



The International Association of Lions Clubs

CONSTITUTION AND BY-LAWS

CONNECTICUT

MULTIPLE DISTRICT 23

May 6, 2017 REVISION

MD23 COUNCIL of GOVERNORS

**Thomas Sullivan – Council Chairperson
PDG David Yadach - Secretary/Treasurer
District Governor Colette Anderson – 23A
District Governor Kathleen Randall – 23B
District Governor George Salpietro – 23C**

MD23 CONSTITUTION & BY-LAWS COMMITTEE

**DGE Hilary Kunnick – Chairperson
PDG James Bennett - 23A
Lion Kenneth Post – 23A
PID Scott Storms – 23B
PDG Steven Daigle – 23B
PDG Francis Gregoire – 23C**

ADVISORS

**PCC Alan Daninhirsch – 23B
PDG Eric Jacobson – 23C**

Lions Clubs International

PURPOSES

TO ORGANIZE, *charter and supervise service clubs to be known as Lions clubs.*

TO COORDINATE *the activities and standardize the administration of Lions clubs.*

TO CREATE *and foster a spirit of understanding among the peoples of the world.*

TO PROMOTE *the principles of good government and good citizenship.*

TO TAKE *an active interest in the civic, cultural, social and moral welfare of the community.*

TO UNITE *the clubs in the bonds of friendship, good fellowship and mutual understanding.*

TO PROVIDE *a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.*

TO ENCOURAGE *service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.*

VISION STATEMENT

TO BE *the global leader in community and humanitarian service.*

MISSION STATEMENT

TO EMPOWER *volunteers to serve their communities, meet humanitarian needs, encourage peace and promote international understanding through Lions clubs.*

MULTIPLE DISTRICT 23 CONSTITUTION

ARTICLE I – Name.....6

ARTICLE II – Purposes.....6

ARTICLE III – Membership.....6

ARTICLE IV – Emblem, Colors, Slogan and Motto

SEC. 1 – Emblem..... 7

SEC. 2 – Use of Name and Emblem

SEC. 3 – Colors.

SEC. 4 – Slogan

SEC. 5 – Motto

ARTICLE V – Supremacy.....7

ARTICLE VI – Officers and Council of Governors.....7

SEC. 1 – Composition

SEC. 2 – Officers

SEC. 3 – Terms

SEC 4 – Council Chairperson

SEC 5 – Council Secretary/Treasurer

SEC 6 – Additional Term(s)

SEC 7 – Voting

SEC 8 – Delegate Status

SEC 9 – Exceptions

SEC 10 - Vacancy

SEC 11 – Powers

SEC 12 - Removal

ARTICLE VII – Multiple District Convention.....10

SEC. 1 – Time and Place

SEC. 2 – Club Delegate Formula

SEC. 3 – Quorum

SEC. 4 – Special Convention

ARTICLE VIII – Multiple District Dispute Resolution Procedure.....10

SEC. 1 - Disputes Subject to Procedure

SEC. 2 – Complaints and Filing Fee

SEC. 3 – Response to Complaint

SEC. 4 – Confidentiality

SEC. 5 – Selection of Conciliators

SEC. 6 – Conciliation Meeting & Decision of Conciliators

ARTICLE IX – Adding/Modifying/Updating Amendments.....13
 SEC. 1 – Amending Procedure
 SEC. 2 – Automatic Update
 SEC. 3 – Notice
 SEC. 4 – Effective Date

MULTIPLE DISTRICT 23 BY-LAWS

**ARTICLE I – Nominations and Endorsement Third Vice President
 and International Director Nominees.....14**
 SEC. 1 – Endorsement Procedure
 SEC. 2 – Nomination
 SEC. 3 – Seconding Speech
 SEC. 4 – Vote
 SEC. 5 – Sub District Endorsement
 SEC. 6 – Certificate of Endorsement
 SEC. 7 – Validity

ARTICLE II – Appointment of Council Chairperson15

ARTICLE III – Duties of Multiple Council of Governors and Committees.....15
 SEC. 1 – Multiple District Council of Governors
 SEC. 2 – Multiple District Council Chairperson
 SEC. 3 – Multiple District Council Secretary-Treasurer
 SEC. 4 – Multiple District Protocol Chairperson

ARTICLE IV – Multiple District Committees.....17
 SEC. 1 – Standing Committees
 SEC. 2 – Other Council Committees

ARTICLE V – Meetings.....17
 SEC. 1 – Council Meetings
 SEC. 2 – Alternative Meeting Formats
 SEC. 3 – Quorum
 SEC. 4 – Business Transacted by Mail

ARTICLE VI – Multiple District Convention.....18
 SEC. 1 – Convention Site Selection
 SEC. 2 – Credentials Committee
 SEC. 3 – Multiple District Convention Committees
 SEC. 4 – Official Call
 SEC. 5 – Site Change
 SEC. 6 – Officers
 SEC. 7 – Order of Convention Business
 SEC. 8 – Rules of Order and Procedure
 SEC. 9 – Sergeant-at-Arms

SEC. 10 – Official Report
SEC. 11 – Sub-District Convention

ARTICLE VII – Multiple District Convention Registration.....19

SEC. 1 – Registration Fee Collection
SEC. 2 – Remaining Funds

ARTICLE VIII – Multiple District Administration Fund.....19

SEC. 1 – Multiple District Revenue
SEC. 2 – District Per-Capita Assessments
SEC. 3 – Multiple District Per-Capita Assessments
SEC. 4 – District Administrative Revenue
SEC. 5 – Bonding
SEC. 6 – Annual Audit
SEC. 7 – Remaining Funds

ARTICLE IX – Miscellaneous.....20

SEC. 1 – Compensation
SEC. 2 – Fiscal Year
SEC. 3 – Audit or Review

ARTICLE X – Adding/Modifying/Updating Amendments.....21

SEC. 1 – Amending Procedure
SEC. 2 – Automatic Update
SEC. 3 – Notice
SEC. 4 – Effective Date

EXHIBIT A - APPENDICES TO CONSTITUTION.....22

Appendix 1: Minimum Membership, Club Requirements & Redistricting

SEC. 1 - Membership

SEC. 2 - Clubs

SEC. 3 - Redistricting

Appendix 2: Standing Committees

SEC. 1 – Standing Committees (List)

SEC. 2 – Other Committees

SEC. 3 – Council Supervision

SEC. 4 - Vacancies

SEC. 5 – One-Year Chairperson Appointments

SEC. 6 – Three-Year Chairperson Appointments

SEC. 7 - Duties

SEC. 8 – Permanent Convention Committee Vacancy Appointment Procedure

SEC. 9 - Duties of the Permanent Convention Committee

SEC. 10 – District Rotations

SEC. 11 – Appointing Two or More Members

SEC. 12 – New Committee Chairperson Appointments

SEC. 13 – Limitations on Officer

EXHIBIT B – APPENDICES TO BYLAWS.....26

Appendix 1: Sample Rules of Procedure -- Multiple District 23 Convention

RULE 1 – Order of Business

RULE 2 – Robert’s Rules

RULE 3 – Credentials Committee

RULE 4 – Nominations Committee

RULE 5 – Replacement of Delegates & Alternate Delegates

RULE 6 – Elections Committee

RULE 7 - Voting

THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS

MULTIPLE DISTRICT 23 CONSTITUTION

ARTICLE I

Name

This organization shall be known as Lions Multiple District No. 23, comprised of three Connecticut Districts and hereinafter referred to as "Multiple District."

ARTICLE II

Purposes

The purposes of this Multiple District shall be:

- (a) To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this Multiple District.
- (b) To create and foster a spirit of understanding among the peoples of the world.
- (c) To promote the principles of good government and good citizenship.
- (d) To take an active interest in the civic, cultural, social and moral welfare of the community.
- (e) To unite the members in the bonds of friendship, good fellowship and mutual understanding.
- (f) To provide a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.
- (g) To encourage service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.

ARTICLE III

Membership

The members of this organization shall be all Lions clubs in this Multiple District chartered by Lions Clubs International.

This Multiple District shall consist of three sub-districts, with boundary lines as adopted at a Multiple District Convention and approved by the International Board of Directors of Lions Clubs International.

The Multiple District shall be apportioned into three (3) sub-districts (hereinafter referred to as the "Districts"), which shall be designated and organized as follows:

- (a) District 23-A shall be comprised of all chartered Lions Clubs within the Counties of Fairfield and New Haven in the State of Connecticut,
- (b) District 23-B shall be comprised of all chartered Lions Clubs within the Counties of Hartford and Litchfield in the State of Connecticut; and
- (c) District 23-C shall be comprised of all chartered Lions Clubs within the Counties of Middlesex, New London, Tolland and Windham in the State of Connecticut.

ARTICLE IV
Emblem, Colors, Slogan and Motto

Section 1. **EMBLEM.** The emblem of this association and each chartered club shall be of a design as follows:



Section 2. **USE OF NAME AND EMBLEM.** Use of the name, goodwill, emblem and other logos of the association shall be according to the guidelines established from time to time in the By-Laws.

Section 3. **COLORS.** The colors of this association and of each chartered club shall be purple and gold. Alternatively, Royal Blue and Yellow may be utilized.

Section 4. **SLOGAN.** Its Slogan shall be: Liberty, Intelligence, Our Nation's Safety.

Section 5. **MOTTO.** Its Motto shall be: We Serve.

ARTICLE V
Supremacy

The Standard Form Multiple District Constitution and By-Laws, and any amendments thereto shall govern the Multiple District unless otherwise amended so as not to conflict with the International Constitution & By-Laws and policies of Lions Clubs International. Whenever there may exist a conflict or a contradiction between the provisions set out in the Multiple District Constitution and By-Laws and the International Constitution and By-Laws, the International Constitution and By-Laws shall govern.

ARTICLE VI
Officers and Council of Governors

Section 1. **COMPOSITION.** There shall be a Multiple District Council of Governors (hereinafter referred to as the "Council") comprised of all District Governors within the Multiple District, a Council Chairperson, and a Council Secretary/Treasurer who shall serve as officers of the Council as hereinafter provided.

Section 2. **OFFICERS.** Each officer of the Council shall be an Active member in good standing of a chartered Lions Club in good standing within the Multiple District, and shall be serving or shall have served as District Governor of their respective District.

Section 3. **TERMS.** Each District Governor shall serve as an officer of the Council for a term of one (1) year, which term shall commence with the close of the Association's International Convention held in the year of election, if so held, but if not, then on July 1 next following such election and shall terminate with the close of the Association's International Convention held in the calendar year next following the calendar year of such election, if so held, but if not, then on June 30 of the calendar year next following the calendar year of such election.

Section 4. **COUNCIL CHAIRPERSON.** The Council Chairperson shall be an Immediate Past District Governor, in rotation of Districts, and shall serve for a term of one (1) year, which term shall commence with the close of the Association's International Convention held during the calendar year of the commencement of such term, if so held, but if not, then on July 1 of the calendar year of the commencement of such term and shall terminate at the close of the Association's International Convention held in the calendar year next following, if so held, but if not, then on June 30 of the next following calendar year. If for any reason, the IPDG whose district's turn it is by the rotation system, cannot or will not accept the position of Council Chairperson, that District's sitting Governor shall, at the first regular meeting of the Council of Governors for the new Lions' year, place in nomination the name of another Past District Governor who has not yet served as Council Chairperson, for the position of Council Chairperson. This shall be voted on by the full Council of Governors.

Section 5. **COUNCIL SECRETARY-TREASURER.** The Council Secretary/Treasurer shall be a Past District Governor, excluding the immediate Past District Governor, elected in rotation of Districts by a majority of the Council, and shall serve for a term of three (3) years, subject to an annual reconfirmation by the Council, which term shall commence upon such election and shall terminate upon the election of a successor Council Secretary/Treasurer.

Section 6. **ADDITIONAL TERM(S).** No incumbent Council Chairperson or Council Secretary-Treasurer elected or appointed shall serve a successive term in such office. 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. He/she may hold the same office, after the passing of at least one association year, for one additional term only, and only for special urgent or serious circumstances as approved by the Association's Board of Directors.

Section 7. **VOTING.** Each officer of the Council shall have one (1) vote on each question requiring action of the Council. In the event of a tie vote on any question, the question shall be deemed defeated for having failed to obtain approval of a majority of the Council.

Section 8. **DELEGATE STATUS.** All officers of the Council shall, by virtue of their offices, be accredited delegates to each convention of the Multiple District and of their respective Districts, but shall not be included in the delegate quota of their respective Lions Clubs for any such convention.

Section 9. **EXCEPTIONS.** No officer of the Council shall serve as the Chairperson of any Council committee other than a convention, conference or forum committee during such term of office.

Section 10. **VACANCY.** In the event of a vacancy in any office of the Multiple District, the following shall occur:

- a. In the case of a vacancy in the office of district governor, the same shall be filled in accordance with the provisions of the International Constitution and By-Laws. The immediate past district governor, first and second vice district governors, the region chairpersons, zone chairpersons, the cabinet secretary and cabinet treasurer (or cabinet secretary/treasurer) and past district governors, past international directors and past international presidents in the district shall convene at a date, time and place called and determined by the immediate past district governor to select a replacement for recommendation to the International Board of Directors. Upon approval by the International Board of Directors, the Council shall seat the replacement as a member of the Council.
- b. In the case of a vacancy in the office of Council Chairperson or Council Secretary-Treasurer, the sitting District Governor of the representative district will place in nomination the name or names of past district governors from his/her district who will be voted on by the full council of governors.

Section 11. **POWERS.** Except where inconsistent with and contrary to the provisions of the articles of incorporation and Constitution and By-Laws of Lions Clubs International, the powers granted therein to the board of directors of said association, and the policies and acts of said board of directors, the Council of Governors shall:

- (a) Have jurisdiction and control over all officers and agents, when acting as such, of the Council of Governors and all committees of the Multiple District and Multiple District Convention;
- (b) Have management and control over the property, business and funds of the Multiple District;
- (c) Have jurisdiction, control and supervision over all phases of the Multiple District convention and all other meetings of the Multiple District;
- (d) Have original jurisdiction, when authorized under policy of the international board of directors and under rules of procedure prescribed by said board, to hear and rule upon any complaint of a constitutional nature raised by any sub-district or districts, and Lions club, or any member of a Lions club, in the Multiple District. All such rulings of the Council of Governors shall be subject to review and decision by said international board;
- (e) Have control and management of all budgetary matters of the Multiple District and committees of the Multiple District and Multiple District Convention. No obligation may be approved or made which shall effect an unbalanced budget or deficit in any fiscal year.
- (f) Collect revenue from each Sub-District during the months of August and February for each year for the semi-annual per capita assessment in accordance with the budget approved at the Annual State Convention. Allocation to Administrative Fund, Convention Fund, Out-going Governor's Fund and Promote Connecticut Fund as determined by recommendation of the Finance Committee.

Section 12. **REMOVAL.** 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.

Regardless of the manner in which the Council Chairperson is selected or elected, 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.

Article VII Multiple District Convention

Section 1. **TIME AND PLACE.** An annual convention of this Multiple District shall be held in each year prior to the international convention at a place selected by the delegates of a previous annual convention of this Multiple District and at a date and time fixed by the Council of Governors.

Section 2. **CLUB DELEGATE FORMULA.** Each chartered club in good standing in Lions Clubs International, and its district, and this Multiple District shall be entitled in each convention of this Multiple District to one (1) delegate and one (1) alternate for each ten (10) members, who have been enrolled for at least one year and a day in the club or major fraction thereof, of said club as shown by the records of the international office on the first day of the month last preceding 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 shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to, the respective 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. All eligible delegates must be members in good standing of a club in good standing in this district.

Past and Present International Directors and current Council Officers are afforded automatic Delegate status and do not count against their Club's delegate quota. They will be registered separately at a Multiple District Convention and should NOT be included on the forms submitted by Clubs.

Delinquent dues may be paid and good standing acquired up to fifteen (15) days prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

Section 3. **QUORUM.** A majority of the delegates in attendance at any session of a sub- or multiple district convention shall constitute a quorum.

Section 4. **SPECIAL CONVENTION.** A Special Convention of the clubs of the Multiple District may be called by a two-thirds vote of the Council of Governors at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 15 days prior to the convening date of the International Convention. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the Multiple District by the Multiple District Council Secretary, no less than 30 days prior to the convening date of the Special Convention.

ARTICLE VIII Multiple District Dispute Resolution Procedure

Section 1. DISPUTES SUBJECT TO PROCEDURE

All disputes relative to membership, club boundaries, or interpretation, breach of, or application of

the Multiple District Constitution and By-Laws, or any policy or procedure adopted from time to time by the Multiple District Council of Governors, or any other internal Lions Multiple District matter that cannot be satisfactorily resolved through other means, arising between any clubs or sub-districts in the Multiple District, or any club(s) or sub-district(s) and the Multiple District Administration, shall be settled by the following dispute resolution procedure. Except as otherwise provided herein, any time limits specified in this procedure may be shortened or extended by the Multiple District Council Chairperson or, in the event the complaint is directed against the Council Chairperson, the Council Secretary or Council Treasurer, conciliators or the International Board of Directors (or its designee) upon a showing of good cause. All parties to any dispute subject to this procedure shall not pursue administrative or judicial actions during this dispute resolution process.

Section 2. COMPLAINTS AND FILING FEE

Any Lions club in good standing or sub-district within the association (the “complainant”) may file a written request with the Council Chairperson or, in the event the complaint is directed against the Council Chairperson, the Council Secretary or Council Treasurer (a “complaint”), with a copy to the Legal Division, asking that dispute resolution take place under this procedure. The complaint must be filed within thirty (30) days after the complainant(s) knew or should have known of the occurrence of the event upon which the complaint is based. The complainant(s) must submit minutes signed by the club or cabinet secretary certifying that a resolution in support of filing the complaint has been adopted by a majority of the entire membership of the club or district cabinet. A copy of the complaint shall be sent to the respondent(s).

A complaint filed under this procedure must be accompanied by a US \$750.00 filing fee, or its equivalent in the respective national currency, payable by each complainant to the Multiple District which shall be submitted to the Council Chairperson or, in the event the complaint is directed against the Council Chairperson, the Council Secretary or Council Treasurer at the time the complaint is filed. In the event the complaint is settled or withdrawn prior to a final decision by the conciliators, US \$100.00 shall be retained by the Multiple District as an administrative fee and US \$325.00 shall be refunded to the complainant and US \$325.00 shall be paid to the respondent (which shall be shared on an equal basis if there is more than one respondent). In the event the selected conciliators find the complaint to have merit and the complaint is upheld, US \$100.00 shall be retained by the Multiple District as an administrative fee and US \$650.00 shall be refunded to the complainant. In the event the selected conciliators deny the complaint for any reason, US \$100.00 shall be retained by the Multiple District as an administrative fee and US \$650.00 shall be paid to the respondent (which shall be shared on an equal basis if there is more than one respondent). In the event the complaint is not settled, withdrawn, upheld or denied within the time frames established by this procedure (unless an extension has been granted for good cause), then the entire fee will be automatically retained by the Multiple District as an administrative fee and shall not be refunded to any party. All expenses incurred relative to this dispute resolution procedure are the responsibility of the Multiple District, unless established Multiple District policy provides that all expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute.

Section 3. RESPONSE TO COMPLAINT

The respondent(s) to the complaint may file a written response to the complaint with the Council Chairperson or, in the event the complaint is directed against the Council Chairperson or Council Secretary-Treasurer, with a copy to the Legal Division, within ten (10) days of receiving

notice of the complaint. A copy of the response shall be sent to the complainant(s).

Section 4. **CONFIDENTIALITY**

Once a complaint has been filed, communications between the complainant(s), respondent(s), Council Chairperson or, in the event the complaint is directed against the Council Chairperson or Council Secretary-Treasurer, and conciliators should be kept confidential to the fullest extent possible.

Section 5. **SELECTION OF CONCILIATORS**

Within fifteen (15) days of filing the complaint, each party to the dispute shall select one (1) neutral conciliator, who shall be a past district governor, preferably a past council chairperson, who is currently a member in good standing of a club in good standing, other than a club which is a party to the dispute, in the Multiple District in which the dispute arises, and shall be impartial on the matter in dispute and without loyalties to any party to the dispute. The selected conciliators shall elect one (1) neutral conciliator who will serve as chairperson, and who shall be a past international director and is currently a member in good standing of a club in good standing in the Multiple District in which the dispute arises, other than a club which is a party to the dispute, and shall be impartial on the matter in the dispute, and without loyalties to any party to the dispute. In the event, there is no neutral past international director who may be selected from within the Multiple District in which the dispute arises, the selected conciliators may select one (1) neutral conciliator/chairperson who shall be a past international director and is a member of a club in good standing outside the respective Multiple District. The selected conciliators' decision relative to the selection of the conciliator/chairperson shall be final and binding. Upon completion of the selection process, the conciliators shall be deemed appointed with all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure.

If in the event the selected conciliators cannot agree on the selection of the conciliator/chairperson within the time frame noted above, then the selected conciliators shall be automatically deemed to have resigned for administrative reasons and the parties must select new conciliators ("the second team of selected conciliators") who shall then select one (1) neutral conciliator/chairperson in accordance with the selection procedures and requirements described above. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within the Multiple District in which the dispute arises, the selected conciliators may select one (1) neutral conciliator/chairperson who shall be a past international director and is a member of a club in good standing outside the respective Multiple District. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within or outside the Multiple District in which the dispute arises, then the past international director who most recently served on the International Board of Directors from within the Multiple District in which the dispute arises or from an adjacent Multiple District, whichever is closest in proximity, shall be appointed as conciliator/chairperson. The time limits in this Section E may not be shortened or extended by the Multiple District Council Chairperson or, in the event the complaint is directed against the Council Chairperson, the Council Secretary-Treasurer or the conciliators.

Section 6. **CONCILIATION MEETING AND DECISION OF CONCILIATORS**

Upon being appointed, the conciliators shall arrange a meeting of the parties for the purpose of conciliating the dispute. The meeting shall be scheduled within thirty (30) days of the appointment of the conciliators. The objective of the conciliators shall be to find a prompt and

amicable resolution to the dispute. If such conciliation efforts are unsuccessful, the conciliators shall have the authority to issue their decision relative to the dispute. The conciliators shall issue their decision in writing no later than thirty (30) days after the date on which the initial meeting of the parties was held, and the decision shall be final and binding on all parties.

The written decision shall be signed by all the conciliators, with the dissent of any conciliator properly noted, and a copy of the written decision shall be provided to all parties, the Multiple District Council Chairperson or, in the event the complaint is directed against the Council Chairperson, the Council Secretary-Treasurer, the Multiple District Council of Governors and to the Legal Division of Lions Clubs International. The decision of the conciliators must be consistent with any applicable provisions of the International, Multiple District and District Constitutions and By-Laws and policies of the International Board of Directors, and is subject to the authority of and further review by the International Board of Directors at the sole discretion of the International Board of Directors or its designee.

Failure to comply with the final and binding decision of the conciliators constitutes conduct unbecoming a Lion and is subject to loss of membership privileges and/or charter cancellation.

ARTICLE IX

Adding/Modifying/Updating Amendments

Section 1. **AMENDING PROCEDURE.** This Constitution may be amended only at an annual Multiple District Convention or, a Special Convention called solely for amending purposes by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by the affirmative vote of two-thirds (2/3) of the votes cast.

Section 2. **AUTOMATIC UPDATE.** When amendments to the International Constitution and By-Laws are passed at the International Convention, any amendments that would have an effect on this Multiple District Constitution and By-Laws shall automatically be updated in this Multiple District Constitution and By-Laws at the close of the Convention.

Section 3. **NOTICE.** No amendment shall be so reported or voted upon unless the same shall have been published by regular post or electronic means to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

Section 4. **EFFECTIVE DATE.** Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

BY-LAWS

ARTICLE I

Nominations and Endorsement Third Vice President and International Director Nominees

Section 1. **ENDORSEMENT PROCEDURE.** Subject to the provisions of the International Constitution and By-Laws, any member of a Lions club in the Multiple District seeking endorsement of the convention of the Multiple District as a candidate for the office of international director or third vice-president shall:

- (a) Deliver (by mail or in person) written notice of intention to seek such endorsement to the Multiple District Council Secretary-Treasurer no less than 30 days prior to the convening date of the convention (sub or multiple) at which such question of 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.

Section 2. **NOMINATION.** Each notice of intention so delivered shall be transmitted forthwith by the Council Chairperson and Council Secretary-Treasurer to the Nominating Committee of the 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. **SECONDING SPEECH.** Each such nominee for endorsement shall be entitled to one seconding speech of no more than three (3) minutes in duration.

Section 4. **VOTE.** The vote on the question of endorsement shall be by secret written ballot, unless there shall be only one nominee seeking the same, in which event a voice vote may be taken. The nominee receiving a majority of the votes cast shall be declared endorsed (elected) as the candidate of the Multiple District Convention. In the 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.

Section 5. **SUB DISTRICT ENDORSEMENT.** Any candidate seeking endorsement at the Multiple District Convention must first have secured the endorsement of his/her sub-district.

Section 6. **CERTIFICATION OF ENDORSEMENT.** Certification of endorsement by the Multiple District Convention shall be made in writing to the international office by the Multiple District officials designated, and in accordance with the requirements set forth, in the International Constitution and By-Laws.

Section 7. **VALIDITY.** No endorsement of any candidacy of any member of a Lions club in this Multiple District shall be valid unless and until the provisions of this Article have been met.

ARTICLE II
Election of Council Chairperson

The Council Chairperson, shall be elected in accordance with Constitution Article VI Section 4, by the District Governors of the Multiple District provided that such Chairperson shall be a past district governor when he/she takes office. The Council Chairperson shall serve for a one-year term only and cannot serve in that capacity again. A meeting of the district governors of the Multiple District who will be in office during the term of the Council Chairperson appointed shall be called following the Multiple District annual Convention, but no later than 30 days following the closing of the International Convention for the purpose of selecting a Council Chairperson.

ARTICLE III
**Duties of Multiple District Council of
Governors and Committees**

Section 1. MULTIPLE DISTRICT COUNCIL OF GOVERNORS.

The Council of Governors shall:

- (a) Make all contracts and approve all bills relating to Multiple District Convention administrative expenses.
- (b) Designate a depository for Multiple District funds.
- (c) Determine the amount of surety bond for the Council Secretary-Treasurer, and approve the surety company issuing said bond.
- (d) Receive financial reports, semi-annually or more frequently, from the Council Secretary-Treasurer, and provide for a review or audit at the end of the fiscal year of the books and accounts of the Council Secretary- Treasurer.
- (e) Establish and supervise such committees as required so as to promote the efficient and proper administration of the Multiple District.

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 3. **MULTIPLE DISTRICT COUNCIL SECRETARY-TREASURER.** Under the supervision and direction of the Council of Governors, the Council Secretary-Treasurer shall:

- (a) Keep an accurate record of the proceedings of all meetings of the Council of Governors, and within ten (10) days after each meeting forward copies to all members of the Council of Governors, and the office of Lions Clubs International.
- (b) Assist the Council of Governors in conducting the business of the Multiple District, and perform such other duties as are specified or implied in the Constitution and By-Laws, or as may be assigned to him/her from time to time by the Council of Governors.
- (c) Receive and give proper receipts for all dues and taxes required to be paid over to him/her by the sub-district cabinet secretary-treasurers, deposit the same in a bank or banks designated by the Council of Governors, and disburse the same under the supervision and control of the Council of Governors by checks drawn against said deposits signed by himself/herself and countersigned by the Council Chairperson or other duly authorized council member.
- (d) Keep accurate books and records of accounts and minutes of all Council of Governors and Multiple District meetings, and permit inspection of the same by any member of the Council of Governors or any club in the Multiple District (or any duly authorized agent of either) at any reasonable time for any proper purpose.
- (e) Secure bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the Council of Governors.
- (f) Deliver, in a timely manner, at the conclusion of his/her term in office, the general and/or financial accounts, funds and records of the Multiple District to his/her successor in office.
- (g) In the event that separate offices of Council Secretary and Council Treasurer are adopted the duties herein are to be attributed to each of the officers according to the nature of the duties.
- (h) Act as the Treasurer for all Multiple District Conventions and convention type activities. In the event that the Council Secretary/Treasurer is also designated as the Convention or Conference Chairperson, the Council Chairperson shall act as Treasurer for that Convention or Conference.

Section 4. **MULTIPLE DISTRICT PROTOCOL CHAIRPERSON.** The Council of Governors shall appoint annually a Protocol Chairperson for the Multiple District. Under the supervision and direction of the Council of Governors, the Protocol Chairperson shall:

- (a) At all events attended by visiting dignitaries, provide seating charts in keeping with the association's official protocol; insure that spoken introductions are based on the same. Insure that dress requirements are clear for all events.
- (b) Arrange for proper airport (or other arrival) greetings; arrange suitable transportation to hotel or other lodging, inspect hotel room in advance to insure its suitability, and provide appropriate amenities (flowers, fruit, etc).
- (c) Arrange for the proper escort of visitors to each function on the schedule.
- (d) Arrange courtesy calls on local government leaders (or regional and/or national leaders if the location suggests this as a possibility), as the visitor's schedule permits.

- (e) Coordinate public relations media exposure such as television, radio and print media, as necessary.
- (f) Coordinate departure from hotel, and transportation to airport (or other departure venue).

ARTICLE IV
Multiple District Committees

Section 1. **MULTIPLE DISTRICT STANDING COMMITTEES.** The Council shall appoint the following Standing Committees:

- a. Constitution and By-Laws
- b. Finance
- c. Global Leadership Development
- d. Global Membership Development
- e. Lions Clubs International Foundation
- f. Long Range Planning
- g. Permanent Convention
- h. Policy and Protocol
- i. Promote Connecticut
- j. Leo Clubs Committee
- k. Opportunities for Youth
- l. Hearing Preservation and Awareness

Descriptions of each of the Standing Committees, terms and procedures for appointments and the filling of vacancies can be found in the Appendix Section.

Section 2. **OTHER COUNCIL COMMITTEES.** The Council of Governors may create and appoint such other Ad Hoc committees and positions as it deems necessary and appropriate for efficient operation of the Multiple District.

ARTICLE V
Meetings

Section 1. **COUNCIL MEETINGS.** The Council of Governors shall hold a regular meeting within sixty (60) days after the date on which the district governors officially take office, and such other meetings as it deems advisable. The Council Chairperson, or the Council Secretary-Treasurer at the Chairperson's direction, shall issue a written call for each meeting of the Council of Governors, with the time and place to be set out in the call and to be determined by the Chairperson. The date of any meeting save the first, which shall be set by the Chairperson, shall be determined by the Council of Governors.

Section 2. **ALTERNATIVE MEETING FORMATS.** Regular and/or special meetings of this Council may be held through the use of alternative meeting formats, such as teleconference and/or web conference. Such action may be initiated with approval of the majority of the Council of Governors.

Section 3. **QUORUM.** The personal presence of a majority of the Council of Governors shall

constitute a quorum at any meeting.

Section 4. **BUSINESS TRANSACTED BY MAIL.** This Council of Governors may transact business by mail (including letters, electronic mail, facsimile transmission, or cable), provided that no such action shall be effective until approved in writing by two-thirds (2/3) of the entire number of the members of the Council of Governors. Such action may be initiated by the Council Chairperson or any three (3) members of said Council.

ARTICLE VI

Multiple District Convention

Section 1. **CONVENTION SITE SELECTION.** The Chairperson of the Council of Governors shall receive invitations in writing from places desiring to entertain the annual convention. All invitations shall set forth such information as the Council of Governors shall from time to time prescribe and shall be delivered to the Chairperson no later than thirty (30) days prior to the convening date of the convention at which the convention site shall be voted upon by the delegates of said convention. Procedure to be followed in investigation of bids and in presentation of the same to conventions, as well as action to be taken by a convention in the event no bids are acceptable to or so received by the Council of Governors shall be determined by the Council of Governors.

Section 2. **CREDENTIALS COMMITTEE.** The Credentials Committee of the Multiple District Convention shall be composed of the current district governors, first and second vice district governors and cabinet-secretary treasurers. The chairperson of this committee shall be the Council Chairperson. Each such Credentials Committee shall have the powers and perform the duties set forth in ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 3. **MULTIPLE DISTRICT CONVENTION COMMITTEES.** The Council of Governors shall appoint, designate the chairperson of, and fill any vacancies occurring in the following Multiple District Convention committees: Resolutions, Nominations, Elections, Constitution and By-Laws, Rules and International Convention. Each sub-district shall have at least one representative on each such committee. These committees shall perform such duties as the Council of Governors shall designate.

Section 4. **OFFICIAL CALL.** The Council of Governors shall issue an official printed call for the annual Multiple District Convention not less than thirty (30) days prior to the date fixed for holding the same, stating the place, day and hour thereof.

Section 5. **SITE CHANGE.** The Council of Governors shall retain, and have, absolute power to change at any time, for good reason, the convention site chosen by a multiple district convention, and neither the Council of Governors nor the Multiple District nor any sub-district or sub-districts shall incur any liability thereby to any club or sub-district. Notice of this site change shall be furnished in writing to each club in the Multiple District no less than sixty (60) days prior to the convening date of the annual convention.

Section 6. **OFFICERS.** The members of the Council of Governors shall be the officers of the annual Multiple District Convention.

Section 7. **ORDER OF CONVENTION BUSINESS.** The Multiple District Council of Governors shall arrange the order of business for the Multiple District Convention, and the same shall be the order of the day for all sessions.

Section 8. **RULES OF ORDER AND PROCEDURE.** Except as otherwise specifically provided in this Constitution and By-Laws, or in the rules of procedure adopted for a meeting, all questions of order and procedure in any convention, any meeting of the Council of Governors, or Multiple District committee shall be determined by ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 9. **SERGEANT-AT-ARMS.** A convention sergeant-at-arms and such assistant sergeant(s)-at-arms as it deems necessary shall be appointed by the Council of Governors.

Section 10. **OFFICIAL REPORT.** Within sixty (60) days after the close of the Multiple District Convention, an official report shall be forwarded to Lions Clubs International and each club in the Multiple District by the Council of Governors, or, at its direction, by the Council Secretary-Treasurer.

Section 11. **SUB-DISTRICT CONVENTION.** A meeting of the registered delegates of a sub-district in attendance at a Multiple District Convention may constitute the annual convention of said sub-district.

ARTICLE VII

Multiple District Convention Registration

Section 1. **REGISTRATION FEE.** Such fees as the Council of Governors shall set may be collected, under procedures set by the Council of Governors, from each delegate, alternate, and guest attending the Multiple District Convention to defray the actual cost of Convention meals and entertainment.

Section 2. **REMAINING FUNDS.** In any fiscal year, any balance remaining in the convention fund after payment of all convention administration expenses in that year shall remain in said convention fund and become available for future convention expenses and be treated as income in any fiscal year in which expended or made available solely for payment of such expenses.

ARTICLE VIII

Multiple District Administration Fund

Section 1. **MULTIPLE DISTRICT REVENUE.** To provide revenue to defray the administrative expenses of the Multiple District, the Council shall submit annually to the Multiple District Convention a budget of the proposed disbursements for the succeeding fiscal year and shall establish and levy an annual Multiple District Per Capita Assessment upon each member of each Lions Club within the Multiple District. Such assessment shall be payable by each District within the Multiple District in semi-annual installments on or before the tenth (10th) day of August and the tenth (10th) day of February in each fiscal year. The Council Secretary-Treasurer shall send notice of the proposed budget and levy to the Council and each Club Secretary at least thirty (30) days prior to the

date of the Convention at which it is to be adopted. Upon such adoption, the budget and levy shall be binding upon all Lions Clubs within the Multiple District.

Section 2. **DISTRICT PER CAPITA ASSESSMENTS.** Each District Secretary-Treasurer within the Multiple District shall, on or before the tenth (10th) day of August and the tenth (10th) day of February of each fiscal year, draw upon the Lions Clubs of the respective Districts an amount equal to the per capita assessment as established by the preceding Multiple District Convention for each member of each Lions Club within the respective District as shown by the records of the Association's International Office on the first (1st) day of July and the first (1st) day of January of each fiscal year.

Section 3. **MULTIPLE DISTRICT PER CAPITA ASSESSMENT.** The Council Secretary-Treasurer shall, on or before the tenth (10th) day of August and the tenth (10th) day of February of each fiscal year, draw upon each District an amount equal to the per capita assessment as established by the preceding Multiple District Convention for each member of each Lions Club within the respective District as shown by the records of the Association's International Office on the first (1st) day of July and the first (1st) day of January of each fiscal year.

Section 4. **DISTRICT ADMINISTRATIVE REVENUE.** To provide revenue to defray administrative expenses of the District, the District Cabinet shall establish and levy an annual District Administrative Per Capita Assessment upon each member of each Lions Club within its District, provided that in no event shall any District incur obligations in any fiscal year which will affect an unbalanced budget or deficit in such year.

Section 5. **BONDING.** The Council Secretary-Treasurer shall be bonded in such amount and with such surety company as shall be deemed appropriate by the Council. The cost of said bond shall be deemed an administrative expense of the Multiple District.

Section 6. **ANNUAL AUDIT.** The financial records of the Multiple District shall be audited annually, and a statement shall be prepared within ninety (90) days of the close of each fiscal year and presented to the Multiple District Council. The Finance Committee of the Multiple District shall be charged with conducting or, if deemed necessary by them, the hiring of an outside firm to perform the annual audit.

Section 7. **REMAINING FUNDS.** In any fiscal year, any balance remaining in the Multiple District administrative fund after payment of all Multiple District administration expenses in that year shall remain in said administrative fund and become available for future Multiple District administrative expenses and be treated as income in any fiscal year in which expended or made available solely for payment of such expenses.

ARTICLE IX **Miscellaneous**

Section 1. **COMPENSATION.** No officer shall receive any compensation for any service rendered to this Multiple District in his/her official capacity with the exception of the Council Secretary-Treasurer whose compensation, if any, shall be fixed by the Council of Governors.

Section 2. **FISCAL YEAR.** The fiscal year of this Multiple District shall be from July 1st to June 30th.

Section 3. **AUDIT OR REVIEW.** The Council of Governors shall provide for an annual or more frequent audit or review of the books and accounts of the Multiple District.

ARTICLE X

Adding/Modifying/Updating Amendments

Section 1. **AMENDING PROCEDURE.** These By-Laws may be amended only at an annual Multiple District Convention or, a Special Convention called solely for amending purposes by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by a majority of the votes cast.

Section 2. **AUTOMATIC UPDATE.** When amendments to the International Constitution and By-Laws are passed at the International Convention, any amendments that would have an effect on this Multiple District Constitution and By-Laws shall automatically be updated in this Multiple District Constitution and By-Laws at the close of the Convention.

Section 3. **NOTICE.** No amendment shall be so reported or voted upon unless the same shall have been published by regular post or electronic means to each club no less than thirty (30) days prior to the convening date of the Annual Convention with notice that the same will be voted upon at said Convention.

Section 4. **EFFECTIVE DATE.** Each amendment shall take effect at the close of the Convention at which adopted unless otherwise specified in the amendment.

EXHIBIT A. APPENDICES TO CONSTITUTION

APPENDIX 1. Minimum Membership, Club Requirements & Redistricting

Section 1. Membership: Each District within the Multiple District shall contain a minimum of thirty-five (35) Lions Clubs with a total District membership of no less than one thousand two hundred fifty (1,250) members in good standing unless otherwise approved by a two-thirds (2/3) vote of the Association's Board of Directors.

Section 2. Clubs: Any District failing to contain at least thirty-five (35) Lions Clubs with a total membership of no less than one thousand two hundred fifty (1,250) members in good standing shall be permitted up to three (3) years from the time it fails to meet said minimum requirements to satisfy same. In the event that said District shall fail to achieve said minimum requirements within three (3) years, the Multiple District may submit a plan for redistricting to the Association's Board of Directors in accordance with the Association's Constitution and By-Laws.

Section 3. Redistricting: The Multiple District or any District of the Multiple District may, subject to the provisions of the Association's Constitution and Bylaws, submit to the Association's Board of Directors a redistricting proposal approved by a convention of the respective single or Multiple District which shall become effective upon approval by the Association's Board of Directors at the close of the annual International Convention which next follows the date of such Board approval. Additional provisions may be found in the current revision of the Association's Constitution and By-Laws.

APPENDIX 2. Descriptions of each of the Standing Committees, their terms and procedure for appointments and filling vacancies

Section 1. **STANDING COMMITTEES.** The Council shall appoint the following Standing Committees:

- a. Constitution and By-Laws
- b. Finance
- c. Global Leadership Development
- d. Global Membership Development
- e. Lions Clubs International Foundation (LCIF)
- f. Long Range Planning
- g. Permanent Convention
- h. Policy and Protocol
- i. Promote Connecticut
- j. Leo Clubs Committee
- k. Opportunities for Youth
- l. Hearing Preservation and Awareness

Section 2. **OTHER COMMITTEES.** The Council may appoint such other committees on an Ad Hoc basis as it deems to be in the best interests of the Multiple District and may charge such committees with any duties it deems necessary and appropriate.

Section 3. **COUNCIL SUPERVISION.** All Committees shall act under the supervision of the Council.

Section 4. **VACANCIES.** Procedure of appointment and filling vacancies on Standing Committees with one (1) year appointed Chairperson. Committees with one (1) year chairperson shall be composed of two (2) Lions members from each district, one (1) to serve for a two (2) year term and one (1) to serve for a one (1) year term. A chairperson shall be appointed annually from the one (1) year members by rotation of the districts, as meaning District A, District B and District C. In the event of the inability of any of the members of the above committees to serve in such capacity or in the event of a vacancy occurring in such a position for any reason; the Council shall choose another qualified Lions member representing the same district as the former committee member to fill the unexpired term thereof.

Section 5. **ONE-YEAR CHAIRPERSON APPOINTMENTS.** Standing Committees with one (1) year appointed chairperson and their duties:

a. Constitution and Bylaws

The Constitution and Bylaws Committee shall annually review the Constitution and Bylaws and make recommendations thereon, when deemed proper, and with the approval of the Council, propose such amendments as may be necessary and in the best interests of the Multiple District.

b. Finance

The Finance Committee shall prepare the annual budget for presentation to the Annual Convention and shall review the budgets as presented by the Council Secretary-Treasurer, Convention Chairpersons, and all Council Committees and shall make recommendations regarding such budgets to the Council, which shall authorize disbursement in accordance with same. The Finance Committee shall also review and audit the books and accounts of the Council at least semi-annually and shall report the findings to the Council. In addition to the appointed members, each Vice District Governor shall serve on the Finance Committee as a voting member. The Multiple District Secretary-Treasurer shall serve on the committee as a non-voting member.

c. Long-Range Planning

The Long-Range Planning Committee shall determine, by a thorough and comprehensive review of existing policies and practices, long range issues affecting the Multiple District and make recommendations for Council action to meet the future needs of the administration, its policies, and practices.

d. Policy and Protocol

The Policy and Protocol Committee shall study and recommend action on matters of policy and Lions protocol, which shall, upon approval by the Council, become binding upon the Multiple District and District organizations. All changes in policy shall be first favorably recommended by the Policy and Protocol Committee and, upon approval by the Council, be reported to the Multiple District at its annual convention. In case of a conflict between the committee and the Council in matters of Policy, the issue shall be submitted to the Delegates at the Multiple District Convention.

e. **Promote Connecticut**

The Promote Connecticut Committee shall recommend ideas to promote the Multiple District in the Association and recommend to the Council actions and activities designed to promote the candidacies of Connecticut Lions for positions on the Lions Clubs International Board of Directors, including that of International Director or higher International office on said Board.

f. **Leo Clubs**

The Leo Clubs Committee shall study and recommend appropriate programs and policies regarding the organization and formation of new Leo clubs within the Multiple District. The Committee shall also study and recommend appropriate policies concerning the continued leadership and educational development and retention of the existing Leo Clubs within the Multiple District.

g. **Opportunities for Youth**

The Opportunities for Youth Committee shall study and recommend appropriate programs and policies regarding youth related programs as espoused by either Lions Clubs International or the Multiple District. The Committee's principle duties would include the promotion and further development of the following programs: (1) Peace Poster Contest, (2) Youth Exchange Program, (3) Lions Quest Program, and (4) any future LCI, LCIF or Multiple District proposed Opportunities for Youth programs following approval by the Multiple District Council.

h. **Hearing Preservation and Awareness**

The Hearing Preservation and Awareness Committee shall recommend ideas to the Multiple District to promote existing hearing programs and obtain financial support for new and existing programs as deemed necessary by the Committee.

Section 6. **THREE-YEAR CHAIRPERSON APPOINTMENTS.** Procedure for appointment and filling of vacancies on committees with three (3) year chairpersons.

The committees with three (3) year appointed chairpersons shall be composed of three (3) Lions from each district, one (1) to serve for a term of three (3) years, one to serve a term of two (2) years and one (1) to serve a term of one (1) year. In the event of the inability of any committee member to serve in such capacity or in the event of a vacancy occurring in such a position for any reason, the Council shall choose another qualified Lions member representing the same district as the former committee member to fill the unexpired term thereof.

In addition to the committee members, the Council shall appoint a Chairperson to serve a three (3) year term. The Council shall strive to rotate (3) year chairmanship among the three (3) districts. However, if there is not a qualified candidate put forth by a district, the Council shall appoint the chairmanship(s) to the most qualified candidate(s) from within the multiple district. In the event of a vacancy for any reason, the district(s) without a three (3) year chairperson shall be given first consideration in rotation of the districts, as meaning District A, District B and District C.

Section 7. **DUTIES.** Committees with three (3) year appointed chairpersons and their duties.

a. **Global Leadership Development**

The Global Leadership Development Committee shall study and recommend appropriate programs and policies with regard to Leadership Development and establish, promote and conduct activities designed to foster quality leadership within the Multiple District.

b. Global Membership Development

The Global Membership Development Committee shall study and recommend appropriate programs and policies concerning the recruitment, development and retention of members within existing clubs and organizations and formation of new clubs within this Multiple District.

c. Lions Clubs International Foundation (LCIF)

The Lions Clubs International Foundation (LCIF) Committee shall recommend ideas to further the knowledge and involvement of the clubs and districts in the work of the Lions Clubs International Foundation.

Section 8. PERMANENT CONVENTION COMMITTEE VACANCY APPOINTMENT PROCEDURE.

The Permanent Convention Committee shall be comprised of nine (9) Past District Governors and the three (3) current sitting 1st Vice District Governors. Each year the Council shall appoint the Immediate Past District Governor of each district, who shall serve for a term of three (3) years, succeeding themselves, each year, serving their first term as the three (3) year, their second as the two (2) year, their third and final year, as the one (1) year member of the committee. While serving in their three (3) year term the Immediate Past District Governor serving as Council Chairperson shall act as the Chairperson of the USA/Canada Lions Leadership Forum. The Chairperson of the Permanent Convention Committee shall be appointed annually from one of the one (1) year members in rotation of the districts, identified as District A, District B and District C. In the event of the inability of any committee member to serve or in the event of a vacancy occurring for any reason, the Council shall choose a Past District Governor representing the same district as the former committee member, to complete the unfinished term.

Section 9. DUTIES OF THE PERMANENT CONVENTION COMMITTEE. The Permanent Convention Committee shall be charged with the operation of all phases of the annual Multiple District Convention and the Multiple District's participation in the Association's Annual International Convention and USA/CANADA Lions Leadership Forum. The Committee shall also review and study all bids relative to conference and convention sites and make recommendations regarding same to the Council for action. The Committee shall be responsible for the development, sales and distribution of the annual Multiple District Trading Pins, clothing and Convention souvenirs approved by the Council. All revenues derived from such sales shall be deposited to the Multiple District Convention Fund to defray the costs of the Multiple District convention activities.

Section 10. DISTRICT ROTATIONS. Wherever in these By-Laws, or in the Constitution, the term "rotation of the districts, as meaning District A, District B and District C" is used, the term shall be so construed so as to perpetuate the rotation as established by practice within the Multiple District.

Section 11. APPOINTING TWO OR MORE MEMBERS. Wherever in these By-Laws or in the Constitution, the Council is empowered to appoint two (2) or more Lions members to a Multiple District Committee, each Lions member shall be from a different Lions Club within the Multiple District.

Section 12. NEW COMMITTEE CHAIRPERSON APPOINTMENTS. Whenever a new Committee is formed, the Council shall appoint the chairperson. Upon completion of their term, the rotation of the districts, as meaning District A, District B and District C will follow in alphabetical order.

Section 13. LIMITATIONS ON OFFICERS. No officer of this Multiple District shall serve simultaneously as such officer and as the chairperson of any Multiple District Committee and no chairperson of any such committee shall serve simultaneously as the chairperson of another Multiple District Committee. The above does not apply to the chairmanships of any convention, conference or forum committee.

EXHIBIT B. APPENDIX TO BY-LAWS

SAMPLE RULES OF PROCEDURE

These Sample Rules of Procedure are guidelines and may be amended by the Council of Governors and adopted by the delegates of the convention.

MULTIPLE DISTRICT 23 CONVENTION

Rule 1. ORDER of BUSINESS. The Multiple District Council of Governors shall arrange the order of business for the Multiple District Convention. Except for registration and certification hours, which may not be changed, deviation from the announced order of business shall be made only by consent of three-fourths (3/4) of the certified delegates assembled at any session at which a quorum is present. A majority of those certified delegates present in person at any session shall constitute a quorum.

Rule 2. Robert's Rules. Except as otherwise provided in the Lions Clubs International Constitution and By-Laws, the Multiple District 23 Constitution and By-Laws, national custom and practice or these rules, Robert's Rules of Order, Newly Revised shall govern all questions of order and procedure.

Rule 3. CREDENTIALS COMMITTEE.

- (a) The credentials committee shall be composed of the Council Chairperson, as chairperson, the current district governors, first and second vice district governors and cabinet secretary-treasurers. The credentials committee's primary responsibility shall be to verify club delegate credentials. In carrying out this responsibility, the credentials committee shall have the powers and shall perform the duties as established by national custom and practice or as set forth in Robert's Rules of Order, Newly Revised.
- (b) The registration and certification of delegates shall occur on the day(s) of _____ between the hours of _____ and _____.
- (c) The number of certified delegates shall be announced to the convention upon close of certification and prior to the commencing of voting.

Rule 4. NOMINATIONS COMMITTEE.

- (a) Sixty (60) days prior to the convening date of the convention, the Council Chairperson, unless otherwise provided, shall appoint, and designate the chairperson of, a Nominations Committee consisting of three (3) members. 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.
- (b) Candidate may withdraw from the contest at any time prior to the issuance of the final report of the Nominations Committee.

Rule 5. REPLACEMENT of DELEGATES and ALTERNATE DELEGATES.

- (a) To replace a delegate and/or alternate delegate already certified, the replacement must surrender the copy of the credential certificate issued to the member he/she is replacing.
- (b) On the day of voting, a duly certified alternate delegate shall be allowed to obtain a ballot

and vote in lieu of a duly certified delegate from the same Lions Club by presenting his/her copy of his/her alternate credential certificate together with the copy of the certified delegate's credential certificate to the voting personnel at which time the voting personnel will make the necessary notation on the credential records marking that a substitution has been made on the respective club's delegate entitlement. Alternate delegates who were not certified cannot replace a certified or uncertified delegate.

Rule 6. ELECTIONS COMMITTEE.

- (a) Prior to the convention, the Council Chairperson shall appoint, and designate the chairperson of, an Elections Committee consisting of three (3) members. Each duly nominated candidate shall also be entitled to designate one (1) observer through his/her club. The observers may oversee election procedures only, but may not participate directly in the committee's decision making.
- (b) The Elections Committee shall be responsible for preparation of elections materials, vote tabulation, and resolving questions concerning the validity of individual ballots. The committee's decision shall be final and binding.
- (c) The Elections Committee shall prepare a comprehensive report of the election results containing the following components: date, time and place of election; specific voting results by candidate; signature of each committee member and observer. The district governor, Council Chairperson and all candidates shall be provided a copy of the committee's report.

Rule 7. VOTING.

- (a) Voting will take place at a predetermined location and time.
- (b) To secure a ballot card, the delegate shall present his/her credential certificate to voting personnel for verification. Once verified, the delegate shall be issued a ballot.
- (c) The voter shall indicate his/her vote by placing a mark in the appropriate location by the name of the candidate of his/her choice. The mark must be placed in the proper location to constitute a valid vote. Any ballot containing votes for more than the specified number of offices to be filled in any section shall be declared invalid to that particular section.
- (d) A majority vote shall be necessary to endorse a Third Vice President and International Director. If a majority vote on the question of endorsement is not received then the nominee is not endorsed.
- (e) A majority vote shall be necessary to elect all other candidates. In the event any one candidate shall fail to receive the required number of votes to be elected, additional balloting shall take place as outlined in this section until such time as one candidate secures a majority vote.