

**LIONS OF VIRGINIA**  
**MULTIPLE DISTRICT 24**  
**OF THE**  
**INTERNATIONAL ASSOCIATION**  
**OF**  
**LIONS CLUBS**



**CONSTITUTION AND BY-LAWS**

**MULTIPLE DISTRICT 24**  
**LIONS OF VIRGINIA**

As approved at the 101<sup>ST</sup> Annual Convention Of the Lions of Virginia  
at Hyatt Regency, Herndon, Virginia  
April 20, 2024

## **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** *Lions clubs, volunteers and partners to improve health and well-being, strengthen communities, and support those in need through humanitarian service and grants that impact lives globally, and encourage peace and international understanding.*

Contents

CONSTITUTION ..... 6

ARTICLE I - NAME ..... 6

ARTICLE II - PURPOSES ..... 6

ARTICLE III - MEMBERSHIP ..... 6

ARTICLE IV – EMBLEM, COLORS, SLOGAN, AND MOTTO..... 7

    Section 1. EMBLEM ..... 7

    Section 2. USE OF NAME AND EMBLEM..... 7

    Section 3. COLORS..... 7

    Section 4. SLOGAN..... 8

    Section 5. MOTTO..... 8

ARTICLE V - SUPREMACY ..... 8

ARTICLE VI – OFFICERS AND COUNCIL OF GOVERNORS ..... 8

    Section 1. COMPOSITION..... 8

    Section 2. OFFICERS..... 8

    Section 3. POWERS ..... 9

    Section 4. REMOVAL..... 9

    Section 5. PAID EMPLOYEES..... 9

ARTICLE VII – STATE CONVENTION..... 9

    Section 1. TIME AND PLACE ..... 9

    Section 2. FUTURE ANNUAL STATE CONVENTION..... 10

    Section 3 CHANGE LOCATION AUTHORITY..... 10

    Section 4. SUBSEQUENT CONVENTION CONFIRMATION..... 10

    Section 5. COMBINED DG / DG-E MEETING..... 10

    Section 6. MINUTES APPROVAL COMMITTEE ..... 10

    Section 7. SPECIAL CONVENTION ..... 10

ARTICLE VIII – ELECTIONS ..... 11

    Section 1. HOUR OF ELECTIONS ..... 11

    Section 2. RULES OF PROCEDURE ..... 11

    Section 3. CLUB DELEGATE FORMULA ..... 145

    Section 4. QUORUM..... 15

    Section 5. LIMITATION OF VOTES..... 15

ARTICLE IX – MULTIPLE DISTRICT DISPUTE RESOLUTION PROCEDURES ..... 15

ARTICLE X – FINANCIAL ACCOUNTING ..... 15

Section 1. PER CAPITA ANNUAL TAX .....	15
Section 2. STUDENT PER CAPITA TAX .....	17
Section 3. ACCOUNT BOOKS .....	17
Section 4. DISBURSEMENTS .....	17
Section 5. EXCESS FUNDS .....	17
Section 6. USE OF PRIOR YEAR STATE ADMINISTRATIVE FUNDS .....	17
Section 7. INTEREST. ....	17
Section 8. CLAIMS.....	17
Section 9. USE OF PRIOR YEAR DISTRICT ADMINISTRATIVE FUNDS. ....	17
Section 10. REIMBURSABLE EXPENSES .....	18
Section 12. MISCELLANEOUS.....	18
ARTICLE XI – DISTRICT ACTIONS AND ACTIVITIES.....	19
Section 1. DISTRICT CONSTITUTION AND BYLAWS .....	19
Section 2. DISTRICT OPERATIONS .....	19
Section 3. CABINET MEETINGS .....	19
ARTICLE XII - OBLIGATIONS.....	19
Section 1. OBLIGATION OF DISTRICTS AND LIONS CLUBS. ....	19
Section 2. CLUBS IN GOOD STANDING .....	19
ARTICLE XIII - AMENDMENTS.....	19
Section 1. AMENDING PROCEDURE .....	19
Section 2. AUTOMATIC UPDATE.....	20
Section 3. PROPOSAL .....	20
Section 4. EFFECTIVE DATE .....	20
Section 5. GRAMMATICAL CORRECTIONS .....	20
BY-LAWS .....	21
ARTICLE I – NOMINATIONS AND ENDORSEMENT, 3 <sup>RD</sup> VICE PRESIDENT AND INTERNATIONAL DIRECTOR .....	21
Section 1. ENDORSEMENT PROCEDURE.....	21
Section 2. NOMINATION .....	21
Section 3. SECONDDING SPEECH.....	21
Section 4. VOTE .....	21
Section 5. SUB DISTRICT ENDORSEMENT.....	21
Section 6. CERTIFICATION OF ENDORSEMENT .....	21
Section 7. VALIDITY. ....	21
ARTICLE II – APPOINTMENT OF COUNCIL CHAIRPERSON .....	22

Section 1. COUNCIL CHAIRPERSON SELECTION.....	22
ARTICLE III – DUTIES OF COUNCIL OF GOVERNORS, STATE SECRETARY TREASURER.....	23
Section 1. MULTIPLE DISTRICT COUNCIL OF GOVERNORS.....	23
Section 2. MULTIPLE DISTRICT COUNCIL CHAIRPERSON.....	23
Section 3. MULTIPLE DISTRICT COUNCIL SECRETARY-TREASURER .....	24
ARTICLE IV – MULTIPLE DISTRICT COMMITTEES .....	24
Section 1. CREDENTIALS COMMITTEE.....	24
Section 2. STATE CONVENTION COMMITTEE .....	24
Section 3. RESOLUTIONS COMMITTEE .....	25
Section 4. NOMINATIONS COMMITTEE .....	25
Section 5. ELECTIONS COMMITTEE .....	25
Section 6. RULES COMMITTEE.....	25
Section 7. CONSTITUTION AND BYLAWS COMMITTEE - .....	25
Section 8. INVESTMENT COMMITTEE.....	25
Section 9. STRATEGIC PLANNING COMMITTEE.....	25
Section 10. OTHER COUNCIL COMMITTEES.....	26
Section 10. MULTIPLE DISTRICT COMMITTEE VACANCIES.....	26
Section 11. END OF YEAR CLOSEOUT.....	26
ARTICLE V - MEETINGS .....	26
Section 1. COUNCIL MEETINGS .....	26
Section 2. ALTERNATIVE MEETING FORMATS .....	26
Section 3. QUORUM.....	26
Section 4. BUSINESS TRANSACTED BY MAIL.....	26
ARTICLE VI – STATE CONVENTION.....	27
Section 1. CONVENTION SITE SELECTION.....	27
Section 2. OFFICIAL CALL .....	27
Section 3. SITE CHANGE .....	27
Section 4. OFFICERS .....	28
Section 5. ORDER OF CONVENTION BUSINESS.....	28
Section 6. RULES OF ORDER AND PROCEDURE .....	28
Section 7. SERGEANT-AT-ARMS .....	28
Section 8. OFFICIAL REPORT .....	28
Section 9. SUB-DISTRICT CONVENTION .....	28
Section 10. POTENTIAL HOST CLUBS .....	28

ARTICLE VII – STATE CONVENTION FUND .....	28
Section 1. STATE CONVENTION FUND TAX.....	28
Section 2. REMAINING FUNDS.....	29
ARTICLE VIII – STATE ADMINISTRATION FUND .....	29
Section 1. MULTIPLE DISTRICT REVENUE.....	29
Section 2. REMAINING FUNDS.....	29
ARTICLE IX - MISCELLANEOUS.....	29
Section 1. COMPENSATION .....	29
Section 2. FISCAL YEAR.....	29
Section 3. AUDIT OR REVIEW .....	29
ARTICLE X - AMENDMENTS.....	29
Section 1. AMENDING PROCEDURE .....	29
Section 2. AUTOMATIC UPDATE.....	30
Section 3. PROPOSAL .....	30
Section 4. EFFECTIVE DATE .....	30
Section 5. GRAMATICAL CORRECTIONS .....	30
Lions Clubs International Code of Ethics .....	31

**MULTIPLE DISTRICT 24 CONSTITUTION & BYLAWS**  
**As amended and approved at the State Convention of the Lions of Virginia**  
**Bristol, VA April 30, 2023**

## CONSTITUTION

### **ARTICLE I - NAME**

This organization shall be known as Lions Multiple District No. 24, hereinafter referred to as “Lions of Virginia, Multiple District 24, of the International Association of Lions Clubs.” It shall be referred to hereinafter as the “State Organization.”

- (a) Unless otherwise provided by the Constitution and By-Laws of the Lions of Virginia - Multiple District 24, all questions of order and procedure shall be determined by Robert’s Rules of Order Newly Revised, as revised from time to time.

### **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 the State Organization shall be all Lions clubs in this multiple district chartered by Lions Clubs International and in good standing.

Multiple District 24 shall consist of three (3) Sub-Districts, L, C and I. The respective districts are presently established in accordance with this Article and Section of the Constitution and may be changed only by amendment to this Constitution. In the case of a multiple district redistricting proposal, approval by simple majority (50% + 1) of the Conventions of the sub-

districts comprising the multiple district must be obtained. Any changes are subject to approval by the Board of Directors of Lions International.

**District 24-L** shall comprise all the Clubs located in cities within or surrounded by the following Virginia Counties: Albemarle, Alleghany, Arlington, Augusta, Bath, Clarke, Culpeper, Fairfax, Fauquier, Fluvanna, Frederick, Greene, Highland, King George, Loudoun, Louisa, Madison, Nelson, Orange, Page, Prince William, Rappahannock, Rockbridge, Rockingham, Shenandoah, Spotsylvania, Stafford, Warren, Westmoreland and the Independent Cities of Alexandria, Buena Vista, Charlottesville, Covington, Fairfax City, Falls Church, Fredericksburg, Harrisonburg, Lexington, Manassas, Manassas Park, Staunton, Waynesboro, and Winchester.

**District 24-C** shall comprise all the Clubs located in cities within or surrounded by the following Virginia Counties: Bedford, Bland, Botetourt, Bristol, Buchanan, Carroll, Craig, Dickenson, Floyd, Franklin, Giles, Grayson, Henry, Lee, Montgomery, Patrick, Pulaski, Roanoke, Russell, Scott, Smyth, Tazewell, Washington, Wise, Wythe, and the Independent Cities of Bristol, Galax, Martinsville, Norton, Radford, Roanoke City, and Salem.

**District 24-I** shall comprise all the Clubs located in cities within or surrounded by the following Virginia Counties: Accomack, Amelia, Amherst, Appomattox, Brunswick, Buckingham, Campbell, Caroline, Charles City, Charlotte, Chesterfield, Cumberland, Dinwiddie, Essex, Gloucester, Goochland, Greensville, Halifax, Hanover, Henrico, Isle of Wight, James City, King and Queen, King William, Lancaster, Lunenburg, Mathews, Mecklenburg, Middlesex, New Kent, Northampton, Northumberland, Nottoway, Pittsylvania, Powhatan, Prince Edward, Prince George, Richmond, Southampton, Surry, Sussex, York, and the Independent Cities of Chesapeake, Colonial Heights, Danville, Emporia, Franklin, Hampton, Hopewell, Lynchburg, Newport News, Norfolk, Petersburg, Poquoson, Portsmouth, Richmond City, Suffolk, Virginia Beach, and Williamsburg.

#### **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.



**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 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, then the International Constitution and By-Laws shall govern.

## **ARTICLE VI – OFFICERS AND COUNCIL OF GOVERNORS**

**Section 1. COMPOSITION.** There shall be a Council of Governors composed of all the district governors in the multiple district and shall also include one current or past district governor who shall serve as Council Chairperson. The current 1<sup>st</sup> and 2<sup>nd</sup> Vice District Governors shall be included as non-voting members and entitled to observe all deliberations and information exchanges of the Council of Governors and entitled to review and retain all documentation made available to the Council of Governors. In the event that sensitive material should come up, and Executive Session may be called with only Council Chair, Current District Governors and State Secretary/Treasurer in attendance.

**Section 2. OFFICERS.** The State Organization of Multiple District 24 shall be governed by a Council of Governors. The officers of this multiple district shall be the members of the Council of Governors. Each member of the Council of Governors, including the Council Chairperson, shall have one (1) vote on each question requiring action of the Council of Governors. The Council Chairperson shall serve for a one-year term only and cannot serve in that capacity again. (Note: Article II, Section 4 of the International By-Laws permits the multiple district, by provision in its constitution and by-laws, to include certain other Lions as members of the Council of Governors.) The State Secretary/Treasurer shall serve in an advisory capacity to the Council of Governors.

(a) There shall be a State Secretary/Treasurer, either full-time or part-time, who shall be designated by the Council of Governors. The State Secretary/Treasurer shall be an employee of the Lions of Virginia whose salary will be paid by the State Organization from the State Administration Account.

(b) The Council Vice-Chairman shall temporarily assume the office of Council Chairman when the Council Chairman is unable to serve because of illness or absence. The Council Vice-Chairman will assume the office of Chairman upon the creation of a vacancy in the position through death or transfer from the State.

(c) Wherever the male gender or pronoun presently appears in the Multiple District

24 Constitution or Bylaws, it shall be interpreted to mean any gender, pronoun, individual, or person.

**Section 3. 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 affect an unbalanced budget or deficit in any fiscal year.

**Section 4. 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.

**Section 5. PAID EMPLOYEES.** There shall be no salary paid to any District Officer of any District in the State, nor shall there be a salary paid to any Officer of this State, with the exception of the State Secretary/Treasurer.

## **ARTICLE VII – STATE CONVENTION**

**Section 1. TIME AND PLACE.** The districts comprising the State Organization shall have one Annual State Convention and shall function as one organization.

A convention of the State Organization shall be held annually at least thirty (30) days prior to the International Convention, as the Governors' Council may determine. The convening date of the State Convention shall be set so that each District shall elect a District Governor at least 30 days prior to the convening date of the International Convention, until and unless otherwise prescribed by the Constitution and By-Laws of Lions International, as amended.

The State Convention shall convene on Friday of the Convention week and conclude on the following Sunday.

The Council of Governors shall arrange a Convention Program, and the same shall be the order of the day for all sessions, except as provided for in the Convention Rules of Procedure.

**Section 2. FUTURE ANNUAL STATE CONVENTION.** The location of the Annual State Convention two (2) years thence shall be recommended by a vote of accredited delegates before the close of each Annual State Convention. Sub-Districts L, C and I will alternate hosting annual MD24 State Convention, with each Sub District to host one annual convention, and with the understanding that any Sub District may decline hosting a convention and the convention will be hosted by the Sub District next in line. At the following Annual State Convention, the Council of Governors shall approve the recommendation and designate the site for the following State Convention. If such time and place so designated shall become unavailable, for any reason, the Council of Governors shall re-designate a site and/or a new date.

**Section 3 CHANGE LOCATION AUTHORITY.** The Council of Governors shall retain and have absolute power to change at any time, for good and sufficient reason, the city, date, or place of holding the Annual State Convention.

**Section 4. SUBSEQUENT CONVENTION CONFIRMATION.** At each Annual State Convention, the Council of Governors shall reconfirm whether or not the State Convention city next following is able, ready, and willing to entertain the said next succeeding Convention.

**Section 5. COMBINED DG / DG-E MEETING.** Immediately following the adjournment of the Annual State Convention, the Chairman of the Council of Governors shall call a meeting of the District Governors and the District Governors-Elect to discuss such pertinent business of the Multiple District as the Chairman deems necessary.

**Section 6. MINUTES APPROVAL COMMITTEE.** At the conclusion of the Annual State Convention, the Council of Governors shall appoint a “Minutes Approval Committee” consisting of one member from each sub-district, to review and approve the minutes of the convention. Committee members must have been in attendance at the convention as a delegate or other official capacity with voting rights. The chairperson of the committee shall be appointed by the Council of Governors. Approval of the convention minutes should be completed within 30 days following the convention to ensure minutes are submitted to Lions International in accordance with LCI By Laws, Article II, Section 8.

**Section 7. SPECIAL CONVENTION.** A Special State Convention and a Special Convention of sub-Districts in the State Organization (the words “Special State Convention,” as hereinafter used, include both a State Convention of Multiple District 24 and Conventions of the sub-Districts in such 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.

(a) Such notice shall specify the purpose or purposes for which the Special State

Convention is being called and the date, time, and place of convening such convention. Such Special State Convention shall be held as one Multiple District Convention for all the sub-Districts comprising the State Organization, and sub-direct Special Conventions, if called, shall be held at the same date and the same place as the Multiple District Special Convention. No business other than that specified in the notice shall be conducted at any such Special State Convention.

(b) The provisions of Article VII of this Constitution shall apply to any Special State Convention except that (a) the final time and date for registration of delegates shall be prescribed by the Council of Governors in the notice calling the Special State Convention and shall not be earlier than 5:00 P.M., local time, on the date before the first business meeting of the Special State Convention is to be held and (b) the deadline for submission of the written list of delegates and alternates by each Club shall be so prescribed by the Council of Governors and shall not be earlier than thirty (30) days prior to the opening of the Special State Convention.

(c) The intent is for the State Convention to be self-sustained and revenue neutral. However, the Council of Governors may draw upon the State Convention Fund to defray expenses of the Special State Convention, as approved by the Council of Governors. The Council of Governors shall establish a registration fee which shall be collected from each person registering at the Special State Convention and shall be used only to defray expenses of the Special State Convention, as approved by the Council of Governors.

The amount of any such registration fee established by the Council of Governors shall be stated in the notice calling the Special State Convention. Any part of the total of the registration fees collected from persons registering at the Special State Convention which is not needed to defray the expenses of such Convention shall be deposited in the State Convention Fund.

## **ARTICLE VIII – ELECTIONS**

**Section 1. HOUR OF ELECTIONS.** On the first day of the Annual State Convention, the Council of Governors shall fix the hour of election to be held on the last day of the Annual State Convention.

**Section 2. RULES OF PROCEDURE.** The following Rules of Procedure will be used for all elections for 3<sup>rd</sup> International Vice President, International Director, and District Governor, First Vice District Governor, and Second Vice District Governor.

**(a) CANDIDACY REQUIREMENTS.** Each candidate for 3<sup>rd</sup> International Vice President, International Director, District Governor, First Vice District Governor, or Second Vice District Governor must meet the candidacy requirements as outlined in the current Lions International Constitution and By Laws.

**(b) NOMINATING / ENDORSEING SPEECHES.** There shall not be more than one (1) nominating speech and one (1) endorsing speech for each candidate, each to be not more than three (3) minutes in duration.

**(c) ELECTIONS.** The elections of the District Governor, 1st Vice District Governor and 2nd Vice District Governor are mandatory. Elections shall be by secret ballot, and the candidate receiving the simple majority of the total votes cast shall be declared elected and shall be conducted in the following manner:

i. “Candidate” shall be defined as a Lion who has been nominated for an elective office and meets the candidacy requirements.

ii. All ballots, in addition to the name(s) of the candidate(s), shall include the option of “None”.

iii. “None” shall be defined as an option to allow the delegates not to elect a candidate for the current elective office, or endorse a candidate for a future elective office.

iv. “Total votes cast” shall be defined as including the “None” votes.

1. If there are two (2) or more candidates, and no one receives the majority of the total votes cast, the candidate receiving the lowest vote will be dropped and a second ballot taken.

2. In the event there was only one “candidate” and the option of “None”, and the “candidate” did not receive a simple majority of the total votes cast, the election is over and the delegates have chosen not to elect a candidate for the current elective office.

3. The District which has chosen not to elect a candidate shall then follow the guidelines for vacancies in LCI By Laws, Article IX, Section 6.

v. The results of the elections shall be reported by the Chairman of the Elections Committee at the final general session on a form which has been provided by and approved by the Council of Governors.

**(d) INTERNATIONAL CANDIDATE ENDORSEMENT.** Any Lion of the State seeking the office of International Director or the office of International Third Vice President shall be an active member in good standing of a chartered Lions Club in good standing and also must meet the other qualification requirements for the aforementioned office, as set forth in the International Constitution, and must send a notice, in writing, stating the International Office for which he is seeking office, and his qualifications for such office, to the State Secretary/Treasurer not less than sixty (60) days prior to the date set of the convening of the Annual State Convention, or not less than forty-five (45) days prior to the date set for the convening of any Special State Convention called by the Council of Governors for the purpose of considering the endorsement by Multiple District 24 of a qualified Lion of the State for International Office.

(i) The State Secretary/Treasurer shall advise the State Nominations Committee of all Lions who have been properly certified for endorsement for International Office not less than thirty (30) days prior to the date set for the convening of the

Annual State Convention, or not less than twenty (20) days prior to the date set for the convening of any such Special State Convention.

(ii) In the event only one Lion is properly certified for endorsement for International Office, the State Nominations Committee shall advise the State Elections Committee and the State Resolutions Committee of the name of such Lion for proper resolution to be referred to each sub-District for a ye or nay vote by secret ballot.

(iii) The candidate must receive, in the affirmative, the majority of the total votes cast to receive the endorsement of Multiple District 24.

(iv) In the event more than one Lion is properly certified for endorsement for International Office, the State Nominations Committee shall advise the State Elections Committee to proceed with an election, in accordance with this Constitution and By Laws.

(v) The name of the Lion receiving a majority of the votes cast shall be referred by the State Elections Committee to the State Resolutions Committee for proper resolution to be presented to the Convention, and only that Lion receiving the majority of the votes cast shall be considered by the State Resolutions Committee in preparing the said proper resolution to be presented to the Convention.

(vi) This Section shall not be construed as applying to District Governor candidates.

(vii) After presentation by the State Resolutions Committee of the proper resolution presented to the Convention the Chairman of the Council of Governors and Secretary of Multiple District 24 shall advise the International Office as to certification of endorsement of candidacy for an International Office, in accordance with procedures in the International Constitution Article relative to "Officers."

(viii) Recertification of endorsement requires an announced intention to run for International Office confirmed by a written request for recertification by the District Governor and Secretary of the respective sub-District Cabinet and recertification of endorsement by the Chairman of the Council of Governors and Secretary of Multiple District 24, in accordance with procedures in the International Constitution Article relative to "Officers."

(e) Prior to the Multiple District 24 vote for 3<sup>rd</sup> Vice President or International Director, candidates must be endorsed by their district delegates. To facilitate the voting process, those districts having a candidate will have their district meetings no less than 30 minutes before the regular meeting time to conduct the district endorsement vote. The regular district meeting times will be established by the Council of Governors at their January Council meeting prior to the convening of the state convention.

(i) If there is only one candidate for International office, elections will still be by secret ballot.

(ii) An election to endorse a candidate for International Director is not mandatory.

**Section 3. 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.

Discounted Member: A member of this club who pays discounted dues as a result of their family membership status, student status or participation in any other discounted membership program offered by the association who desires to retain membership in this club and meets the qualifications for discounted dues. The membership status shall be verified by the board of directors of this club. A Discounted Member shall be eligible to hold office in district or international meetings, but shall pay such 52 dues as the local club may charge, which dues shall include district and international dues. This membership category shall not be included in the club delegate formula calculation.

(a) The selection of each club's delegates and alternates shall be evidenced by a certificate, hard copy or electronic if so offered, signed by the president or secretary or any other duly authorized officer of such club, or, in the event no such club officer is in attendance at the convention, by the current District Governor or Vice District Governor of the district of which the club is a member, no later than closing of the credentials table which will be 5pm on the Saturday of the Convention.

(b) 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. 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.

(c) In addition to the delegates, as provided heretofore in Section 3, each current Director, Past President, and Past Director of Lions International, who is a member of a Lions Club in the State of Virginia, shall be a delegate to the Annual State Convention and shall not be included in the delegate quota of his Club.

(d) Clubs determined to be "not in good standing" may not have delegates on the floor nor be allowed to cast votes for any item before the Convention. 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.

(e) All delegates present in person and on the floor of the convention shall have the right to vote for Officers of the State Organization and on all matters coming before the convention.

(f) Due to the potential of recounts and/or secondary ballots, delegates are asked not to leave the convention until the final election results have been validated and reported.

**Section 4. QUORUM.** At the Annual State Convention, a majority of the registered delegates shall constitute a quorum, and only the votes of the registered delegates present and on the floor of the convention shall be counted. A registered delegate, as herein referred to, shall be any delegate who is registered and certified by the Credentials Committee on or before 5 P.M., local time, on the day before the election of officers is held.

**Section 5. LIMITATION OF VOTES.** No one Lion serving as a member on any one committee may have more than one vote on such committee, regardless of the number of qualifying positions said Lion may hold on such committee.

## **ARTICLE IX – MULTIPLE DISTRICT DISPUTE RESOLUTION PROCEDURES**

All disputes or claims 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, shall be resolved in accordance with the Dispute Resolution Procedures established by the International Board of Directors.

## **ARTICLE X – FINANCIAL ACCOUNTING**

**Section 1. PER CAPITA ANNUAL TAX.** The Council of Governors shall, on the last day of October of each year, draw upon the Clubs of the State Organization for a per capita annual tax of \$16.00 per member, which amount shall be paid by the Clubs to the State Secretary/Treasurer, prior to January 1st next following; excepting new or reorganized Clubs organized subsequent to the beginning of each fiscal year, which Clubs shall pay prorated per capita tax, beginning the first day of the first month following the date of their reorganization or charter closing. Lion member state per capita annual taxes shall be distributed in the following manner and accounts / funds.

**(a) DISTRICT ADMINISTRATION FUND.** \$6.40 per member of such fund thus acquired from each District shall be allocated to a Special Account for administration of all Districts, shall be administered by the Council of Governors, and shall be disbursed by the State Secretary/Treasurer, in accordance with Section Five (5) of this Article and in accordance with the Rules of Audit of Lions International and the State Organization;



**(b) STATE ADMINISTRATION FUND.** \$7.30 per member of the per capita annual tax shall be used to defray the expenses of maintaining and administering the office of the State Secretary/Treasurer,

**(c) INTERNATIONAL CONVENTION FUND.** The International Convention Fund shall be administered by the Council of Governors and shall be used in promoting the interests of the State Organization at International Conventions and in promoting Virginia candidates for International Office. \$1.10 per member of the per capita annual tax shall be entered in the International Convention Fund.

**(d) STATE CONVENTION FUND.** \$1.10 per member of such fund shall be entered in the State Convention Fund.

**(e) SPECIAL CAMPAIGN FUND.** The Council of Governors, in 1972, 1973, and 1974, drew upon the Clubs of the State Organization for a special per capita annual tax of \$1.50 per member, in addition to the per capita annual tax provided for in Subsection (a) of this Section 1. All moneys received as such special per capita tax were to be deposited in an interest-bearing account, and the gross amount of such moneys in that account, as of June 30, 1996, shall be maintained as a Special Campaign Fund, which shall be administered by the Council of Governors until such time as a qualified Lion of Virginia, Multiple District 24, has been duly endorsed and certified to the office of International Third Vice-President, and, upon certification, said fund to be used only for financing the campaign of the certified candidate, and thereafter, upon his election to such office, for the financing of his campaign for higher offices in the Association. Any interest/dividend earned on the Special Campaign Fund on or after July 1, 1996, shall be distributed to the District Accounts based on membership as of October 31st of each year thereafter.

**(f) LIFE MEMBER PER CAPITA FUND.** A Lions Club may pay a one-time per capita fee of \$240.00, in lieu of all future per capita dues, for any member who has been accorded Life Member status by Lions International. All one-time fees for Life member status in the State Organization shall be deposited in an individual account, separate from all other accounts of the State Organization, and shall be designated as the Life Member Per Capita Fund. The principal and all interest earned on the Fund shall be retained in that Fund and the moneys therein shall be used only to pay the annual per capita for each Life Member. This per capita shall be transferred out of this fund into the District Administration account, the State Administration account, the International Convention Fund account, the State Convention Fund and the Committee General Chairman account at the same time and in the same amounts as the per capita annual tax set forth in this Article VIII, Section 1.(a).

**(g) L.A.M.P. Fund** – Lion Assisted Medical Projects (L.A.M.P.) will refer to any medical mission / project held by Lions of MD24. Districts which contribute to the L.A.M.P. fund by Club or Lion Member donations may submit funding requests in writing to the Council of Governors prior to any scheduled MD24 Council Meeting. Once approved by the Council of Governors funds will be sent by the State Treasurer. Original receipts must be sent to the State Office along with any approved funds not used.

**(h) COMMITTEE CHAIR TRAVEL FUND.** \$0.10 per member shall be used for the purpose of paying expenses of Committee General Chairmen to attend Council meetings, if required by the Council, and expenditures for presentation of Council-approved seminars;

**Section 2. STUDENT PER CAPITA TAX.** For student membership programs as adopted by the International Board of Directors, eligible student members shall pay a per capita annual tax equal to one-half (1/2) of the total amount of dues as provided in Section 1 above.

**Section 3. ACCOUNT BOOKS.** The State Secretary/Treasurer shall establish special account books for:

- (a) District Administration
- (b) State Administration
- (c) International Convention Fund
- (d) State Convention Fund
- (e) Special Campaign Fund
- (f) Life Member Per Capita Fund
- (g) L.A.M.P. Fund
- (h) Committee Chair Travel Fund

**Section 4. DISBURSEMENTS.** The State Secretary/Treasurer shall manage all such special accounts and funds thus established and the disbursements thereof by checks, subject to the approval of the Council of Governors; all checks drawn shall be valid upon signature of the State Secretary/Treasurer, countersigned by one of the District Governors (preferably by the Council Chairman).

**Section 5. EXCESS FUNDS.** Any funds in excess of normal operating needs may be deposited/invested in any U.S. Government, or agency thereof, obligation, U.S. insured interest bearing accounts, or other accounts for investment in accordance with recommendations from the investment committee. Any funds so invested shall require the same signatures as required for check writing procedures.

**Section 6. USE OF PRIOR YEAR STATE ADMINISTRATIVE FUNDS.** The Council of Governors may, at its discretion, authorize use of prior years' accumulated State Administration funds in fiscal years when revenue from State per capita annual tax is insufficient to meet state administrative expenses.

**Section 7. INTEREST.** Interest on the activity funds included in this Section 3 shall be credited to the respective activity fund on which the interest was earned.

**Section 8. CLAIMS.** All claims against the State Organization must be submitted to the Council of Governors in itemized form and approved by that Council before any payment is made.

**Section 9. USE OF PRIOR YEAR DISTRICT ADMINISTRATIVE FUNDS.** The District Governor and his Cabinet shall not incur expenses in excess of the anticipated income from the annual per

capita district administrative tax and any interest/dividend earned on the Special Campaign Fund set forth in this Article IX, Section 3.(e), except legitimate expenditures may be authorized from surplus funds on hand from previous years, provided, however, that such expenditures from surplus funds shall be approved by a majority vote of the respective District Cabinet, and that the specific purpose of such expenditures must be shown as a part of the Cabinet meeting minutes.

**Section 10. REIMBURSABLE EXPENSES.**

(a) The expenses of the District Governor in connection with attending the International Convention shall be considered a district administrative expense and shall be paid out of the district administrative fund by the Council of Governors; provided, however, that such expenses shall not be in excess of that expense allowed by the Rules of Audit of Lions International for District Governors-Elect. The expenses, if any, of any State Committee Chairman or member of any State Committee shall be considered a District Administrative expense and shall be paid out of the District Administrative Fund upon the approval of the respective District Governor and his Cabinet, except as provided for in Article VIII, Section 1(a), of the Constitution and in Article IV, Section 1, Sub-section (c) of the By-Laws.

(b) The Council Chairperson shall receive reimbursement for attendance at all Council of Governors' meetings and the MD-24 Convention, except the Council of Governors' meetings held at International Conventions, to include travel, lodging, and meals, in accordance with the rules of audit.

(c) The Council Chairperson shall receive a stipend not to exceed \$200.00 for office expenses (supplies, postage, phone calls, etc.).

**Section 12. MISCELLANEOUS.**

(a) With regard to the District Administrative Fund, the State Secretary Treasurer (SS/T) shall keep separate records of receipts and disbursements for each District.

(b) The SS/T shall deposit all moneys received by him in such bank or banks as may be designated by the Council of Governors and shall disburse the same by order of said Council.

(c) MD24 accounts, books, and records shall at all times be open to inspection of the Council and to any auditors named by the Council.

(d) The SS/T shall prepare and present a current financial report to the State Organization, which shall include all accounts and funds of the State Organization, such report to be included in the official minutes of each Annual State Convention.

(e) Financial records will be maintained, hard copy or electronic, in a data resilient method for 10 years.

## **ARTICLE XI – DISTRICT ACTIONS AND ACTIVITIES**

**Section 1. DISTRICT CONSTITUTION AND BYLAWS.** Each sub-district in Multiple District 24 shall have a District Constitution and By Laws to provide the fundamental principles and rules by which they operate. If a sub-district of Multiple District 24 does not have a ratified constitution and bylaws they will be governed by the Standard District Constitution and Bylaws recommended by Lions International.

**Section 2. DISTRICT OPERATIONS.** All District actions and activities will be in accordance with their ratified District Constitution and By Laws or, if not in effect, by the Standard District Constitution and By Laws.

**Section 3. CABINET MEETINGS.** Meetings of the district cabinets shall be held under such rules as the respective constitution shall provide. In all such meetings, the voting privilege shall extend to the district governor, the immediate past district governor, the first and second vice district governors, the region chairpersons, if the position is utilized during the district governor's term, the zone chairpersons, the cabinet secretary and cabinet treasurer (or secretary-treasurer) and may be extended to such of the other members of the respective district cabinet as the respective district (single, sub- and multiple) constitution and by-laws shall designate.

## **ARTICLE XII - OBLIGATIONS**

**Section 1. OBLIGATION OF DISTRICTS AND LIONS CLUBS.** Each Sub-District (L, C, and I) and Lions Club in the Multiple District shall meet the following obligations:

- a. Maintain good standing
- b. Operate in accordance with Lions International Constitution, By Laws, and LCI Board Policy
- c. Operate in accordance with the MD24 Constitution and By Laws, respective District Constitution and By Laws, and individual Lions Club Constitution and By Laws.

**Section 2. CLUBS IN GOOD STANDING.** A Club shall be considered to be in good standing (1) when the Club has met the requirements of the International Constitution and By-Laws, as amended, qualifying them to hold a Charter; and (2) when the duly chartered Club is under no restrictive conditions of Lions International and, on the first day of the Annual State Convention, it has no indebtedness to Lions International

## **ARTICLE XIII - AMENDMENTS**

**Section 1. AMENDING PROCEDURE.** This constitution may be amended only at a multiple district convention, 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 majority of the delegates

present in person, registered, and voting on any question shall be the act of the convention of the delegates.

**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 district constitution and by-laws at the close of the convention.

**Section 3. PROPOSAL.** Any proposed amendment shall originate by Resolution from any one of the following:

- a. A Lions Club in good standing.
  - (1). A majority of the membership of a Lions Club must approve any proposed amendment that is submitted.
- b. Council of Governors.
- c. Constitution and By-Laws Committee

**(a) Submission.** Any proposed amendment shall first be submitted by written or electronic means to the Constitution and By-Laws Committee at least one hundred and twenty (120) days prior to the convening of the Annual State Convention,

**(b) 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.

**(c) Revision.** Any such amendment or revision presented and mailed out as above may be acted upon by said Convention in any modified, altered, or changed form that may result from discussion of the matter on the Convention floor; however, such modifications, alterations, or changes in form shall be germane and directly related to the proposed amendment for which notice has been given to the Lions Clubs in the Multiple District.

**Section 4. EFFECTIVE DATE.** Each amendment to this Constitution shall become effective July 1 next following the adjournment of the State Convention at which it is adopted, unless otherwise stated in the amendment, except that an amendment shall not be effective retroactively so as to be in effect prior to the voting to approve.

**Section 5. GRAMMATICAL CORRECTIONS.** The State Secretary-Treasurer, Lions of Virginia, Multiple District 24, is authorized to correct Article and Section designations, punctuation, and cross-references and to make such other technical and conforming changes as may be necessary to reflect the intent of the organization in connection with official business conducted at the Annual State Convention.

## BY-LAWS

### ARTICLE I – NOMINATIONS AND ENDORSEMENT, 3<sup>RD</sup> VICE PRESIDENT AND INTERNATIONAL DIRECTOR

**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 – APPOINTMENT OF COUNCIL CHAIRPERSON

The council chairperson, shall be appointed by the District Governors of the multiple district provided that such chairperson shall be a current or 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.

**Section 1. COUNCIL CHAIRPERSON SELECTION.** The Chairperson and Vice Chairperson of the incoming Council of Governors shall be selected by the sitting First Vice District Governors (District Governors-Elect). They shall take office upon the adjournment of the International Convention or 1 July, whichever comes first.

The incoming Council of Governors shall Select its Council Chairperson from a slate of qualified candidates

(a) Qualifications for consideration for Council Chairperson include:

- (i) A candidate for the Council Chairperson position must be an active member in good standing and a current or Past District Governor when he takes office.
- (ii) Have not served as Council Chairperson previously. A Council Chairperson shall not serve more than one term.

(b) The process by which the selection shall be made is:

- (i) Immediately following the final fall conference Council meeting, explanatory letters, and Council Chairperson applications will be sent to all eligible Lions.
- (ii) All candidates who wish to be considered for the position of Council Chairperson must submit a completed application to the MD-24 office by January 31st of the following year.
- (iii) The Multiple District Secretary-Treasurer shall forward copies of all applications received to each of the First Vice District Governors, on February 1st of the following year.
- (iv) The council chairperson, shall be appointed by the District Governors of the multiple district provided that such chairperson shall be a current or past district governor when they take 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 no later than 60 days prior to the annual state convention for the purpose of selecting a council chairperson. It shall be the duty of the attendees at this meeting to appoint a club member in good standing in a club in good standing in the multiple district as the council chairperson.
- (v) At the executive session, the facilitator shall call for a vote by secret ballot.

The facilitator shall count the ballots and announce the name of the person receiving a plurality of the ballots, and he/she shall be declared incoming Council Chairperson.

(vi) Should a chairperson not be selected on the first ballot, the First Vice District Governors may choose either to continue balloting until a chairperson is named or to conduct interviews, on a specified date, at a designated location, with those candidates listed on the ballot, before casting the next ballot vote.

(vii) Within 7 days following the selection of the incoming Council Chairperson, the Multiple District Secretary-Treasurer shall notify all applicants of the Council Chairperson selection.

## **ARTICLE III – DUTIES OF COUNCIL OF GOVERNORS, STATE SECRETARY TREASURER**

### **Section 1. MULTIPLE DISTRICT COUNCIL OF GOVERNORS.**

The Council of Governors shall:

- (a) Exercise general control and supervision over all committees and officers of this State Organization, except the District Governor in his capacity as an officer of Lions International.
- (b) Make all contracts and approve all bills relating to multiple district convention administrative expenses.
- (c) Designate a depository for multiple district funds.
- (d) Determine the amount of surety bond for the council secretary-treasurer, and approve the surety company issuing said bond.
- (e) 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.
- (f) Review annually and update the MD24 Board Policy Manual
- (g) Conduct semi-annual performance assessments of paid employees.

**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) Preside, as a facilitator and not decision-maker, at all regular and special meetings of the Council of Governors and at the MD-24 Convention. In the absence of the Chairperson, the Vice Chairperson of the Council shall preside.
- (c) Develop, in coordination with the District Governors, an agenda for Council of Governors meeting.
- (d) serve as the coordinator of Multiple District 24 and take action on behalf of, and upon delegation from, the Council of Governors. Assist in communicating information regarding international and multiple district policies, programs and events;



- (e) Document and make available the goals and long range plans for the multiple district as established by the Council of Governors;
- (f) Convene meetings and facilitate discussion during council meetings;

Provide leadership, direction, and initiative for international and multiple district programs, goals, and long-range planning in harmony with and with and with the approval of the Council of Governors

- (g) 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;
- (h) Submit reports and perform such duties as may be required by the multiple district constitution and by-laws;
- (i) Perform such other administrative duties as may be assigned by the multiple district council of governors;
- (j) Create and foster harmony and unity among sub-districts and assist the Council of Governors in solving issues; and
- (k) 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 perform duties in accordance with the MD24 State Secretary Treasurer position description, MD24 Board Policy Manual, Chapter IV.

**(a) PERFORMANCE ASSESSMENT.** The MD24 State Secretary Treasurer will receive performance assessments twice each Lion Year. The assessments will be conducted at the mid-year Council of Governors meeting and at the State Convention Council of Governors meeting.

**(b) ASSESSORS.** Each MD24 State Secretary Treasurer performance assessment will be conducted by the Council of Governors, to include the Council Chairperson. Each District Governor and the Council Chairperson must sign the assessment.

## **ARTICLE IV – MULTIPLE DISTRICT COMMITTEES**

Each sub-district shall have at least one representative on each such committee if the Council of Governors choose to establish a multiple district committee. These committees shall perform such duties as the Council of Governors shall designate.

**Section 1. 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 2. STATE CONVENTION COMMITTEE.** There shall be a standing State Convention Committee composed of three (3) members, one member from each of the respective three (3)

Sub-Districts, each serving for a term of three (3) years. The Council of Governors shall appoint, designate the chairperson of, and fill any vacancies occurring in the following multiple district convention positions / committees:

**(a) STATE CONVENTION CHAIRPERSON.** The Council of Governors shall appoint a State Convention Chairman whose term of office shall be from the conclusion of the first meeting of the Council of Governors from within the State to the conclusion of the next following first meeting of the Council of Governors within the State. The Chairman shall be from the District in which the State Convention shall be held. In the event of a vacancy in the position, the Council of Governors shall fill such vacancy at its next regular or special meeting.

### **Section 3. RESOLUTIONS COMMITTEE –**

**Section 4. NOMINATIONS COMMITTEE** - Each District Governor in the State Organization shall appoint one (1) member to the Nominations Committee, and the Council of Governors shall designate one of said members as Chairman. Each such appointee shall be notified by the State Secretary/Treasurer of his appointment at least ninety (90) days prior to the first day of the Annual State Convention, and each Club in the State Organization shall be notified by the State Secretary/Treasurer of the names and addresses of the members of this committee **at least seventy-five (75) days prior to the first day** of the Annual State Convention.

No Lion shall be appointed to the Nominations Committee who is an Officer of the International Association of Lions Clubs (as defined in the Constitution of the International Association), who holds the office of the State Secretary/Treasurer, or who is a candidate for election to, or endorsement for, any such office, nor shall more than one member from any Club be appointed to the Nominations Committee.

### **Section 5. ELECTIONS COMMITTEE -**

### **Section 6. RULES COMMITTEE -**

### **Section 7. CONSTITUTION AND BYLAWS COMMITTEE -**

**Section 8. INVESTMENT COMMITTEE.** The Investment Committee is responsible for the management of an organization's investments and is responsible for developing and approving the Investment Policy. The Investment Committee monitors investment performance and works to correct under-performing investments or bring additional funds into over-performing ones and makes recommendations on changes to the Investment Policy. Each member of the Investment Committee shall serve for three years.

**Section 9. STRATEGIC PLANNING COMMITTEE.** The Strategic Planning Committee is responsible for establishing, defining, and maintaining the multiple districts major goals and establishing corresponding targets to achieve said goals. This committee sets detailed objectives and specific achievement milestones in coordination with key initiatives and a broad outline of details. The Strategic Planning Committee provides input to the Council of Governors and receives guidance on how to operationalize and implement the strategy. Each appointed member of the Investment Committee shall serve for three years with an annual rotation whereas there

will always be one third year member, one second year member, and one first year member. The First and Second Vice District Governors from each sub-district (24L, 24C, 24I) will serve as ex-officio members.

**Section 10. OTHER COUNCIL COMMITTEES.** The Council of Governors may create and appoint such other committees and positions as it deems necessary and appropriate for efficient operation of the multiple district.

**Section 10. MULTIPLE DISTRICT COMMITTEE VACANCIES.** In the event of a vacancy occurring in a multiple district committee the Council of Governors shall forthwith appoint a successor from the District affected by the vacancy.

**Section 11. END OF YEAR CLOSEOUT.** At the end of each Lion Year all multiple district committees will ensure a smooth transition for the incoming committee members. This closeout will include actions completed, actions pending, points of contact, milestones, and shortcomings. These closeouts will be provided to the State Secretary Treasurer not later than 15 July of the following year.

## **ARTICLE V - MEETINGS**

**Section 1. COUNCIL MEETINGS.** The Council of Governors shall hold the first meeting of the Council of Governors within thirty (30) days after the date on which the District Governors officially take office, for the purpose of appointing Standing Committees, to receive the preliminary report of the State Convention Chairman covering the State Convention just concluded, to confirm the site and date of the next following State Convention, to appoint a State Convention Chairman and an Assistant State Convention Chairman, and for discussion of and action on other matters pertaining to the State.

The Council of Governors shall hold subsequent Council of Governors meetings as it deems advisable. The council chairperson, or the vice council chairperson, 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 and in accordance with the MD24 Board Policy, Chapter XIV - Technology.

**Section 3. QUORUM.** The presence of a majority of the Council of Governors, either in person or via electronic means, 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 – STATE CONVENTION**

**Section 1. CONVENTION SITE SELECTION.** The Council of Governors shall receive all invitations, hardcopy or electronically, from places desiring to entertain the Convention four (4) years hence. All invitations must be in the hands of the Council of Governors at least thirty (30) days prior to that State Convention, during which time site recommendations will be voted by the delegates, and all invitations so received in time must be presented to the voting delegates.

Any Club or Clubs desiring to be host to the State Convention shall submit an invitation, in the format available from the State Secretary/Treasurer, disclosing, among other things, the findings on the following information:

1. Number of meeting halls, with seating capacity of each.
2. Number of motels and hotels, with rooms available in each.
3. The rate to be charged per day per person for each room.
4. The capacity and type of accommodation of each room
5. Distance of all sleeping units from convention headquarters.
6. The number of dining rooms, restaurants, and eating places, with seating capacity of each.

After the invitations have been received, it shall be the duty of the District Governor in whose District the bidding city is located to investigate from all viewpoints the places extending the invitations and report his findings to the Council of Governors. In the event no invitations from places desiring to entertain the Convention four (4) years hence have been received at the time the Convention convenes, the names of cities able, ready, and willing may be presented to the Council Chairman or may be presented on the floor of the Convention.

A Registration Fee, the amount of which shall be set by the Council of Governors, with a recommendation from the Host Committee, shall be collected from each person registering at the State Convention. Said fee shall be collected by the Host Club under the supervision of the Council of Governors and shall be used only to defray State Convention expenses, as approved by the Council of Governors and provided at the State Convention.

**Section 2. OFFICIAL CALL.** The Council of Governors shall issue an official 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 3. 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,

provided that such convention site shall be located within the boundaries of the multiple district, 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 4. OFFICERS.** The members of the Council of Governors shall be the officers of the annual multiple district convention.

**Section 5. 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 6. 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 7. SERGEANT-AT-ARMS.** A convention sergeant-at-arms and such assistant sergeant-at-arms as it deems necessary shall be appointed by the Council of Governors.

**Section 8. 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.

**Section 9. 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.

**Section 10. POTENTIAL HOST CLUBS.** The State Secretary Treasurer will post a document defining the responsibilities and liabilities for clubs wishing to host an annual state convention prior to the notice for bids. On each potential host clubs bid they will acknowledge they are aware and accept the responsibilities and potential liabilities.

## **ARTICLE VII – STATE CONVENTION FUND**

**Section 1. STATE CONVENTION FUND TAX.** The Council of Governors shall, on the last day of October of each year, draw upon the Clubs of the State Organization for a per capita annual tax per member which shall be paid by the Clubs to the State Secretary/Treasurer, prior to January 1st next following; excepting new or reorganized Clubs organized subsequent to the beginning of each fiscal year, which Clubs shall pay prorated per capita tax, beginning the first day of the first month following the date of their reorganization or charter closing. Of the assessed per member tax, \$1.10 shall be included in the State Convention Fund. The fund so collected shall be used exclusively for defraying expenses of

multiple district conventions and shall be expended only by multiple district checks drawn and signed by the council secretary-treasurer and countersigned by the council chairperson or other duly authorized member of the Council of Governors.

**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 State Convention Fund and become available, exclusively, 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 – STATE ADMINISTRATION FUND**

**Section 1. MULTIPLE DISTRICT REVENUE.** To provide revenue to defray the administrative expenses of the multiple district state office, a portion of the per capita annual tax will be deposited in the State Administration Fund. Said tax shall be disbursed only for administrative expenses of the Lions of Virginia State Office and only upon approval by the Council of Governors. Disbursement therefrom shall be by checks drawn and signed by the council secretary-treasurer and countersigned by the council chairperson.

**Section 2. REMAINING FUNDS.** In any fiscal year, any balance remaining in the State Administration Fund after payment of all State Office administration expenses in that year shall remain in said State Administration Fund and become available for future state office 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 1<sup>st</sup> to June 30<sup>th</sup>.

**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 - AMENDMENTS**

**Section 1. AMENDING PROCEDURE.** These By Laws may be amended only at a multiple district convention, by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by the affirmative vote of a majority of the delegates present in person, registered, and voting on any question shall be the act of the convention of the delegates.

**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 district constitution and by-laws at the close of the convention.

**Section 3. PROPOSAL.** Any proposed amendment shall originate by Resolution from any one of the following:

- a. A Lions Club in good standing.
  - (1). A majority of the membership of a Lions Club must approve any proposed amendment that is submitted.
- b. Council of Governors.
- c. Constitution and By-Laws Committee

**(a) Submission.** Any proposed amendment shall first be submitted by written or electronic means to the Constitution and By-Laws Committee at least one hundred and twenty (120) days prior to the convening of the Annual State Convention,

**(b) 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.

**(c) Revision.** Any such amendment or revision presented and mailed out as above may be acted upon by said Convention in any modified, altered, or changed form that may result from discussion of the matter on the Convention floor; however, such modifications, alterations, or changes in form shall be germane and directly related to the proposed amendment for which notice has been given to the Lions Clubs in the Multiple District.

**Section 4. EFFECTIVE DATE.** Each amendment to this Constitution shall become effective July 1 next following the adjournment of the State Convention at which it is adopted, unless otherwise stated in the amendment, except that an amendment shall not be effective retroactively so as to be in effect prior to the voting to approve.

**Section 5. GRAMMATICAL CORRECTIONS.** The State Secretary-Treasurer, Lions of Virginia, Multiple District 24, is authorized to correct Article and Section designations, punctuation, and cross-references and to make such other technical and conforming changes as may be necessary to reflect the intent of the organization in connection with official business conducted at the Annual State Convention

## Lions Clubs International Code of Ethics

TO SHOW *my faith in the worthiness of my vocation by industrious application to the end that I may merit a reputation for quality of service.*

TO SEEK *success and to demand all fair remuneration or profit as my just due, but to accept no profit or success at the price of my own self-respect lost because of unfair advantage taken or because of questionable action on my part.*

TO REMEMBER *that in building up my own business it is not necessary to tear down another's; to be loyal to my clients or customers and true to myself.*

WHENEVER *a doubt arises as to the right or ethics of my position or action towards others, to resolve such doubt against myself.*

TO HOLD *friendship as an end and not a means. To hold that true friendship exists not on account of the service performed by one to another, but that true friendship demands nothing but accepts service in the spirit in which it is given.*

ALWAYS *to bear in mind my obligations as a citizen to my nation, my state and my community, and to give them my unswerving loyalty in word, act and deed. To give them freely of my time, labor, and means.*

TO AID *others by giving my sympathy to those in distress, my aid to the weak, and my substance to the needy.*

TO BE CAREFUL *with my criticism and liberal with my praise; to build up and not destroy.*