

# **INTERNATIONAL ASSOCIATION OF LIONS CLUBS**



## **DISTRICT A-2**

### **BY – LAW**

**APRIL 1<sup>ST</sup>. 2012**  
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# **BY-LAW**

## **ARTICLE I DISTRICT A-2 CONVENTION**

### **Section 1. COMMITTEE STRUCTURE**

To consist of the current District A-2 Governor, the current First and Second Vice District Governors, the immediate six Past District Governors and a representative of the District A-2 Lioness. The committee may be enlarged, for any given year, by appointments made by the District Governor.

The Committee's duties shall include, but are not limited to:

- (1) Implementation of the Convention Policy of District A-2;
- (2) Implementation of approved plans and procedures;
- (3) Fiscal responsibility.

### **Section 2. COMMITTEE POSITIONS OF RESPONSIBILITY**

- (1) CHAIRPERSON Appointed by the District Governor, usually the fourth senior P.D.G. on the Committee but the Governor may appoint any Lion from District A-2.
- (2) VICE – CHAIRPERSON Appointed by the Convention Chairperson, usually the third senior P.D.G. on the Convention Committee.
- (3) HOUSING AND REGISTRATION CHAIRPERSON Appointed by the Convention Chairperson, usually the second senior P.D.G. on the Convention Committee.
- (4) VOTING AND REGISTRATION CHAIRPERSON Appointed by the Convention Chairperson, usually the least senior P.D.G. on the Convention Committee.
- (5) MEMORIAL SERVICE CHAIRPERSON Appointed by the Convention Chairperson, usually the Second Vice District Governor.
- (6) PROTOCOL AIDE Appointed by the Convention Chairperson, usually the fifth senior P.D.G. on the Convention Committee, usually the P.D.G. leaving the Committee.
- (7) FIRST VICE DISTRICT GOVERNOR Appointed by the Convention Chairman to act as secretary for the Committee. To observe and become familiar with the committee's operation and help with assignments directed by the Convention Chairperson.
- (8) SECOND VICE DISTRICT GOVERNOR Appointed by the Convention Chairman to be in charge of display tables. To observe and

become familiar with the committee's operation and help with assignments directed by the Convention Chairperson.

- (9) LIONESSE REPRESENTATIVE Appointed by the District A-2 Lioness President. Responsible to ensure the Lioness program at the District Convention is organized and carried out.

### Section 3. **CONVENTION COMMITTEE GOALS**

To organize and operate an annual District Convention for the A-2 Lions Family and to operate the annual Convention at a reasonable profit and not under any circumstances incur a loss.

### Section 4. **TIMING OF THE CONVENTION**

The annual convention shall be held no earlier than the last weekend in March unless it is in conflict with Easter Sunday or if a suitable hotel is not available. If either occurs the date will be moved to accommodate the completion of the convention.

The District A-2 Convention must be concluded no less than 30 days prior to the convening of the Lions Clubs International Convention.

Both dates and location of the next convention will be decided by the Convention Committee after locating the best possible venue based on cost, suitability of location for the District's needs, availability, past experience and opinions expressed to the committee by the Lions Family of District A-2. Having already set a policy of having the District's Conventions booked two years in advance, the Vice-Chairperson and the Housing & Registration Chairperson should begin negotiating for the next annual convention site before January of the current Lions year.

### Section 5. **WHY A CONVENTION?**

The annual Convention known as the A-2 Friendship Convention is convened for the edification and enjoyment of the A-2 Lions, Lioness, Leos, their spouses, partners and families. All Lions, Lioness and Leos conduct business meetings, elections and other activities during the Convention separately and together as what we refer to as a "Lions Family".

## Section 6. **PROFITS OF THE CONVENTION**

Any profits from the District A-2 Friendship Convention shall be shared with the Lioness of District A-2. The amount will be based on the total of paid registrations attributed to the Lioness. This amount will not exceed 25% of the net total profits of the convention.

## Section 7. **POLICY AND PROCEDURE GUIDELINES**

The Committee shall follow the 'Lions District A-2 Friendship Convention Manual'.

## Section 8. **SERGEANT-AT-ARMS**

Convention Sergeant-at-Arms and assistant Sergeant-at Arms shall be appointed by the Convention Committee.

## Section 9. **CONVENTION CHANGES**

The District Governor and the Cabinet in conjunction with the Convention Committee shall retain and have power to change at any time, for good reason, the date or location of the District A-2 Convention, and neither the District Governor nor the District, nor any member of the District Cabinet shall incur any liability there from.

# **ARTICLE II MEETINGS**

## Section 1. **DISTRICT CABINET MEETINGS**

- (a) **Regular:** A regular Meeting of the Cabinet shall be held in each quarter of each fiscal year; the first of which shall be held not later than the 31<sup>st</sup>. of August. Ten (10) days written notice of meetings setting forth a date, time and place determined by the District Governor shall be given to each member of the Cabinet by the Cabinet Secretary.
- (b) **Special:** Special Meetings of the Cabinet may be called by the District Governor at his / her discretion, and shall be called upon written request made to the District Governor or the Cabinet Secretary by a majority of the elected members of Cabinet. No fewer than five (5) nor more than

twenty (20) days written (including letters, electronic mail, facsimile transmission, or cable) notice of special meetings, setting forth the purposes and a date, time and place determined by the District Governor, shall be given to each member of Cabinet by the Cabinet Secretary.

- (c) **Quorum and vote:** The attendance of a majority of the members of the Cabinet shall constitute a quorum for any meeting. In all such meetings, the voting privilege shall extend to the District Governor, the Immediate Past District Governor, First and Second Vice District Governors, the Region Chairpersons (if the position is utilized during the District Governor's term), Zone Chairpersons, Cabinet Secretary and Cabinet Treasurer. (The voting privilege may be extended to such other members of the District Cabinet as may be provided by the elected Cabinet.)

Minutes of all Cabinet meetings shall be distributed to all members of the District Cabinet.

## Section 2. **REGION AND ZONES**

The District Governor shall divide the District into Regions of no more than twenty (20) and no less than twelve (12) Lions Clubs, and each such Region into Zones of no more than twelve (12) and no less than six (6) Lions Clubs, subject to change by the District Governor, when in his / her sole discretion, he shall deem the same necessary to the best interest of the Association. Sixty (60) days written notice shall be given to each Lions Club affected, with the opportunity for each Lions Club to submit their view in writing to the District Governor. A vote shall be taken at the annual District Convention by the Delegates of the Lions Clubs affected for approval of changes. Any changes will take effect at the beginning of the next Lions year, with L.C.I. approval.

- (a) **Region Meetings.** Meetings of representatives of all Clubs in a Region, with the Region Chairpersons (if the position is utilized during the District Governor's term) or other District Cabinet member, as may be assigned by the District Governor, presiding, shall be held during the fiscal year at times and places fixed by the Region Chairperson of the each Region.
- (b) **Zone Meetings.** No less than three (3) meetings of representatives of all the Clubs in a Zone, with the Zone Chairperson presiding, shall be held during the fiscal year at times and place fixed by the Zone Chairperson.

## **ARTICLE III DISTRICT NOMINATIONS, ELECTIONS AND APPOINTMENTS**

### **Section 1. NOMINATING COMMITTEE**

The District Governor shall appoint by written notification, to be received at least sixty (60) days prior to the District A-2 Convention a Nominating Committee of not more than five (5) members, each of whom shall be a member in good standing of a different Lions Club in good standing in the District, and shall not at the time of their appointment hold any District or International office. At least one person shall be appointed from each Region.

### **Section 2. DISTRICT GOVERNOR ELECTION PROCEDURES**

Any qualified member of a Club in the District seeking the office of District Governor shall file their intention to do so in writing with the Nominating Committee at least thirty (30) days prior to the first day of its report to the Convention, and furnish evidence of compliance with the qualifications for said office set out in the International Constitution and By-Laws and the Multiple District "A" Constitution and By-Laws. The Nominating Committee shall report to the District Convention the name(s) of all candidate(s) so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate nominated from the floor shall be allowed one (1) nominating speech of no more than five (5) minutes duration, and one (1) seconding speech of no more than three (3) minutes duration.

### **Section 3. FIRST VICE DISTRICT GOVERNOR ELECTION PROCEDURES**

Any member of a Club in the District seeking the office of First Vice District Governor shall file their intention to do so in writing with the Nominating Committee at least thirty (30) days prior to the day of its report to the convention, and furnish evidence of compliance with the qualifications for said office set out in the International Constitution and By-Laws and the Multiple District "A" Constitution and By-Laws. The Nominating Committee shall place in the District Convention the name(s) of all candidate(s) so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate nominated from the floor shall



be allowed one (1) nominating speech of no more than five (5) minutes duration, and one (1) seconding speech of no more than three (3) minutes duration.

#### **Section 4. SECOND VICE DISTRICT GOVERNOR ELECTION PROCEDURE**

Any member of a Club in the District seeking the office of Second Vice District Governor shall file their intention to do so in writing with the Nominating Committee at least thirty (30) days prior to the day of its report to the convention, and furnish evidence of compliance with the qualification for said office set out in the International Constitution and By-Laws and the Multiple District "A" Constitution and By-Laws. The Nominating Committee shall place in the District Convention the name(s) of all candidate(s) so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate nominated from the floor shall be allowed one (1) nominating speech of no more than five (5) minutes duration, and one (1) seconding speech of no more than three (3) minutes duration.

#### **Section 5. ENDORSEMENT**

Candidates for all offices shall name the Club who have provided his / her endorsement. He / she shall furnish proof of this endorsement, which shall include:

- (a) The date of the Board of Directors Meeting and the General Meeting at which the endorsement was made;
- (b) The name of the Nominator and the Seconder;
- (c) The name of the Candidate and the office sought;
- (d) Said Candidate shall submit to the Governor, in writing, his / her acceptance of the nomination, and
- (e) All nominations must be received by the District Governor and the Nominating committee at least thirty (30) days prior to the day of its report to the convention.

All Lions Clubs in the Zone or Region shall be notified by the District Governor of all nominees as soon as nominations are closed.

## Section 6. **BALLOTS**

The election shall be by secret written ballot. When two or more candidates are placed in nomination, the candidate receiving the simple majority of votes cast shall be elected. If, on the first ballot, and subsequent ballots, no candidate receives a majority, the candidate or tied candidates receiving the lowest number of votes shall be eliminated and balloting shall continue until one (1) candidate receives a majority. In the case of a tie on any ballot, balloting shall continue on the tied candidates until one is elected. The successful candidate shall take office the day the International Convention closes.

## Section 7. **DISTRICT GOVERNOR VACANCY**

In the event 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, Cabinet Secretary, Cabinet Treasurer and the District Governor's Honorary Committee 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.

(See Exhibit A at the end of the District A-2 By-Laws.)

## Section 8. **FIRST AND SECOND VICE DISTRICT GOVERNOR AND OTHER VACANCIES**

Any vacancy in office except that of District Governor and First and/or Second Vice District Governor shall be filled by appointment by the District Governor for the unexpired term. In event of a vacancy arising in the office of First and/or Second Vice District Governor, the District Governor shall convene a meeting of the members of the existing Cabinet as provided for in the International Constitution and By-Laws and all Past International Officers who are members in good standing of a Chartered Lions Club in good standing in District A-2. It shall be the duty of the attendees at this meeting to elect a qualified Club Member as First and/or Second Vice District Governor for the remainder of the term. In filling said vacancy, it shall be the duty of the District Governor, or if not available, the most recent Past District Governor who is available, to send

out invitations to attend said meeting and it shall also be his/her responsibility to preside as Chairperson of the meeting. The Chairperson shall convey the results to the International Office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion qualified to vote shall be entitled to cast one (1) vote for a Lion of their choice.

#### **Section 9. REGION / ZONE CHAIRPERSON QUALIFICATIONS**

Each Region and Zone Chairperson shall:

- (a) Be an active member in good standing in their respective Region or Zone; and
- (b) Have served or will have served at the time of taking office as Region or Zone Chairperson as President of a Lions Club for a full term or major portion thereof, and a member of the Board of Directors of a Lions Club for no less than two (2) additional years.

#### **Section 10. REGION / ZONE CHAIRMAN VACANCY**

If any Region Chairperson or Zone Chairperson shall cease to be a member of a Club in the Region or Zone, as the case may be, in respect of which he was elected, his/her term of office shall thereon cease and the District Governor shall appoint a successor to fill said office. Provided, however, the District Governor, in his/her discretion may determine not to use the position of Region Chairperson, for the remainder of the term.

### **ARTICLE IV DUTIES OF DISTRICT OFFICERS / CABINET**

#### **Section 1. DISTRICT GOVERNOR**

As an International Officer of the Lions Club International and District A-2, and under the general supervision of the International Board of Directors, he/she shall represent the L.C.I. in his/her District. In addition, he/she shall be the Chief Administrative Office in his / her District and shall have direct supervision over the Region Chairpersons, the Zone Chairpersons, the Cabinet Secretary, Cabinet Treasurer and such other Cabinet Members as may be provided for in

this District and M.D.'A' Constitution and By-Laws. His/her specific responsibilities shall be to:

- (a) Further the Purposes of Lions Clubs International and District A-2;
- (b) Actively participate and inspire other District Officers to administer and promote effective membership growth and new club organization;
- (c) Actively participate and inspire other District Officers to administer and promote leadership development at the club and district levels;
- (d) Support and promote the Lions Club International Foundation;
- (e) Preside, when present, over the District Convention, Cabinet and other District meetings. During any period he/she is unable to so preside, the Presiding Officer at any such meeting shall be the First Vice District Governor, but if he/she is not available, the Second Vice District Governor, but if he/she is not available, District Officers chosen by the attending members shall preside;
- (f) Perform such other functions and acts as shall be required of him/her by the International Board of Directors.

## Section 2. **FIRST VICE DISTRICT GOVERNOR**

The First Vice District Governor, subject to the supervision and direction of the District Governor shall be Chief Administrative Assistant to the District Governor. His / her specific responsibilities shall be to:

- (a) Further the purpose of this Association; **(GMT Exhibit "B")**
- (b) Play an active role in membership development including extension of new clubs and leadership development with the District;
- (c) Become familiar with the duties of the District Governor so in the event of a vacancy in the office of District Governor, he/she will be better prepared to assume the duties and responsibilities of said office;
- (d) Perform such administrative duties as may be assigned to him/her by the District Governor;
- (e) Perform such functions and acts as may be required of him/her by the International Board of Directors and other directives;
- (f) Actively participate in all Cabinet meetings and conduct all meeting in the absence of the District governor;
- (g) Participate in M.D.'A' Council meeting as appropriate;
- (h) Participate in the preparation of the District budget;
- (i) Be activity engaged in all matters to be continued during the next year;

- (j) At the request of the District Governor, supervise appropriate District Committees and participate in the review of strengths and weaknesses of the Clubs of the District.

### Section 3. **SECOND VICE DISTRICT GOVERNOR**

The Second Vice District Governor, subject to the supervision and direction of the District Governor shall be Chief Administrative Assistant to the District Governor. His / her specific responsibilities shall be to:

- (a) Further the purpose of this Association; (**GLT Exhibit “B”**)
- (b) Actively participate and inspire other District Officers to administer and promote effective membership growth and new club organization;
- (c) Perform such duties as assigned by the District Governor, including assisting the District Retention Chairperson;
- (d) Perform such administrative duties as may be assigned to him/her by the District Governor;
- (e) Actively participate in all Cabinet meetings and conduct all meeting in the absence of the District Governor and First vice District Governor;
- (f) Participate in the preparation of the District budget;
- (g) Actively engage in all matters to be continued during the following year;
- (h) At the request of the District Governor, supervise appropriate District Committees and participate in the review of strengths and weaknesses of the District.

### Section 4. **CABINET SECRETARY – TREASURER**

They shall act under the supervision of the District Governor. Their specific responsibilities shall be to:

- (a) Further the Purpose of Lions Clubs International and District A-2;
- (b) Perform such duties as are implied by the title of said office, including but not limited to, the following:
  - (1) Keep an accurate record of the proceedings of all meetings of the Cabinet, and within five (5) days after each meeting forward copies of same to all members of the Cabinet, District Governor’s Honorary Committee, Multiple District ‘A’ Secretary and the office of Lions Clubs International.
  - (2) Make reports to the Cabinet as the District Governor or Cabinet may require.

- (3) Collect and issue receipts for all Per Capita levies, levied on members and Clubs in District A-2, deposit the same in such banks or banks as the District Governor shall determine and disburse same by order of the District Governor;
  - (4) Remit and pay over to the Multiple District "A" Council Secretary-Treasurer the Multiple District "A" Per Capita levies, if any, collected in District A-2, and secure a proper receipt;
  - (5) Keep accurate books and record of accounts, and minutes of all Cabinet and District Meetings, and permit inspection of the same by the District Governor, any Cabinet Member and any Club (or any authorized agent of any of them) at any reasonable time for any proper purpose. Upon direction of the District Governor or the Cabinet, he/she shall furnish any such books and records as requested to any auditor appointed by the District Governor;
  - (6) Secure a bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the District Governor;
  - (7) May sign notices and documents issued by District A-2;
  - (8) Make an annual report to the Cabinet at the next meeting immediately following the Annual District A-2 Convention, and such other reports at such other times as the District Governor or Cabinet may require.
- (c) Perform such other functions and acts as may be required of him by directives of the International Board of Directors.
  - (d) When separate offices of Cabinet Secretary and Cabinet Treasurer are adopted, the duties listed in (b) are to be attributed to each of the offices according to the nature of such duties.

## Section 5. **REGION CHAIRPERSONS**

(If the position is utilized during the District Governor's term). The Region Chairpersons subject to the supervision and direction of the District Governor, shall be the chief administrative officer in his/her Region. His/her specific responsibilities should be to:

- (a) Further the Purposes of this Association.
- (b) Supervise the activities of the Zone Chairpersons in his/her Region and such District Committee Chairpersons as may be assigned to him/her by the District Governor.

- (c) In coordination with the District GMT Coordinator, play an active role in organizing new Clubs and in strengthening weak Clubs.
- (d) Visit a regular meeting of each Club in his/her Region at least once during his/her term of office, reporting his/her findings to the District Governor, District GMT Coordinator and District GLT Coordinator.
- (e) Visit a regular Board of Directors meeting of each Club in his/her Region at least once during his/her term of office, reporting his/her findings to the District Governor, District GMT Coordinator and District GLT Coordinator.
- (f) Endeavour to have every Club in his/her Region operating under a duly adopted Club Constitution and Bylaws.
- (g) Promote the Club Excellence Process to the Clubs within the Region and work in concert with the District GMT Coordinator, the District GLT Coordinator and the District Governor Team to implement the program within the Region.
- (h) In coordination with the District GLT Coordinator, play an active role in supporting leadership initiatives by informing Lions within the Region about leadership development opportunities at the Zone, Region, District, or Multiple District.
- (i) Promote representation at International and District (Sub- and Multiple) Conventions by at least the full quota of delegates to which Clubs in his/her Region are entitled.
- (j) Carry out such official visitations to Club meetings and Charter nights as shall be assigned to him/her by the District Governor.
- (k) Perform such additional assignments as shall be given to him/her from time to time by the District Governor.

In addition, the Region Chairpersons shall perform such other functions and acts as may be required by the International Board of Directors through a Region Chairperson's manual and other directives.

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

## Section 6. **ZONE CHAIRPERSONS**

The Zone Chairpersons, subject to the supervision and direction of the District Governor and/or Region Chairpersons, shall be the chief administrative officer in his/her Zone. His/her specific responsibilities shall be to:

- (a) Further the Purposes of this Association.
- (b) Serve as Chairperson of the District Governor's Advisory Committee in his/her Zone and as such Chairperson to call regular meetings of said Committee.
- (c) Endeavour to include the District GMT Coordinator and the GLT Coordinator and the District Governor Team as special guests to a District Governor's Advisory Committee meeting to discuss needs related to membership and leadership development and how these teams and the District Governor Team may assist with membership and leadership development within the Zone.
- (d) Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to Lions Clubs International and to the District Governor, District GMT Coordinator and District GLT Coordinator and Region Chairperson.
- (e) Promote the Club Excellence Process to the clubs within the Zone and work in concert with the District GMT Coordinator, the District GLT Coordinator and the District Governor Team to implement the program within the Zone.
- (f) In coordination with the District GMT Coordinator, play an active role in organizing new Clubs and keep informed on the activities and well-being of all Clubs in his/her Zone.
- (g) In coordination with the District GLT Coordinator, play an active role in supporting leadership initiatives by informing Lions within the Zone about leadership development opportunities at the Zone, District, or Multiple District.
- (h) Represent each Club in his/her Zone in any problems with District, Multiple District Council Chairperson or Lions Clubs International.
- (i) Supervise the progress of District, Multiple District, and Lions Clubs International projects in his/her Zone.
- (j) Endeavour to have every Club within his/her Zone operating under a duly adopted Club Constitution and By-laws.
- (k) Promote representation at International and District (Sub- and Multiple) Conventions by at least the full quota of delegates to which Clubs in his/her Zone are entitled.



- (l) Visit a regular meeting of each Club in his/her Zone once or more during his/her term of office, reporting his/her findings to the Region Chairperson – particularly with respect to weaknesses he/she may have discovered (copy to District Governor, District GMT Coordinator and District GLT Coordinator).
- (m) Perform such other functions and acts as may be required of him/her by directives of the International Board of Directors.

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

## **Section 7. DISTRICT GOVERNOR'S CABINET**

The District Governor's Cabinet shall:

- (a) Assist the District Governor in the performance of his/her duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within District A-2;
- (b) Receive, from the Region Chairpersons or other assigned District Cabinet Members, reports and recommendations which concern the Clubs and Zones;
- (c) Supervise the collection of all Per Capita levies by the Cabinet Treasurer, designate a depository(s) for said funds and authorize the payments of all legitimate expenses pertaining to the administration of the affairs of the District;
- (d) Secure, set amounts of and approve the Surety Company issuing, the surety bond for the Cabinet Treasurer;
- (e) Secure, semi-annually or more frequently, District A-2 Financial Reports from the Cabinet Secretary and Cabinet Treasurer;
- (f) Provide for an audit or review of the books and accounts of the Cabinet Treasurer, and with the District Governor's approval, set up definite schedule of dates, times and places of Cabinet Meetings to be held during the fiscal year.

## **Section 8. SERGEANT-AT-ARMS**

The Sergeant-at-Arms shall maintain order and decorum at the District A-2 Convention and Meetings and perform such other duties as are incidental to the office under ROBERT'S RULES OF ORDER, as revised from time to time.

## **ARTICLE V DISTRICT COMMITTEES.**

### **Section 1. DISTRICT GOVERNOR'S ADVISORY COMMITTEE.**

In each Zone, the Zone Chairperson and the Presidents and Secretaries of the Clubs in the Zone shall compose a District Governor's Advisory Committee, with the Zone Chairperson as Chairperson. At a date, time and place called by the Zone Chairperson, this Committee shall hold a first meeting within ninety (90) days after the adjournment of each International Convention; a second meeting in the month of November and a third meeting in the month of January or February of the next year. It shall assist the Zone Chairperson in an advisory capacity, procure recommendations affecting the welfare of Lionism and the Clubs in the Zone, and relay the same through the Zone Chairperson to the District Governor and Cabinet.

### **Section 2. DISTRICT GOVERNOR'S HONORARY COMMITTEE**

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

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

### **Section 3. DISTRICT GOVERNOR'S CABINET COMMITTEE**

The District Governor may establish and appoint such other Committees and/or Chairpersons as he/she deems necessary and appropriate for the efficient operations of the District. Such Committee Chairpersons shall be non-voting members of the District Cabinet.

## **ARTICLE VI DISTRICT ADMINISTRATION FUND**

An Administrative Fund Budget shall be presented for approval at the first Cabinet Meeting to provide revenue to pay the administration expenses of District A-2.

### **Section 1. DISTRICT REVENUE**

To provide revenue to pay the administrative expenses of District A-2, an Annual District Administrative Fund Per Capita levy of \$6.00 is hereby levied upon each member of each Club in District A-2. All Lions Clubs in the District be billed by the Cabinet Treasurer on the first of September each year an assessment based on each Lions Clubs Membership submitted on its June monthly Membership and Activities reports. Said assessment shall be paid to the Cabinet Treasurer by each Club in District A-2, except Newly Chartered and Reorganized Clubs, which shall collect and pay said Per Capita assessment on a pro-rata basis from the first day of the second month following the date of their organization or reorganization, as the case may be. Any outstanding balance shall become subject to interest at the rate of 1%, calculated and payable monthly from the date of default. Said per capita assessment shall be disbursed for administrative expenses of District A-2 and only upon approval by the District Governor's Cabinet. Disbursement there from shall be by cheques drawn and signed by the Cabinet Treasurer and/or District Governor and/or District Secretary. The signing officers of the fund shall be any two of the Cabinet Secretary, Cabinet Treasurer, and the District A-2 Governor.

**ARTICLE VII**  
**NOMINATION AND ENDORSEMENT – INTERNATIONAL**  
**DIRECTOR AND SECOND VICE-PRESIDENT NOMINEES**

**Section 1. ENDORSEMENT PROCEDURE**

Subject to the provision of the International Constitution and By-Laws, any member of a Lions Club in the District seeking the endorsement of a District Convention as a candidate for the office of International Director or Second Vice-President shall:

- (a) Deliver (by mail or in person) written Notice of Intention to seek such endorsement to the District Governor and to the Multiple District to the Multiple District Council Secretary – Treasurer no less than 180 days prior to convening date of the District Convention 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 District Governor 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 endorsement, 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 Convention and District. In the event of a tie vote, or failure of one nominee to receive the required majority, on any ballot, balloting shall continue until one receives the required majority of the votes cast.

#### **Section 5. CERTIFICATION OF ENDORSEMENT**

Certification of Endorsement by the Convention shall be made in writing to the International Office by the District Secretary, and to the Multiple District to the Multiple District Council of Governors, in accordance with the requirements set forth, in the International Constitution and By-Laws.

#### **Section 6. VALIDITY**

No District endorsement of any candidacy of any member of a Lions Club in District A-2 shall be valid unless and until the provisions of this Article VII have been met.

#### **Section 7. INTERNATIONAL DUES LEVY**

The District International Dues Levy of \$1.00 per member per year which started in the Lions year 2009 – 2010 shall be continued to the end of the Lions year ending 2016. At the end of the year 2016 the levy shall be reconsidered. The fund created by the levy shall be available to help pay the expenses of any member of the District running for International Director or Vice-President.

## **ARTICLE VIII RULES OF PROCEDURE**

Except as otherwise specifically provided in the District's By-laws, or in the Rules of Order or Procedure adopted for a meeting, all questions of order or procedure in any District meeting or convention or any other meeting in the District including, without limitation, all meetings of the Cabinet, Regions, Zones and Club Members of any one of them shall be determined by ROBERT'S RULES OF ORDER, as amended from time to time.

## **ARTICLE IX MISCELLANEOUS**

### **Section 1. DISTRICT GOVERNOR EXPENSES – INTERNATIONAL CONVENTION**

Expenses of the District Governor, in connection with attending the International Convention at the end of his/her year as Governor, and that will not be a Lions Club International administration expense may be considered by the District Cabinet. Reimbursement for such expenses, if granted, shall be made on the same basis as outlined in the Rules of Audit of Lions Clubs International.

### **Section 2. FINANCIAL OBLIGATIONS**

The District Governor and Cabinet shall not incur obligations in any fiscal year, which will cause an unbalanced budget or deficit in said fiscal year.

### **Section 3. CABINET TREASURER / SECRETARY BOND**

The Cabinet Treasurer and authorized signatories shall be bonded in such amount and with such surety company as shall be approved by the District Governor's Cabinet and the cost of same shall be an administrative expense.

#### **Section 4. AUDIT OR REVIEW OF BOOKS**

The District Governor's Cabinet shall provide an annual or more frequent audit or review of the books and accounts of the Cabinet Treasurer and a Statement of the Financial Condition of the District shall be sent to Lions Club International and each club in the District at the close of the fiscal year by the Cabinet then in office.

#### **Section 5. COMPENSATION**

No officer shall receive any compensation for any service rendered to the District in his/her official capacity.

#### **Section 6. FISCAL YEAR**

The fiscal year of the District shall be from July 1<sup>st</sup>. to June 30<sup>th</sup>.

#### **Section 7. DISPUTE RESOLUTION**

The Clubs in the District shall pursue all complaints, disputes or claims according to the terms and conditions of rules or procedure adopted, from time-to-time, by the International Board of Directors.

#### **Section 8. GENDER DISCLAIMER**

Whenever the male gender or pronoun presently appears in this By-Law, it shall be interpreted to mean both male and female.

### **ARTICLE X POLICY / PROCEDURE MANUAL**

The District Cabinet, under the supervision of the First Vice District Governor, or if he/she is not available, the Second Vice District Governor shall formulate and publish a "District A-2 Policy and Procedures Manual" to establish suggested guidelines and procedures to direct, assist, and standardize the guidelines and procedures for District A-2 and the individual Lions Clubs of the said District. The procedure for amending the Policy and Procedures Manual will be to present changes to the District Cabinet that may be approved by a simple majority vote of Cabinet voting members.

Should the Policy and Procedures Manual or any amendments thereto be in conflict with the Constitution or By-Laws of the International Association of Lions clubs, Multiple District “A” or District A-2 then the provisions of their respective Constitutions and By-Laws shall govern and control.

## **ARTICLE XI AMENDMENTS**

### **Section 1. AMENDING PROCEDURE**

These By-Laws may be amended only at a District A-2 Convention, by resolution reported by the District Constitution and By-Laws committee and adopted by a majority of the votes cast. Provider further that, where mandatory amendments or repeals are required due to changes in the laws of the Province of Ontario and/or the Constitution or the By-Laws of Multiple District “A” and or Lions clubs International ( as amended from time to time), such amendments or repeals may be approved by a vote of not less than a majority of the members of voting Cabinet present at a regularly constituted meeting of Cabinet provided that each voting member shall have received at least five (5) days written notice, before the meeting, of such amendments or repeals. Such amendments or repeals shall become effective immediately and remain in effect only until the next A-2 Convention unless confirmed thereat by not less than a majority of votes cast.

### **Section 2. NOTICE**

No amendments to the By-Laws will be entertained by the Constitution and By-Laws Committee unless they have been previously approved by a majority vote at a Lions Club, Zone, Region or Cabinet Meeting. Such amendments are to be voted upon by the Delegates at the next District A-2 Convention.

Proposed amendments to the By-Laws shall be in writing and in the hands of the Cabinet Secretary not less than sixty (60) days prior to the date of the Convention.

No amendments shall be so reported or voted upon unless the same shall have been furnished in writing to each Club, in the District, no less than thirty (30)



days prior to the convening date of the District A-2 Annual Friendship Convention with notice that the same will be voted upon at said Convention.

### Section 3. **EFFECTIVE DATE**

Each amendment shall take effect at the close of the District A-2 Convention at which it is adopted unless otherwise specified in the amendment.

### Section 4. **AUTOMATIC UPDATES**

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

## **ARTICLE XII SPECIAL PROVISIONS**

These By-Laws shall take effect at the close of the District A-2 Convention at which the same is adopted by a majority of the votes cast.

This District Constitution & By-Laws shall govern District A-2 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 this District A-2 Constitution & By-Laws and that of the International Constitution & By-Laws, then the Lions Clubs International Constitution & By-Laws shall govern.

The District A-2 Constitution & By-Law Committee shall have the authority to review the provisions of the District A-2 Constitution & By-Law from time to time and to correct spelling, capitalization, grammar and typing errors and any such corrections shall be in full force and effect without further approval. Furthermore, any changes to the International Constitution & By-Laws shall be automatically updated in the District A-2 Constitution & By-Laws.

## **EXHIBIT "A"**

### **RULES OF PROCEDURE SPECIAL MEETING TO RECOMMEND A LION FOR APPOINTMENT AS DISTRICT GOVERNOR**

**RULE #1.** In the event a vacancy arises in the office of district Governor, it shall be the duty of the Immediate Past District Governor, or if not available the most recent Past District Governor who is available, upon notification from the International Office, to convene a meeting of the District Governor, Immediate Past Governor, First and Second Vice District Governor, the Region Chairpersons, Zone Chairpersons, Cabinet Secretary, Cabinet Treasurer and all Past District Governors who are members in good standing of a Chartered Lions Club in the District for the purpose of recommending a Lion for appointment by the International Board of Directors.

**RULE #2.** Written invitations to this meeting shall be sent as soon as possible so that the meeting is held within the required fifteen (15) days of receipt of notification. The Immediate Past District Governor, as the meeting's Chairperson, shall have the authority to select the meeting site, date and time. However, he/she shall use their best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time within the required fifteen (15) days.

**RULE #3.** The Chairperson shall maintain a written attendance roster.

**RULE #4.** Each Lion who is entitled to attend the meeting may take one nomination of his/her choice from the floor.

**RULE #5.** Each such Nominee shall be entitled to one seconding speech only, in his behalf of not more than three (3) minutes in duration, and may speak personally for five (5) additional minutes. When each Nominee has had an opportunity to present his/her remarks, the Chairperson shall declare the nominations closed. No additional nominations shall be accepted after the close of nominations.

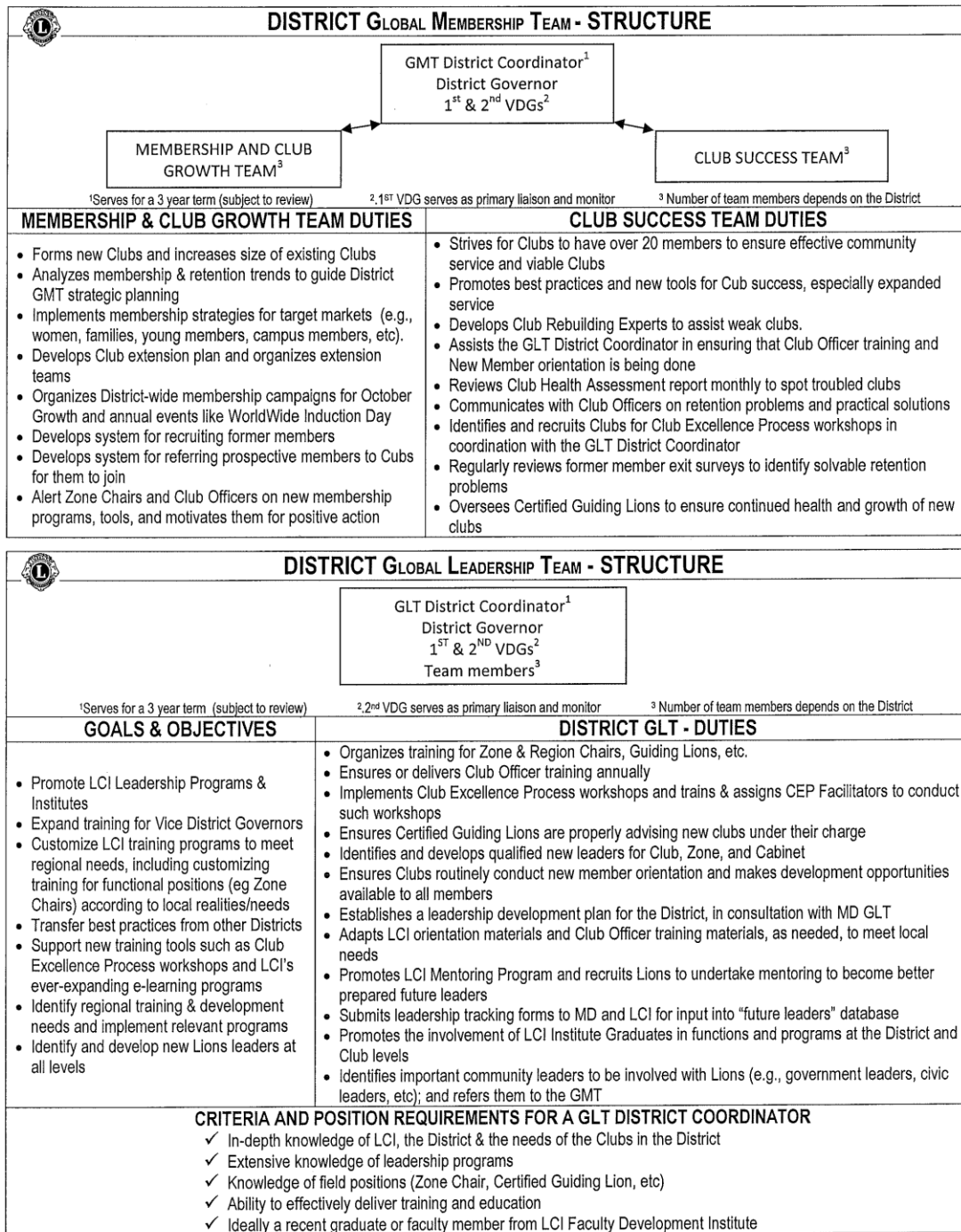
**RULE #6. Voting**

- (a) Voting will occur immediately after the close of nominations.
- (b) Voting will be by written ballot unless a majority of the members attending the meeting select another method.
- (c) The member shall indicate his/her vote by writing the name of his/her choice on the ballot. Any ballot containing votes for more than one Nominee shall be declared invalid.
- (d) A simple majority vote shall be necessary to recommend a member for appointment as District Governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place as outlined in By-Law Article III Section 5 until such time as one candidate secures a simple majority vote.

**RULE #7.** At the conclusion of the meeting, but in no event more than seven (7) days after the conclusion of the meeting, the Chairperson will forward a written report of the voting results to the International Office together with evidence of invitations sent and attendance at the meeting.

**RULE #8.** The International Board of Directors, pursuant to Article IX, Section 6 (a) and 6(d) of the International By-Laws shall consider, but is not bound by any recommendation resolved at this special meeting. The International Board of Directors reserves the right to appoint the recommended or any club Member as District Governor for the (remainder of the) term.

## EXHIBIT “B”



DGD October 15, 2010

## EXHIBIT "C"

### MEMBERSHIP CATEGORIES

Membership in a Lions Club shall be as follows:

1. **ACTIVE:** A member entitled to all rights and privileges and subject to all obligations which membership in a Lions Club confers or implies. Without limiting such rights and obligations, such rights shall include eligibility to seek, if otherwise qualified, any office in this Club, District or Association and the right to vote on all matters requiring a vote of the membership; and such obligation shall include regular attendance, prompt payment of dues, participation in Club activities and conduct reflecting a favourable image of this Lions Club in the community. As provided in the Family Membership Program criteria, qualifying family members shall be Active Members and be entitled to all rights and privileges thereof. As provided in the Student Member Program criteria, qualifying students, former Leo and young adult members shall be Active Members and entitled to all rights and privileges thereof.
2. **MEMBER-AT-LARGE:** A member of this Club, who has moved from the community, or because of health or other legitimate reason, is unable regularly attend Club meetings and desires to retain membership in this Club, and upon whom the Board of Directors of this Club desires to confer this status. The status shall be reviewed each six months by the Board of Directors of this Club. A Member-at-Large shall not be eligible to hold office or vote in District or International meetings or conventions, but shall pay such dues as the local Club may charge, which dues shall include District and International dues.
3. **HONORARY:** An individual, not a member of this Lions Club, having performed outstanding service for the community of this Lions Club, upon whom this Club desires to confer special distinction. This Club shall pay entrance fees and International and District dues on such a member, who may attend meetings, but shall not be entitled to any privileges of active membership.
4. **PRIVILEGED:** A member of this Club who has been a Lion fifteen or more years, who, because of illness, infirmities, advanced age or other legitimate reason, as determined by the Board of Directors of this Club, must relinquish his/her active status. A Privileged Member shall pay such dues as the local Club may charge, which dues shall include District and International dues. He/she shall have the right to vote and be entitled to all other privileges of membership except the right to hold Club, District or International office.

5. **LIFE MEMBER:** Any member of this Club who has maintained Active membership as a Lion for 20 or more years and has rendered outstanding service to this Club, his/her community, or this Association; or any member who is critically ill; or any member of this Club who has maintained such membership for 15 or more years and is at least 70 years of age may be granted Life Membership in this Club upon: (a) recommendation of this Club to the Association, (b) payment to the Association of US\$500.00, or its equivalent in the respective national currency, by this Club in lieu of all future dues to the Association, and (c) approval by the International Board of Directors. A Life Member shall have all privileges of active membership so long as he/she fulfils all obligations thereof. A Life Member who desires to relocate and receives an invitation to join another Lions Club shall automatically become Life Member of said Club. Nothing herein shall prevent this Club from charging a Life Member such dues as it shall deem proper. Former Lioness members, who are now Active members of their Lions Club on or before June 30, 2007, may apply all of their prior Lioness service toward Life membership eligibility. Lioness members who become Active members of a Lions club after June 30, 2007, will not be eligible for Lioness service credit for the purposes of Life membership eligibility.
6. **ASSOCIATE MEMBER:** A member who holds his/her primary membership in another Lions Club but maintains a resident or is employed in the community served by this Club. This status may be conferred by the invitation of the Board of Directors and shall be reviewed annually. The Club shall not report an Associate Member on its Membership Report. An Associate Member may be eligible to vote on Club matters, at meeting where he/she is present in person, but may not represent the Club as a delegate at District (single, sub-, provisional and/or multiple) or International conventions. He/she shall not be eligible to hold Club, District or International committee assignments through this Club. International and District (single, sub-, provisional, and/or multiple) dues shall not be assessed on an Associate; PROVIDED, however, nothing shall prevent this Club from assessing an Associate such dues as it shall deem proper.
7. **AFFILIATE MEMBER:** A quality individual of the community who currently is not able to fully participate as an Active member of the Club but desires to support the Club and its community service initiatives and be affiliated with the Club. This status may be conferred by the invitation of the Club's Board of Directors. An Affiliate Member may be eligible to vote on Club matters at meetings where he/she is present in person, but may not represent the Club as a delegate at District (single, sub, provisional, and/or multiple) or International conventions. He/she shall not be eligible to hold Club, District or International office, nor District, Multiple District or International committee assignment. An Affiliate Member shall be required to pay District, International and such dues as the local Club may charge.