARTICLE I **Nominations and Elections**

Section 1. The incoming District Governor shall appoint a Nominations/Elections Committee of not more than five (5) members, each of whom shall be a member of a different chartered Lions Club with in the District. Appointed Committee members may not hold any other District, State, or International Office.

Section 2. The Incoming District Governor shall designate one (1) member of the District's Nomination/Elections Committee to act as the Committee Chairman. The District's Nomination/Elections Committee Chairman shall be a member of the State Nominations and Elections Committee.

Section 3. The District Nominations and Election Committee shall receive written nomination of any Lion in good standing for District Governor or First Vice District Governor or Second Vice District Governor provided that the nomination is endorsed by a majority of the members in good standing of the candidate's club, or a majority of the clubs in the District. Further, all nominations and endorsements must be received in writing by the Nominations/Elections Committee no later than sixty (60) days prior to the District convention.

Section 4. The District Nominations and Elections Committee shall receive written nominations of any Lions in good standing for the position of Trustee for the five (5) State Projects; i.e. Lions Cancer Control Fund of Indiana, Inc.; Indiana Lions Eye Bank, Inc.; Indiana Lions for Leader Dog, Inc.; Indiana Lions Speech and Hearing, Inc. and Indiana Lions for the Indiana School for the Blind and Visually Impaired, Inc. Nominations for these positions shall be in accordance with the procedures outlined in Section 3 above. Lions elected to these positions shall serve a three (3) year term commencing July 1st following the District Convention.

Section 5. The District Nominations and Elections Committee shall receive written nomination of any Lion in good standing for the position of Trustee for the Indiana Lions Foundation, Inc. and the Lions of Indiana State Office Holding Corporation, Inc. Nomination for this position shall be in accordance with the procedures outlined in Section 3 above. Lions elected to this position shall serve a three (3) year term commencing July 1st following the District Convention.

Section 6. The Chairman of the Nominations and Elections Committee shall report the slate of candidates for all elective District positions at the business session of the District Convention.

Section 7.

- a. Ballots which reflect the nominations of qualified candidates will be prepared by the Nominations and Elections committee. Ballots shall provide a place for votes for each candidate.
- b. The Region Chairman of his respective Region shall validate each voting delegate within his Region and then distribute and collect the completed ballots. Completed ballots will be placed in a separate container and turned over to the Nominations and Elections Committee at the completion of the voting.
- c. The Nominations and Elections Committee will compile the results of the ballots.
- d. Each Lion running for the office of District Governor may appoint a poll watcher.
- e. The Nominations and Elections Chairman will present the names of those elected to the District governor so that the results may be announced to the Convention prior to adjournment.
- f. The Cabinet Secretary shall be instructed by the Nominations and Elections Committee Chairman to cast a unanimous ballot for all candidates elected at the District Convention.

ARTICLE II
Candidates for International Office

As outlined in Multiple District 25 By-laws.

ARTICLE III
State Convention and Host Club

As outlined in Multiple District 25 By-laws.

ARTICLE IV
State Council

As outlined in Multiple District 25 By-Laws.

ARTICLE V
State Comptroller

As outlined in Multiple District 25 By-Laws.

ARTICLE VI
District Governor/Cabinet Organization

Section 1. A candidate for the office of District Governor shall:

- a. Be an active member in good standing of a Lions Club in good standing in his/her District.
- b. Secure the endorsement of his/her club or a majority of the clubs in his/her District.
- c. Currently be serving as the vice District Governor within the District from which he/she is to be elected.
- d. Only in the event the current Vice District Governor does not stand for election as District governor, or if a vacancy in the position of Vice District Governor exists at the time of the District convention, any club member who fulfills the qualifications for the office of Vice District Governor and who is currently serving or has served one (1) additional year as a member of the District Cabinet, shall fulfill the requirements of this Section.

Section 2. The District governor shall, within thirty (30) days after taking office, appoint a Zone Chairman for each Zone in the District, a Cabinet Secretary-Treasurer, and other such Cabinet members as this Constitution and By-Laws may provide. The District Governor may appoint a Region Chairman for each Region in the District. Each Cabinet member appointed shall be a member in good standing of a chartered District club in good standing. If a vacancy occurs in any appointed Cabinet office, the District Governor shall fill such vacancy for the unexpired term thereof.

Section 3. The District Governor's Cabinet is the deliberative and assisting body to the District Governor in the formation of administrative plans and policies affecting the welfare of Lionism within the District. It shall serve in an advisory capacity only. A majority of the District Governor's Cabinet shall constitute a quorum.

Section 4. The District governor shall call at least one (1) regular meeting of the District Governor's Cabinet each quarter during the year. The first of these meetings shall be held within thirty (30) days after the adjournment of the last International Convention. Ten (10) days written notice of the meeting of the Cabinet shall be given to each member by publication in the District Newsletter or by the Cabinet Secretary.

Section 5. Special meetings of the District Governor's Cabinet may be called by the District Governor, or may be called upon written request by a majority of the members of the Cabinet. At least five (5) days written, email, or telephonic notice of special meetings of the District Governor's Cabinet shall be given by the District Cabinet Secretary.

Section 6. No elected District Governor shall be permitted to succeed him/herself.

ARTICLE VII
First Vice District Governor & Second Vice District Governor

Section 1. First Vice District Governor. The First Vice District Governor election shall be conducted by a secret written ballot, with the First Vice District governor candidate required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected. For purpose of such election, a majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. The First Vice District Governor shall serve a term of office of one year, which term shall begin with the close of the association's convention held in the year of their election and end at the close of the next convention of the association. No First Vice District Governor may succeed himself or herself in office. Otherwise, an election for the office of First Vice District Governor shall be conducted in accordance with the provisions of the District Constitution and By-Laws. The result of each First Vice District Governor election shall be reported to Lions International by the current District Governor.

- a. 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 the District.
 - (2) Secure the endorsement of his/her club or a majority of the clubs in the District.
 - (3) Currently be serving as the Second Vice District Governor in 25-D.
 - (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 shall fulfill the requirements of subsection (3) immediately above.
- b. The First Vice District Governor shall be the Chief Administrative Assistant to the District Governor and will become familiar with the duties of the District governor and be prepared to assume the duties of the District Governor in the event a vacancy occurs in that office. In the event a vacancy occurs in the office of District governor, the First Vice District Governor shall act as the District Governor until such time as the vacancy is filled by the International Board of Directors for the term as provided in the International Constitution.
- c. The First Vice District Governor will work closely with the District Governor on the District Governor's special projects.
- d. The First Vice District Governor will serve as Chairman or Co-Chairman of the Global Membership Team with direct responsibility of training new club officers.

- e. The First Vice District Governor will have an expense budget as part of the District's total budget. The First Vice District Governor's expense budget will be based on the seventy-five (\$.75) cents per year per member. Cabinet Treasurer will include this fee, to be paid semi-annually, according to the records of the June and December monthly activities report.
- f. In the event a vacancy occurs in the office of First Vice District governor, the Second Vice District governor moves up into that position. If the Second Vice District Governor chooses not to move up at this time or if no Second Vice District Governor is in office, the District Governor shall appoint a Lion in good standing belonging to a club in good standing. The appointee shall be a current or past Cabinet officer and shall serve until a new First Vice District Governor is elected and assumes his/her duties after the next District Convention.

Section 2. Second Vice District Governor. The Second Vice District Governor election shall be conducted by a secret written ballot, with the Second Vice District governor candidate required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected. For purpose of such election, a majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. The Second Vice District Governor shall serve a term of office of one year, which term shall begin with the close of the association's convention held in the year of their election and end at the close of the next convention of the association. No Second Vice District Governor may succeed himself or herself in this office. An election for the office of Second Vice District Governor shall be conducted in accordance with the provisions of the District Constitution and By-Laws. The result of each Second Vice District Governor election shall be reported to the international office by the current District Governor.

- a. 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 the District.
 - (2) Secure the endorsement of his/her club or a majority of the clubs in the 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 Chairman or Region Chairman or cabinet secretary and/or treasurer for a full term or major portion thereof.
 - (c) With none of the above being accomplished concurrently.

- b. The Second Vice District governor is subject to the supervision and direction of the District governor. His/her specific responsibilities shall be to:
- (1) Further the process of this association.
 - (2) Actively participate and inspire other district officers to administer and promote effective membership growth and new club organization.
 - (3) Perform such duties as assigned by the District governor, including assisting the Global Leadership Team Chairman.
 - (4) Perform such other functions and act as required by the policy of the association.
 - (5) Actively participate in all cabinet meeting and conduct all meetings in the absence of the District Governor and the First Vice District Governor.
 - (6) Participate in the preparation of the district budget.
 - (7) Actively engage in all matters to be continued during the following year.
 - (8) At the request of the District Governor, supervise appropriate district committees and participate in the review of strengths and weaknesses of the district.
- c. In the event a vacancy occurs in the office of Second Vice District governor, the District Governor shall appoint a Lion in good standing belonging to a club in good standing. The appointee shall be a current or past Cabinet officer and shall serve until a new Second Vice District Governor is elected and assume his/her duties after the next District convention.

ARTICLE VIII

Cabinet Secretary/Treasurer

Section 1. Under the supervision of and the direction of the District Governor and the Cabinet, the Cabinet Secretary shall keep an accurate record of the proceedings of all meetings of the Cabinet and of the business sessions of the District Convention. Copies of the minutes of the same shall be forwarded to members of the Cabinet and to the Office of Lions International within five (5) days after each meeting.

Section 2. The District Governor and District Treasurer are responsible to the District for all funds collected for their use or entrusted to them for projects. This shall include, but is not limited to, monies collected for dues, state projects, District Convention funds, LCIF grants and any other funds maintained in or on behalf of the District. Any other funds maintained in or on behalf of the District by persons other than the District Governor or District Treasurer are similarly considered the responsibility of the District Governor and are to be accounted for in the District's financial reports.

Section 3. The District Governor and the District Treasurer shall formulate a District budget at the beginning of the district Governor's year in office. The District budget shall be presented to the District Cabinet at its first meeting of the year.

Section 4. The District governor and the District Treasurer shall report on the financial transactions at each cabinet meeting, the District Convention and a final report at the first Cabinet meeting following the close of the year. The reports shall include an accounting for all administrative funds and all project monies including all receipts and payments. These reports will be included in the official record of said meetings.

Section 5. The books and records of the Cabinet Secretary and Cabinet Treasurer shall be audited annually at the end of the term of office. The Audit Committee will consist of three (3) Lions appointed by the District Governor. The Chairman of such committee, upon completion of the audit, shall report its findings at the first cabinet meeting following the close of the year.

Section 6. The official records of all cabinet meetings and District Convention, to include the audited financial report, shall be kept as permanent records of the district and passed annually to the successor of the District Governor.

ARTICLE IX

Region Chairman

Section 1. Region Chairman positions shall be at the discretion of the District Governor.

Section 2. The Region Chairman shall be a member of the District Governor's Cabinet, and shall attend the regular and special meetings of the Cabinet. The Region Chairman shall assist the District Governor in the promotion of Lionism in the region by doing such other duties as may be delegated from time to time by the District Governor and the District Governor's Cabinet. The Region Chairman may recommend to the District Governor the Zone Chairmen to be appointed within the Region.

Section 3. It shall be the duty of the Region Chairman to promote the annual District, State, and International Conventions among the clubs in the Region, and endeavor to have them represented at each of these conventions by at least the full quota of delegates to which they are entitled. The Region Chairman shall supervise and assist the Zone Chairmen of the Region in the performance of their official duties; and shall cooperate with the Zone Chairmen in promoting attendance at Charter Nights of newly organized clubs. In order to develop good fellowship in the Region, the Region Chairmen shall cooperate with the Zone Chairmen in promoting such social activities as golf, bowling, softball tournaments, banquets, anniversary celebrations, special functions such as meetings in observance of District Governor's Week, honoring Key and Master Key Members, Old Monarchs, Installation of Officers, Induction of new members, outings, and other similar functions. The Official actions of the Region Chairman shall be under the supervision of the District Governor.

Section 4. In the event the Region Chairman, for any reason, does not efficiently and to the best interest of Lionism do the duties of the office, the Region Chairmen may be removed by the District Governor; and in the event the office for any reason vacated, the District Governor shall appoint a successor of the unexpired term.

ARTICLE X

Zone Chairman and District Governor's Advisory Committee

Section 1.

- a. The Zone Chairman shall be a member of the District Governor's Cabinet and shall attend the regular and special meetings and perform those duties outlined in the Zone Chairman Manual in addition to those that may be assigned by the District governor.
- b. There shall be a District Governor's Advisory Committee in each Zone, composed of the Zone Chairman and the Presidents and Secretaries of the clubs in the Zone. The Zone Chairman shall be a member and the Chairman of the District Governor's Advisory Committee of the Zone.

Section 2.

- a. The Zone Chairman in each Zone shall hold not fewer than three (3) meetings of the District Governor's Advisory Committee during the year, and the first of these meetings shall be held within sixty (6) days after the adjournment of the preceding International Convention.
- b. The Zone Chairman shall be the presiding officer of these meetings. The Zone Chairman shall make a report of each Advisory Committee meeting and send copies within five (5) days thereafter to the Region Chairman and District Governor.

Section 3. In the event the Zone Chairman, for any reason, does not efficiently, and to the best interest of Lionism, do the duties of the office, the Zone Chairman may be removed by the District Governor; and in the event the office for any reason vacated, the District governor shall appoint a successor to serve the unexpired term.

ARTICLE XI

District Governor's Honorary Advisory Committee

Section 1. there may be a District Governor's Honorary Advisory Committee. The membership of this committee shall consist of Past International Officers, Past International Directors, and Past District Governors within the District and said membership of this committee shall be appointed by the District Governor. The Immediate Past District Governor may be the Chairman of their committee.

Section 2. This District Governor's Honorary Advisory Committee shall meet when, and as called upon by the District Governor.

Section 3. The chief mission of this committee shall be to promote harmony throughout the District. In this connection, the members of this committee shall be known as “Ambassadors of Good Will.”

ARTICLE XII **State Committees**

Section 1. The Cabinet Secretary of the District will be a member of the State Credentials Committee under the Chairmanship of the State Comptroller to check the credentials and certify the delegates and alternates to the State Convention. The Cabinet Secretary may appoint a designee to serve during a temporary absence at the Credentials table.

Section 2. The District Governor will appoint a Chairman to the District Leadership Team for a three (3) year term. The Lion appointed to this position will also serve on the State Global Leadership Team. The District Governor will also appoint the Chairman of the District Membership Team who shall also serve on the State Global Leadership Team.

Section 3. The District Governor will appoint one Lion to each State Committee. The State Council shall designate one member of each committee to be the Chairman. No Lion shall hold more than one (1) state office or state Chairmanship as listed in Section 3 above, at the same time with the exception of the State Comptroller, who by State Constitution, is also the Chairman of the State Credentials Committee.

ARTICLE XIII **Multiple District Administrative Secretary**

As Outlined in Multiple District 25 By-laws.

ARTICLE XIV **Fiscal Year**

Section 1. The fiscal year of the Lions of 25-D shall be from July 1st to June 30th, inclusive, of each.

ARTICLE XV **Amendments**

Section 1. By-laws are amended in the same manner used to amend the Constitution.

Section 2. Amendments become effective upon adjournment of the District Convention at which they are adopted.