

CONSTITUTION AND BY-LAWS



Massachusetts Multiple District 33
Lions Clubs International
May 2, 2016

Prepared by Constitution & By-Laws Committee 2015-2016

District 33Y
District 33A
District 33N
District 33K
District 33S

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AMENDMENT TABLE

Approval Date	Effective Date	Changes
May 2, 2015	May 2, 2015	Constitution: Updated approved per capita apportionment table in Section 1, Article VII, Council of Governors Funds
May 2, 2015	May 2, 2015	Constitution: Added Section 8, State Lions Programs & Projects Fund, to Article VII, Council of Governors Funds.
April 30, 2016	April 30, 2016	Constitution: Article V, Section 8, Deleted reference to Lazarus Committee and substitute Lion's Organ Donation Awareness Committee
April 30, 2016	April 30, 2016	By-Laws: Article II, Section 24, Deleted reference to Lazarus Committee and substitute Lion's Organ Donation Awareness Committee

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LIONS CLUB INTERNATIONAL

PURPOSES

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

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

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

TO PROMOTE the principles of good government and good citizenship.

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

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

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

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

VISION STATEMENT

TO BE the global leader in community and humanitarian service.

MISSION STATEMENT

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

CONSTITUTION

ARTICLE I

NAME

This organization shall be known as Massachusetts Multiple District 33, Lions Clubs International, hereinafter referred to as "State".

ARTICLE II

OBJECTS

SECTION 1

To provide this State with an efficient organization, headed by International's representatives — the district governors of the State—for the express purpose of advancing Lionism and providing proper administration throughout the State.

SECTION 2

The Massachusetts Lions Eye Research Fund, Inc. is the primary State project in which members of Lions clubs in Massachusetts are asked to participate.

ARTICLE III

MEMBERSHIP AND UNIFORM

SECTION 1

The members of this organization shall consist of all Lions clubs, in good standing, in the Commonwealth of Massachusetts duly chartered by Lions Clubs International, hereinafter referred to as "International". This State shall consist of five (5) districts, the boundary lines of which are set by the Council of Governors. Said districts are as follows: Y-A-N-K-S, as shown on the map as approved by the Council of Governors.

SECTION 2

The official State uniform shall consist of a burgundy jacket, black pants or skirt (white shall be used June 1st through August 31st), white dress shirt and a black tie. A "Massachusetts" patch shall be centered at the top edge of the left breast pocket. An officer insignia, denoting the highest achieved office, shall be located immediately above the "Massachusetts" patch. An embroidered deluxe Lions emblem shall be centered on the breast pocket just below the "Massachusetts" patch.

A black tri-corn hat with gold trim shall be added for parades.

A short-sleeve burgundy polo shirt may be substituted for the burgundy jacket in warm weather climates for parade use at the district governors' discretion. The polo shirt shall have a Lions International logo on the left breast pocket. The Lions International logo shall have "Massachusetts" centered over it and MD33 under it.

The back of the shirt shall have a tracing of the State, with a picture of the tri-corn hat overlaid

on the tracing and the word "Massachusetts" printed above the tracing and the words "MD 33" printed below the tracing. All logos, tracings and wording shall be in gold.

A burgundy vest of an approved design will be available for Massachusetts Lions to wear at conventions, conferences and forums.

ARTICLE IV

STATE OFFICERS

The officers of the State shall be the district governors of the State.

ARTICLE V

STATE ORGANIZATION

SECTION 1

There shall be a State Council of Governors composed of all district governors in the State plus a council chairperson, a council treasurer and a council secretary as voting members. The council chairperson, council treasurer and council secretary all shall be past district governors.

The council secretary shall be elected annually in the sub-district rotational system of Y, A, N, K & S by the Lions of Massachusetts from the district with the pending vacancy. Said council secretary shall automatically succeed to the office of council treasurer, then to council chairperson in the following two (2) consecutive fiscal years. Said council secretary, and all the past council officers, shall be ineligible for any future election /appointments to council secretary and/or council treasurer.

In the event a vacancy occurs during an officer's term, the incumbent district governor from the predecessor's district shall appoint a successor. Notwithstanding the foregoing restrictions, a past council officer may be appointed to complete the balance of any term due to a vacancy in the office of council chairperson. Council officers may be removed by majority vote of the council for incompetence or insubordination.

The vice-chairperson shall be the incumbent district governor from the district having this vacancy in the established succession enumerated in this section.

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 2

A majority of the members of the Council of Governors shall constitute a quorum.

SECTION 3

a. Each State committee, constituted by Sections 4, 5, 6, 7, 8, 11, 12 and 13 of this Article V, shall have one (1) representative from each sub-district, appointed on the established rotating basis of Y, A, N, K & S by the incoming district governor of the sub-district having

the vacancy. Each appointee shall serve for a period of five (5) years.

b. Each State committee, constituted by Sections 9, 14, 15 and 17 of this Article V shall have one (1) representative from each sub-district, and a chairperson. The representatives from each sub- district will be appointed on the established rotating basis of Y, A, N, K & S by the incoming district governor of the sub-district having the vacancy. Each appointee shall serve for a period of five (5) years. The chairperson will be appointed by the Council for a three (3) year term.

c. Each State committee, (except the Global Membership Team and the Global Leadership Team) constituted in a. above shall have as their chairperson, the appointee or the successor, as provided in Article V, Section 3 f. & 3 g. who is serving during the 5th year of this appointment. In the event the appointee, for sufficient reasons will not serve as chairperson, said committee shall elect one of its own to serve as chairperson. Serving as such substitute chairperson shall not deny the right to serve as chairperson during the 5th year of his/her appointment.

d. All State committees shall consist of qualified Lions unless restricted to past district governors. A lion is considered qualified if the district governor making the appointment deems that the individual has the skills and experience required for the particular committee responsibilities.

e. The following committees shall consist of past district governors when available, otherwise qualified Lions may be appointed: State Convention, International Convention, Constitution, By- Laws, Resolutions and Rules Committee, and Long-Range Planning.

f. In case of a vacancy in any of the appointed State committees, the district governor in whose district the vacancy occurred shall appoint a qualified Lion from his/her district to that committee to serve out the unexpired term.

g. A qualified Lion appointed to fill a vacancy on a committee shall in no way be prevented from being eligible to again serve on the same committee for a fully appointed term of five (5) continuous years.

h. All funds received by each committee will be used for the specific purpose of that committee. In the event that a committee ceases to exist see Article VII, section 3, for final disbursement of any funds left in the account.

SECTION 4

There shall be a ***State Convention Committee***.

SECTION 5

a. There shall be an ***International Convention Committee***.

b. There shall be an ***International Convention Pin Design Committee***.

SECTION 6

There shall be a ***Constitution, By-Laws, Resolutions and Rules Committee***.

SECTION 7

There shall be a ***Long-Range Planning Committee***.

SECTION 8

There shall be a **Lion's Organ Donation Awareness Committee**.

SECTION 9

There shall be a **State Global Membership Team** consisting of a Multiple District Global Membership Coordinator, appointed by the Council of Governors for a three (3) year term, and the Global Membership Team Coordinator from each of the sub-districts.

SECTION 10

There shall be a **State parliamentarian**. The Council of Governors shall appoint a state parliamentarian and an alternate parliamentarian who shall not concurrently serve as the chairperson of the Constitution, By-Laws, Resolutions and Rules Committee.

SECTION 11

There shall be a **State Band Committee**.

SECTION 12

There shall be a **State Youth Exchange Committee**.

SECTION 13

There shall be a **State Youth Speech Competition Committee**.

SECTION 14

There shall be a **State Global Leadership Team** consisting of the Council Chair, the MD Global Leadership Team Coordinator, appointed by the Council of Governors for a three (3) year term, and up to 3 qualified Lions from the sub-districts.

SECTION 15

There shall be a **Massachusetts State Flag Committee**.

SECTION 16

There shall be a **LCIF Multiple District Coordinator** (LCIF MDC) appointed by the LCIF Board of Trustees for a four year term. The MDC reports to the LCIF Chairperson and LCIF Development Advisory Committee (DAC). The MDC will identify and recruit one Lion in each sub-district (Y, A, N, K & S) to serve a four year term as LCIF District Coordinator (in consultation with each sub-district District Governor) on the LCIF District Coordinator Team. These appointments shall be reviewed on a yearly basis.

SECTION 17

There shall be a **Multiple District State Lions Eye Health Program (LEHP) Committee** consisting of one (1) qualified Lion from each sub-district. Notwithstanding Article V, Sections 3a and 3b, and in order to establish a sub-district rotational basis, commencing in the fiscal year 2003-2004 appointments to the committee from Districts S, Y, A, N, and K shall be for 1, 2, 3, 4 and 5 year(s) respectively.

SECTION 18

There shall be an **Information & Technology Committee**.

SECTION 19

There shall be a **Criminal Offender Records Information Committee** (CORI Committee) consisting of two qualified Lions appointed by the Council of Governors to serve for a period of three (3) years with confirmation by each Council of Governors during the term of each committee member.

SECTION 20

There shall be a council bookkeeper. He/she shall be appointed by the Council of Governors for a period of five (5) years with confirmation each year by the current Council of Governors and is not a member of the Council of Governors.

SECTION 21

There shall be a *Massachusetts Leo Clubs Committee*.

ARTICLE VI

STATE CONVENTION AND DISTRICT CONFERENCES

SECTION 1

A State convention shall be held annually which shall conclude at least thirty (30) days prior to the convening date of the annual International convention.

SECTION 2

The Council of Governors shall have the supervision over all phases of the State convention; shall have complete charge of the State convention administrative fund and shall disburse same in payment of State convention administrative expenses as approved by the Council of Governors. A State convention registration fee of no more than five dollars (\$5) a person is payable by all in attendance at said State convention.

SECTION 3

The members of the Council of Governors shall be the officers of the annual State convention.

SECTION 4

A meeting of each district in the State shall be held at the State convention, at which nominations for district governor, first vice district governor and second vice district governor shall be presented and immediately followed by the election of a district governor, a first vice district governor and a second vice district governor .

SECTION 5

a. 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 (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.

b. Each present district governor and each present and past international director who is an active member in good standing of a chartered Lions club, shall be an accredited delegate to their State convention, but shall not be included in the delegate quota of their club for any such convention.

SECTION 6

A minimum of twenty-five (25) certified delegates in attendance with representation from each district shall constitute a quorum at any business session of the convention duly called by the Council of Governors.

SECTION 7

a. The chairperson of the Council of Governors shall receive all invitations in writing from convention sites desiring to entertain the convention two years hence and copies of such invitations shall forthwith be provided by the council chairperson for review by the Council of Governors. All invitations must be in the hands of such chairperson at least ten (10) days prior to the convention at which the site is to be selected for two (2) years hence, and shall state what housing and other facilities will be available for the convention and shall certify the dates available. The council chairperson shall present to the delegates at the convention at which the site is to be selected by a quorum vote of the delegates for the convention two (2) years hence, the names of the sites from which invitations have been received and which are able, ready and willing to entertain the convention. In the event no invitations from qualified sites desiring to entertain the convention two (2) years hence have been received at the time the convention convenes, the names of the sites able, ready and willing may be presented to the convention chairperson prior to the last session of the convention at which the site is to be selected and by him/her presented to the delegates.

b. The Council of Governors shall retain, and have, the absolute power to change at any time, for good and sufficient reason, the site date or place of holding the State convention. 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.

SECTION 8

a. Within sixty (60) days after the close of each district and State convention, the council secretary thereof shall transmit one (1) copy of the complete proceedings thereof to the International office, and one (1) copy to each district governor. Upon written request from any club in the respective district a copy shall be furnished to said club.

b. The State Convention Committee may provide a stenographer to record minutes of all proceedings of the State convention business sessions.

SECTION 9

It shall be the duty of each district governor and his/her cabinet to arrange for a district conference, to be held at a place designated by each district governor and said conference shall take place between October 1st and March 1st of each year as said district governor shall deem advisable.

ARTICLE VII

COUNCIL OF GOVERNORS FUNDS

SECTION 1

In order to provide the Council of Governors with revenue to defray expenses of the annual State convention, International convention, and Council of Governors expenses an annual per capita rate of \$3.00 shall be levied upon each member in the State, said tax to be apportioned to the administrative accounts as follows:

State convention expense	\$1.0000
International convention expense	\$0.7500
State Council expense	\$0.2900
Global Membership	\$0.2625
Long Range Planning	\$0.0100
State Band Committee	\$0.0150
State Youth Exchange	\$0.0500
Global Leadership	\$0.2500
Lions Eye Health Program	\$0.0200
Information & Technology Committee	\$0.1475
State Leos Committee	\$0.0200
State Lions Programs and Projects	\$0.1850
Total	\$3.0000

A financial accounting report for each fund category shall be made at the annual state convention.

Said tax is to be paid in advance by each club in the State, except new and reorganized clubs, in two (2) semi-annual payments as follows:

\$1.50 per Member on July 1st and January 1st of each year to cover the semi-annual period based on the Membership of each club, as shown by its membership report of June 30th and December 31st respectively. Said billing shall be made by each district cabinet secretary-treasurer on an official form from International; one (1) copy thereof shall be delivered to the State council secretary, one (1) copy thereof shall be delivered each club in the district, and one (1) copy thereof shall be delivered to the district governor. This tax shall be paid by July 10th and January 10th respectively, by the various clubs in each district of the State to the State council secretary for recording and the State council secretary shall in turn deliver such funds to the State council treasurer. Such funds shall be used exclusively for defraying the expenses for which they were collected and shall not be used for any other purpose.

They shall be expended only for such disbursements as approved by the Council of Governors, on warrants, and the checks drawn shall be signed by the council treasurer and then countersigned by either the council chairperson or the council vice-chairperson.

Any club which is chartered or reorganized in a current fiscal year shall collect any said per capita tax for said fiscal year on a pro rata basis from the first of the second month following the date of its organization or reorganization, as the case may be.

No life member shall be included in the computation of the per capita tax to be paid by any club to the State council or shall be included in the computation of the per capita tax to be paid by any club to the State council.

Whereas, semi-annual, international, multiple district and district per capita taxes [dues] are billed on July 1 and January 1 as assessed on the membership data contained in the records of Lions Clubs International as of June 30 and December 31, a full six [6] months credit will

be issued on dropped members reported thirty [30] days after the Semi Annual Membership Per Capita Tax Assessment, provided the membership reports are on record with the International Headquarters of Lions Clubs International no later than July 31 or January 31 of the respective billing period.

SECTION 2

a. The Council of Governors shall not incur expenses in excess of the aforementioned administrative account as per capita revenue based on the semi-annual billings, plus any balances transferred from previous administrations.

b. All committees and programs that are allocated administrative funds shall present to the Council of Governors, by August 31st, a budget for the current fiscal year.

c. The outgoing Council of Governors shall have a joint meeting with the newly elected Council of Governors within twenty-one (21) days after the closing of the International convention, for the purpose of final settlement of any accounts of the outgoing administration. The incumbent Council of Governors chairperson will call and chair this phase of the meeting.

SECTION 3

Any principle balance remaining in each such administrative account after payment of all ordinary budget expenses shall be retained by the Council of Governors treasurer for disbursement on order of the Council of Governors for extraordinary expenses in each such account. If a committee ceases to exist or it has been determined that excess funds have accumulated in an account, the Council of Governors may make a proposal, for a vote at the next State Convention, to reallocate said funds. The reallocated funds would not be available until the next fiscal year.

SECTION 4

The council treasurer and council vice-chairperson shall be required to make bond in such amount and with such sureties as shall be approved by the Council of Governors.

SECTION 5

The Council of Governors shall appoint an individual, who shall be a Public Accountant or a Certified Public Accountant, to audit or review the books of the council treasurer covering the current fiscal year of the State. The council secretary then in office shall send, within sixty (60) days, after the close of a fiscal year one (1) copy of a detailed report of this audit or review for said fiscal year to the International office, district governors and the club secretaries in the multiple district.

SECTION 6

There shall be a Massachusetts Lions International Campaign Fund to help finance the future campaigning for higher elected office in Lions Club International of any Massachusetts Lion who has been endorsed by the delegates to a State convention. This fund shall be continued by transferring into it fifty (50) percent of the excess, if any, of income (not including balances carried forward from any previous fiscal year) over expenses attributable to the current fiscal year of the International convention account as of sixty (60) days after the close of the International convention or of the fiscal year just concluded, whichever comes later. The amount transferred shall not be included as an item of expense of the International convention account. Said transfer shall be treated as a bookkeeping adjustment after incurred expenses have been deducted from gross income for the fiscal

year just concluded. Any tail twister funds collected at State conventions will be added to this fund. Said funds shall be handled by the council treasurer. The money will be drawn only by a vote of the Council of Governors or their appointed committees.

SECTION 7

a. There may be a Second Vice-President Campaign Fund for three consecutive fiscal years. The funds for this campaign may be raised by a voluntary contribution from each member of this State in an amount not to exceed five dollars (\$5) per member per annum. Said contribution shall be requested in advance by the respective cabinet secretary-treasurers in conjunction with the two (2) semi-annual billings contained in Article VII, Section 1 of the State Constitution. The council secretary shall record and maintain by club such collected contributions and shall in turn deliver such funds to the council treasurer for transfer to the Second Vice-President Campaign Fund treasurer.

b. Any unexpended funds accruing to this account shall be returned to the clubs pro rata based on their cumulative contributions according to the records maintained by the respective council secretaries of the above fiscal years.

SECTION 8

There may be a State Lions Programs and Projects Fund.

This fund may be supported through an apportionment of the multiple district council of governors funds. These funds are to be managed under the discretion of the Council of Governors for the expressed purpose of supporting state programs, projects and initiatives related to the missions of the Lions of Massachusetts.

The State Council, State Convention Committee, International Convention Committee, International Campaign Fund and International Vice President Campaign Fund are not considered state programs, projects or initiatives for the purposes of this fund.

ARTICLE VIII

DISTRICT OFFICERS

SECTION 1

The officers of each district shall be the district governor, who shall be the presiding officer; the first vice district governor, the second vice district governor, the cabinet secretary-treasurer; the region chairpersons (optional), the zone chairpersons, the presidents and secretaries of each club in the district; and, the immediate past district governor. Each respective district governor shall have the authority to determine whether the position of region chairperson will be utilized during his/her term. If not utilized, the position of region chairperson shall remain vacant during said district governor's term and in addition all other references in this State's Constitution and By-Laws to the position and the duties of region chairperson and creation of region(s) shall also be inoperative.

SECTION 2

The district governor, the first vice district governor, and the second vice district governor of each district shall be elected at the annual State convention and shall take office in conformity with and under Constitution and By-Laws as now or hereinafter in force as adopted by Lions Clubs International.

SECTION 3

The district governor shall appoint, by the time he/she is officially in office, one (1) region chairperson (optional) in each region and one (1) zone chairperson in each zone.

SECTION 4

Each officer appointed by the district governor shall be a member in good standing of a chartered Lions club in good standing within the district.

SECTION 5

In the event of a vacancy in the district governor's cabinet, or in any office except that of a district governor or a club president or a club secretary, the district governor shall have the power to fill such vacancy for the unexpired term thereof except as pertains to the first and second vice district governors as covered in By Laws Article I, Section 7.

SECTION 6

In the event any region chairperson or zone chairperson shall, during the term of his/her office, transfer his/her club membership into a region or zone other than the one from which he/she was appointed, the term of office of such chairperson shall terminate immediately and his/her successor for the remaining term shall be appointed by the district governor.

SECTION 7

There shall be no salary paid to any officer of any district in this State; nor shall any officer of this State be paid a salary.

ARTICLE IX

DISTRICT GOVERNOR'S CABINET

SECTION 1

There shall be a district governor's cabinet in each district comprised of the district governor as its presiding officer, the first and second vice district governors, the region chairpersons (optional), the zone chairpersons, the cabinet secretary-treasurer or cabinet secretary and cabinet treasurer and the immediate past district governor.

SECTION 2

The district governor shall appoint a cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer who shall be a member(s) in good standing of a club within the district.

SECTION 3

A majority of the district governor's cabinet shall constitute a quorum. Cabinet members (as defined by Section 1 of Article IX of the State Constitution) may cast no more than one (1) vote on any question and the act of a majority of the quorum present and voting at any meeting of the cabinet shall be the act and decision of the entire district governor's cabinet.

SECTION 4

a. The district governor shall call at least one regular meeting of the district governor's cabinet each quarter during the year, and the first of these meetings shall be held within thirty (30) days after the adjournment of the preceding International convention. Ten (10) days written notice of meetings of the district governor's cabinet shall be given each member by the cabinet secretary-treasurer.

b. Special meetings of the district governor's cabinet may be called by the district governor at his/her discretion or shall be called upon written request made either to the district

governor or the cabinet secretary-treasurer by a majority of the members of the cabinet. Not less than five (5) days and not more than ten (10) days written notice of special meetings of the district governor's cabinet shall be given to each member by the cabinet secretary-treasurer.

ARTICLE X

DISTRICT ORGANIZATION

SECTION 1

Each district shall be divided by its district governor into regions, due regard having been given to the geographic locations of the clubs, and shall be subject to change by the district governor as is deemed necessary for the best interests of Lionism and the individual Lions clubs.

SECTION 2

Each region shall be divided by the district governor into zones, due regard having been given to the geographical locations of the clubs, and shall be subject to change by the district governor as is deemed necessary for the best interests of Lionism and the individual Lions clubs.

SECTION 3

All newly elected club officers shall be installed by one of the following:

- (1) Present or past International officers,
- (2) District governors-elect, and first and second vice district governors-elect,
- (3) Cabinet secretary-treasurers,
- (4) Region chairperson,
- (5) Zone chairperson.

If none of the above are available, past officers of the club may install newly elected officers.

Note: (district governors and first and second vice district governors are International officers. Past district governors are past International officers.)

ARTICLE XI

DISTRICT GOVERNOR'S ADVISORY COMMITTEE

SECTION 1

There shall be a District Governor's Advisory Committee in each zone composed of the zone chairperson and the presidents and secretaries of the clubs in the zone. The zone chairperson shall be the chairperson of this committee.

SECTION 2

The zone chairperson in each particular zone shall call and conduct no fewer than three (3), preferably four (4) meetings of this District Governor's Advisory Committee during the year. The first of these meetings shall be held within sixty (60) days after the adjournment of the preceding International convention; the second in the month of November; the third in the month of February or March; and the fourth approximately thirty (30) days prior to the State convention.

ARTICLE XII

DISTRICT GOVERNOR'S HONORARY COMMITTEE

SECTION 1

There may be in each district a District Governor's Honorary Committee. The membership of this committee shall consist chiefly of past international officers, past international directors, and past district governors within the district; said membership of this committee shall be appointed by the district governor. The immediate past district governor may be the chairperson of this committee.

SECTION 2

The District Governor's Honorary Committee shall meet when and as called upon by the district governor to do so.

ARTICLE XIII

DISTRICT REVENUE

SECTION 1

To provide revenue to defray the administration expenses and mid-winter conference expenses of each district, an annual per capita district administration tax of \$7.50 including mid-winter conference expenses of 50 cents shall be levied upon each member in each district, and shall be paid in advance by each club in the district in two (2) semi-annual payments as follows: \$3.75 per member on July 1st of each year to cover the semi-annual period from July 1st to December 31st, and \$3.75 per member on January 1st of each year to cover the semi-annual period from January 1st to June 30th: billing of the same to be based upon the roster of each club as of the last day of June and the last day of December, respectively. Said tax shall be collected from each club by the cabinet secretary-treasurer or cabinet treasurer of the district of which the club is a member, excepting new and reorganized clubs, which clubs shall pay prorated per capita tax beginning the first day of the second month following the date of the organization. No life member shall be included in the computations of the per capita tax to be paid by any club to the district dues.

Whereas, semi-annual, international, multiple district and district per capita taxes [dues] are billed on July 1 and January 1 as assessed on the membership data contained in the records of Lions Clubs International as of June 30 and December 31, a full six [6] months credit will be issued on dropped members reported thirty [30] days after the Semi Annual Membership Per Capita Tax Assessment, provided the membership reports are on record with the International Headquarters of Lions Clubs International no later than July 31 or January 31 of the respective billing period.

SECTION 2

Said per capita tax collected in each district shall become and remain as funds of said district and shall be disbursed for administration expenses only of the district as are approved by the district governor's cabinet. Payments out of said District Administration Fund shall be by checks drawn and signed by the cabinet secretary-treasurer, cabinet treasurer or the district governor.

SECTION 3

Expenses of the outgoing district governor, in connection with his/her attending the International convention, shall be considered a district administration expense; and he/she

shall be paid an amount of money equal to the amount paid by Lions International to the district governor-elect, but in no event shall said sum exceed \$250 in any year.

SECTION 4

The district governor and his/her cabinet shall not incur expenses in excess of the anticipated income from the annual per capita District Administration Fund tax based on the semi-annual billings.

SECTION 5

The district governor and the cabinet secretary-treasurer or cabinet treasurer shall be required to make bond in such amount as shall be approved by the district governor's cabinet.

SECTION 6

Each district governor shall appoint an individual, who shall be a Public Accountant or a Certified Public Accountant, to audit or review the books of his/her cabinet secretary-treasurer. The cabinet secretary-treasurer or cabinet treasurer then in office shall send, within sixty (60) days of the close of the previous fiscal year, one (1) copy of a detailed report of this audit or review to the International office, district governor and the club secretaries of his/her district.

ARTICLE XIV

MULTIPLE DISTRICT DISPUTE RESOLUTION PROCEDURE

To conform the MD 33 Constitution to Lions Clubs International multiple district constitution effective July 8, 2011.

SECTION 1

DISPUTES SUBJECT TO PROCEDURE. All disputes relative to membership, club boundaries, or interpretation, breach of, or application of the multiple district constitution and by-laws, or any policy or procedure adopted from time to time by the multiple district Council of Governors, or any other internal Lions multiple district matter that cannot be satisfactorily resolved through other means, arising between any clubs or sub-districts in the multiple district, or any club(s) or sub-district(s) and the multiple district administration, shall be settled by the following dispute resolution procedure. Except as otherwise provided herein, any time limits specified in this procedure may be shortened or extended by the multiple district council chairperson, or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer, conciliators or the International Board of Directors (or its designee) upon a showing of good cause. All parties to any dispute subject to this procedure shall not pursue administrative or judicial actions during this dispute resolution process.

SECTION 2

COMPLAINTS AND FILING FEE. Any Lions club in good standing or sub-district within the association (the "complainant") may file a written request with the council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer, (a "complaint"), with a copy to the Legal Division, asking that dispute resolution take place under this procedure. The complaint must be filed within thirty (30) days after the complainant(s) knew or should have known of the occurrence of the event upon which the complaint is based. The complainant(s) must submit minutes signed by the

club or cabinet secretary certifying that a resolution in support of filing the complaint has been adopted by a majority of the entire membership of the club or district cabinet. A copy of the complaint shall be sent to the respondent(s).

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

SECTION 3

RESPONSE TO COMPLAINT. The respondent(s) to the complaint may file a written response to the complaint with the council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer, within ten (10) days of receiving notice of the complaint. A copy of the response shall be sent to the complainant(s).

SECTION 4

CONFIDENTIALITY. Once a complaint has been filed, communications between the complainant(s), respondent(s), council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer, and conciliators should be kept confidential to the extent possible.

SECTION 5

SELECTION OF CONCILATORS. Within fifteen (15) days of filing the complaint, each party to the dispute shall select one (1) neutral conciliator, who shall be a past district governor, preferably a past council chairperson, who is currently a member in good standing of a club in good standing, other than a club which is a party to the dispute, in the multiple district in which the dispute arises, and shall be impartial on the matter in dispute and without loyalties to any party to the dispute. The selected conciliators shall select one (1) neutral conciliator who will serve as chairperson, and who shall be a past international director and is currently a member in good standing of a club in good standing in the multiple district in which the dispute arises, other than a club which is a party to the dispute, and shall be impartial on the matter in dispute, and without loyalties to any party to the dispute. In the event there is no neutral past international director who may be selected from within the multiple district in

which the dispute arises, the selected conciliators may select one (1) neutral conciliator/chairperson who shall be a past international director and is a member of a club in good standing outside the respective multiple district. The selected conciliators' decision relative to the selection of the conciliator/chairperson shall be final and binding. Upon completion of the selection process, the conciliators shall be deemed appointed with all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure.

In the event the selected conciliators cannot agree on the selection of the conciliator/chairperson within fifteen (15) days, then the selected conciliators shall be automatically deemed to have resigned for administrative reasons and the parties must select new conciliators ("the second team of selected conciliators") who shall then select one (1) neutral conciliator/chairperson in accordance with the selection procedures and requirements described above. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within the multiple district in which the dispute arises, the selected conciliators may select one (1) neutral conciliator/chairperson who shall be a past international director and is a member of a club in good standing outside the respective multiple district. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within or outside the multiple district in which the dispute arises, then the past international director who most recently served on the International Board of Directors from within the multiple district in which the dispute arises or from an adjacent multiple district, whichever is closer in proximity, shall be appointed as conciliator/chairperson. The time limits in this Section 5 may not be shortened or extended by the multiple district council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer, or the conciliators.

SECTION 6

CONCILIATION MEETING & DECISION OF CONCILIATORS. Upon being appointed, the conciliators shall arrange a meeting of the parties for the purpose of conciliating the dispute. The meeting shall be scheduled within thirty (30) days of the appointment of the conciliators. The objective of the conciliators shall be to find a prompt and amicable resolution to the dispute. If such conciliation efforts are unsuccessful, the conciliators shall have the authority to issue their decision relative to the dispute. The conciliators shall issue their decision in writing no later than thirty (30) days after the date on which the initial meeting of the parties was held, and the decision shall be final and binding on all parties. The written decision shall be signed by all the conciliators, with the dissent of any conciliator properly noted, and a copy of the written decision shall be provided to all parties, the multiple district council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer, the multiple district Council of Governors and, upon request, to the Legal Division of Lions Clubs International. The decision of the conciliators must be consistent with any applicable provisions of the International, Multiple District and District Constitutions and By-Laws and policies of the International Board of Directors, and is subject to the authority of and further review by the International Board of Directors at the sole discretion of the International Board of Directors or its designee.

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

ARTICLE XV

ADOPTION

This Constitution and By-Laws shall become in full force and effect when it has been adopted by a majority affirmative vote of the registered delegates present and voting at a duly scheduled meeting held at the State convention subject to approval by International.

ARTICLE XVI

AMENDMENTS

SECTION 1

This Constitution can be amended only at the State convention by resolution reported by the committee on Constitution and By-Laws and Resolutions at such annual meeting and adopted by an affirmative vote of a majority of the certified delegates present in person and voting at a duly scheduled meeting at the State convention.

SECTION 2

Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

SECTION 3

Annual amendments approved at State Convention shall be posted on the MD33 website within 60 days of their effective dates per section 2. An updated Constitution and By-laws shall be posted within 90 days of the effective date.

BY-LAWS

ARTICLE I

DISTRICT NOMINATIONS AND ELECTIONS

SECTION 1

Each district governor shall appoint, and they shall receive notification of their appointment at least sixty (60) days prior to the annual State convention, a Nominating Committee of not more than five (5) members who shall each be an active member in good standing of a chartered Lions club in his/her district, and shall not at the time of their appointment hold any state, district or International office.

SECTION 2

The name of the members of this committee, with their addresses, shall be sent to all clubs in the respective district at least forty-five (45) days prior to the annual State convention.

SECTION 3

The Nominating Committee shall receive at least thirty (30) days before the annual State convention the written nomination of any candidate for district governor, first vice district governor, second vice district governor, and council secretary if applicable for that district.

A. A Candidate for district governor shall:

- (1) Be an active member in good standing of a chartered Lions club in his/her district.
- (2) Have secured the endorsement of his/her club or the majority of the clubs in his/her district.
- (3) Have served or will have served at the time he/she takes office:
 - a. As president of a Lions club for a full term or a major portion thereof and a member of the Board of Directors for no less than two (2) additional years.
 - b. As zone chairperson or region chairperson or cabinet secretary and/or treasurer for a full term or major portion thereof.
 - c. As first vice district governor for a full term or major portion thereof provided, however, that in the event the incumbent first vice district governor does not stand for election as district governor, any club member who fulfills the qualifications of Article IX, Section 6, subsection (c) of the Constitution and By-laws of Lions Clubs International as revised July 8, 2011 and who is currently serving or who has served one (1) additional year as a member of the district cabinet shall also be an eligible candidate.

None of the above requirements may be accomplished concurrently.

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

- (1) Be an active member in good standing of a chartered Lions club in good standing in his/her district.
- (2) Secure the endorsement of his/her club or a majority of the clubs in the district.
- (3) Currently be serving as the second vice district governor within the district from which he/she is to be elected.
- (4) No first vice district governor may succeed himself or herself in office.

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

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

- (1) Be an active member in good standing of a chartered Lions club in good standing in his/her district.
- (2) Secure the endorsement of his/her club or a majority of the clubs in the district.
- (3) Have served or will have served at the time he/she takes office as second vice district governor:
 - a. As president of a Lions club for a full term or major portion thereof, and a member of the Board of Directors of a Lions club for no less than two (2) years; and
 - b. As zone chairperson or region chairperson or cabinet secretary and/or treasurer for a full term of major portion thereof.
 - c. With none of the above being accomplished concurrently.

SECTION 4

Each Nomination Committee shall prepare and mail a list of the names of those nominated to each Club President in the respective districts at least twenty (20) days before the annual State convention. Each Nomination Committee shall report at the annual State convention the names of the nominees that have qualified, and shall be allowed a reasonable time to present the report of the Committee. Nominations shall not be made from the floor of the convention except as hereinafter provided: if no nominations have been filed prior to the Convention in compliance with this section, or through the death, withdrawal or incapacity of a sole nominee, there is no candidate, then the Nominating Committee shall, prior to the annual State convention, nominate one (1) or more candidates, and nominations may be made from the floor.

SECTION 5

Nomination speeches for district governor, the first vice district governor, and the second vice district governor, and council secretary if applicable, shall be limited to one (1) for each candidate of not over five (5) minutes duration, one (1) seconding speech for each candidate of not over three (3) minutes duration.

SECTION 6

The election, which shall be held separately by each district, shall be by written ballot and the candidate receiving a majority of the votes cast in each district shall be declared elected district governor, first vice district governor and second vice district governor thereof. In an election for district governor, first vice district governor or second vice district governor results in a tie vote the election shall be resolved before the close of the election meeting as follows: Immediately, a second paper ballot shall be cast. In the event of a second tie, the District Nominating Committee shall prepare lots and the candidates receiving the tie votes shall cast lots before the committee within one half hour after the election shall have been declared a tie.

If any such candidate shall fail to appear within said one half hour, a member of the

committee shall cast a lot for him/her. The candidate to whom the lot shall fall shall be declared elected. The type lot to be cast shall be determined by the committee. The ballot for the election of each district governor and first and second vice district governors shall be separate from all other matters voted on at the convention.

SECTION 7

A. In the event a vacancy occurs in the office of district governor under these By-Laws or the constitution, the first vice district governor shall act as district governor and shall perform the duties of, and have the same authority as, the district governor until such time as said vacancy is filled by the International Board of Directors for the remainder of the term as provided for by Article IX, Section 6, subsection (e) of the Constitution and By-laws of Lions Clubs International as revised July 8, 2011.

It is encouraged that the first vice district governor fulfill his/her full term of office and other qualified Lions be considered for filling a vacancy in the office of district governor.

B. In event of a vacancy arising in the office of first or second vice district governor, the district governor shall call and chair a meeting to be held within fifteen (15) days of said vacancy. Invited to said meeting are all members of the existing cabinet (as designated in ARTICLE IX, Section 1 of the State Constitution) and all past international presidents, past international directors, and past district governors residing in the respective district. Each Lion who is entitled to attend and is present at said meeting shall be entitled to cast one (1) vote for the Lion of his/her choice for appointment to the office of first or second vice district governor within fifteen (15) days following said vacancy. The chairperson shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance.

In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of the first or second vice district governor, he/she must:

- (a) Be an active member in good standing of a chartered Lions club in good standing in his/her single sub-district.
- (b) Have served or will have served at the time he/she takes office as first or second vice district governor:
 - (i) As officer of a Lions club for a full term or major portion thereof; and
 - (ii) As a member of the district cabinet for a full term or major portion thereof.
 - (iii) With none of the above being accomplished concurrently.

ARTICLE II

DUTIES

SECTION 1

The **Council of Governors** is the deliberating and assisting body in the formulation of administration plans and policies affecting the State. It shall make all contracts and approve all bills relating to State administration accounts expenses.

SECTION 2

Council Chairperson. The council chairperson shall prepare the agendas and preside at all

Council of Governors meetings. He/she shall also preside at all business meetings at the State convention with the exception of the single district meetings. In the absence of the council chairperson, the council vice-chairperson shall preside.

SECTION 3

Council Treasurer. The council treasurer shall have control of disbursements and receipts subject to the supervision of the Council of Governors, as regards to State Administrative Funds, which are turned over to him/her by the council secretary, and all checks drawn by the council treasurer against State Administrative Funds shall be approved by the council vice-chairperson. He/she shall deposit all monies received by him/her in such bank, or banks, as may be designated by the Council of Governors, and shall disburse the same by order of said Council. His/her accounts, books, and records shall, at all times be open to the inspection of the Council of Governors and any auditors named by the Council. He/she shall supervise the council bookkeeper in maintaining the books and records of the Council of Governors. The expenses of administering all of the state accounts shall be apportioned equally to all accounts.

SECTION 4

Council Secretary. The council secretary shall keep an accurate record of the proceedings of all meetings of the Council of Governors, and shall within ten (10) days after each meeting forward copies of the minutes to all members of the Council of Governors, and the office of Lions International. In the event that there may not be a stenographer provided at the State convention, the council secretary will record the minutes of the State convention.

He/she shall prepare a five (5) year chart detailing by, district, and the future State vacancies as enumerated in Article V of the State Constitution. Copies shall be presented to the incumbent vice district governors at a council meeting prior to October 1. A copy shall be filed with the minutes of said meeting. He/she shall assist the Council of Governors in conducting the business of the State, and shall perform such duties as are specified in this Constitution and By-Laws, or as may be assigned to him/her from time to time by the Council of Governors.

SECTION 5

District Governor. Under the general supervision of the International Board of Directors, he/she shall represent the association in his/her district. In addition, he/she shall be the chief administrative officer in his/her district and shall have direct supervision over the first and second vice district governor, region chairpersons, the zone chairpersons, the cabinet secretary-treasurer and such other cabinet members as may be provided for in the district. His/her specific responsibilities shall be to:

- (a) Oversee the Global Membership Team at the district level and administer and promote membership growth and new club development.
- (b) Oversee the Global Leadership Team at the district level and administer and promote leadership development at the club and district levels.
- (c) Promote the Lions Clubs International Foundation and all service activities of the association.
- (d) Preside, when present, over cabinet, convention 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 or second vice district governor, but if he/she is not available, the district officer chosen by the attending members shall preside.

- (e) Promote harmony among the chartered Lions clubs.
- (f) Exercise such supervision and authority over cabinet officers and district committee appointees as is provided in this constitution.
- (g) Ensure that each Lions club in the district be visited by the district governor or other district officer once every year to facilitate successful administration of the club, and that the visiting officer submit a visitation report to the International Headquarters for each visit.
- (h) Submit a current itemized statement of total district receipts and expenditures to his/her district convention or annual meeting of his/her district at a multiple district convention.
- (i) Deliver, in a timely manner, at the conclusion of his/her term in office, the general and /or financial accounts, funds and records of the district to his/her successor in office.
- (j) Report to Lions Clubs International all known violations of the use of the association's name and emblem.
- (k) Perform such other functions and acts as shall be required of him/her by the International Board of Directors through the District Governor's Manual and other directives.

SECTION 6

A. First Vice District Governor. The first vice district governor, subject to the supervision and direction of the district governor, shall be the chief administrative assistant to the district governor. His/her specific responsibilities shall be, but not limited, to:

1. Further the purposes of this association;
2. Perform such administrative duties assigned by the district governor;
3. Perform such other functions and acts required by the International Board of Directors;
4. Participate in the cabinet meetings, and conduct meetings in the absence of the district governor, and participate in council meetings as appropriate;
5. Assist the district governor in the review of the strengths and weaknesses of the clubs in the district, identifying the existing and potential weak clubs and establishing plans to strengthen them;
6. Conduct club visitation as the representative of the district governor when requested by the district governor;
7. Serve as the District Governor Team liaison between the District Global Membership Team, working as an active member of the District Global Membership Team along with the District Governor, Second Vice District Governor and other Global Membership Team members to establish and implement a district-wide plan for membership growth;
8. Work with the District Governor, Second Vice District Governor, and the Global Leadership Team to develop and implement a district-wide plan for leadership development;
9. Work with the District Convention Committee and assist the committee to plan and conduct the annual district mid-winter conference and assist the district governor to organize and promote other events within the district;

10. At the request of the district governor, supervise other district committees;
11. Participate in the planning of the next year including the district budget;
12. Familiarize himself/herself with the duties of the district governor so that, in the event of a vacancy in the office of the district governor, he/she would be better prepared to assume the duties and responsibilities of said office as the acting district governor until the vacancy is filled according to by-laws and rules of procedure adopted by the International Board of Directors.

B. Second Vice District Governor. The second vice district governor, subject to the supervision and direction of the district governor, shall be an assistant in the administration of the district, and representative of the district governor. His/her specific responsibilities shall be, but limited, to:

1. Further the purposes of this association;
2. Perform such administrative duties assigned by the district governor;
3. Perform such other functions and acts required by the International Board of Directors;
4. Participate in the cabinet meetings, and conduct meetings in the absence of the district governor and first vice district governor, and participate in council meetings as appropriate;
5. Familiarize himself/herself with the health and status of the clubs in the district, review the monthly financial report and assist the district governor and first vice district governor in identifying and strengthening the existing and potential weak clubs;
6. Conduct club visitation, as the representative of the district governor, when requested by the district governor;
7. Assist the district governor and first vice district governor in planning and conducting the annual district mid-winter conference;
8. Serve as the District Governor Team liaison between the District Global Leadership Team, working as an active member of the District Global Leadership Team along with the District Governor, First Vice District Governor and other Global Leadership Team members to establish and implement a district-wide plan for leadership development plan;
9. Work with the District Governor, First Vice District Governor, and the Global Membership Team to development and implement a district-wide plan for membership growth;
10. Work with the District LCIF Coordinator and assist the committee to achieve the goals of the year through regular distribution of LCIF information and materials to increase understanding and support of LCIF;
11. Work with the District Information Technology Committee, or similar committee, to promote the use of the association's web site and the internet among clubs and members to obtain information, file reports, purchase club supplies, etc.;
12. At the request of the district governor, supervise other district committees;
13. Assist the district governor, first vice district governor, and the cabinet in planning of the next year, including the district budget;
14. Familiarize himself/herself with the duties of the district governor so that, in the event of a vacancy in the offices of the district governor and first vice

district governor, he/she would be better prepared to assume the duties and responsibilities of said offices as the acting district governor or acting first vice district governor until the vacancies are filled according to by-laws and rules of procedure adopted by the International Board of Directors.

SECTION 7

Cabinet Secretary-Treasurer. Under the supervision and direction of the district governor and his/her cabinet, the cabinet secretary-treasurer or cabinet secretary shall keep an accurate record

of the proceedings of all meetings of the cabinet, and shall within ten (10) days after each meeting, forward copies of the same to all members of the cabinet and the office of International. He/she shall also keep an accurate record of the proceedings of the district meetings held during the State convention. He/she shall assist the district governor and the cabinet in conducting the business of the district, and shall perform such duties as are specified or implied in the Constitution, and By-Laws of this organization, or may be assigned to him/her from time to time by the cabinet. He/she shall sign all notices and documents issued by the district, keep the accounts, receive all monies paid to the district, and shall make an annual report to the cabinet at the meeting of the cabinet immediately preceding the State convention, and at such other times as the said cabinet may require. He/she shall deposit all monies received by him/her in such bank, or banks, as may be designated by the cabinet and shall disburse the same by order of said cabinet. His/her accounts, books and records shall at all times be open to the inspection of the cabinet, the district governor, and any auditors named by the district governor. He/she shall give bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the cabinet.

SECTION 8

Region Chairperson (if the position is utilized during the district governor's term). The region chairperson, 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 the 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 Global Membership Team (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 Global Leadership Team (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) Endeavor to have every club in his/her region operating under a duly adopted club constitution and by-laws.
- (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 region, district, or multiple district levels.

- (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 him/her from time to time by the district governor.

SECTION 9

Zone Chairperson. The zone chairperson, subject to the supervision and direction of the district governor and/or region chairperson, shall be the chief administrative officer of his/her zone. His/her specific responsibilities shall be to:

- (a) Further the purposes of the 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) Endeavor 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 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 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 levels.
- (h) Represent each club in his/her zone in any problems with district, multiple district council chairperson or Lions Clubs International.
- (i) Supervise progress of district, multiple district, and Lions Clubs International projects in his/her zone.
- (j) Endeavor 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. Copies of such reports shall be sent to the 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.

SECTION 10

District Governor's Cabinet. The district governor's cabinet is the deliberating and assisting body to the district governor in the formulation of administrative plans and policies affecting the welfare of Lionism within the district. It shall serve in an advisory and administrative capacity. Through the region chairperson, it shall receive reports and recommendations which emanate from and concern the clubs in zones in the respective regions of the region chairperson. It shall supervise the collection of all stipulated per capita tax pertaining to the district and it shall designate a depository for all said funds. It shall authorize the payment, out of the funds of the district of all legitimate expenses pertaining to the administration of the affairs of the district. It shall set the amount of corporate surety bond for the cabinet secretary-treasurer or cabinet treasurer and shall approve the surety company with which he/she shall be bonded. It shall demand and receive from the cabinet secretary-treasurer or cabinet treasurer financial reports semi-annually or more frequently if necessary. It shall make provisions for an audit or review at the end of the fiscal year, of the books and accounts of the cabinet secretary-treasurer or cabinet treasurer, a copy of the audit or review shall be mailed to the district governor, all voting cabinet members, the office of Lions International, and published in the State annual report. It shall receive such other reports from the cabinet secretary-treasurer or cabinet treasurer, as are found necessary from time to time. At the first meeting of this cabinet, there shall be agreed upon a definite schedule of cabinet meetings to be held during the year, and in so far as possible, definite dates and places for each meeting.

SECTION 11

District Governor's Advisory Committee. This committee is an advisory body from the zone to the district governor and his/her cabinet, and it represents all the clubs in the zone in this capacity. It shall serve in an advisory and administrative capacity only. From the club presidents and secretaries, which club officers with the zone chairperson constitute its membership, this committee shall receive recommendations affecting the welfare of Lionism and the clubs in the zone. It shall relay to the district governor and his/her cabinet, through its region chairperson information and recommendations affecting the welfare of Lionism in its zone, its region, and the district. It shall hold at least three (3) and preferably four (4) meetings during the year. It shall assist the zone chairperson in his/her endeavor to have every club within the zone operating efficiently under the International Standard Constitution and By-Laws. It shall promote attendance from the clubs in the zone at the annual State convention and International convention. It shall assist the zone chairperson in promoting, among the clubs of the zone, interclub meetings (meetings of Lions clubs with other Lions clubs) and such other social functions as golf, bowling, and softball tournaments; banquets and anniversary celebrations; special functions such as meetings in observance of district governor week, honoring of Key Members, Monarchs, etc., installation of officers, induction of new members, guest nights, outings, and other similar functions.

SECTION 12

District Governor's Honorary Committee. The chief mission of this committee shall be to promote harmony throughout the district. In this connection, the members of this committee shall be known as "ambassadors of good will". The members of this committee shall attend meetings of the district governor's cabinet when and as called upon by the district governor to do so; and the chairperson may be an ex-officio member of the district governor's cabinet. The official actions of this committee or of its members shall be under the supervision of the

district governor.

SECTION 13

Master and Assistant Sergeant-at-Arms. The master and assistant sergeant-at-arms shall be responsible for the maintenance of proper order and decorum at the annual State convention and shall perform such other duties as are incident to that office.

SECTION 14

State Convention Committee. This committee shall manage the annual State convention under the supervision of the Council of Governors. It shall coordinate the appointment by the Council

of Governors of the following State convention sub-committees and appointees: Multiple District Nomination and Endorsement Committee for International Office, as needed; Necrology Ceremony; Tail Twisters; Registration and/or Host Club(s). A master-at-arms and such sergeant-at-arms as are deemed necessary shall be appointed. Except for the Registration and Host Club Committees, each sub-district shall have at least one (1) representative. Nothing herein will supersede any authority delegated to the district governors by the State and/or International Constitutions and By-Laws.

SECTION 15

International Convention Committee. The duties of the International Convention Committee shall be the management of the State's participation at the annual International convention under the supervision of the Council of Governors. The committee shall negotiate and contract all arrangements and complete all plans necessary or desirable for the International convention prior to the date of the State convention, subject to the approval of the Council of Governors, and shall report such plans annually to the delegates assembled at the State convention. The current committee shall be authorized to report such planning for the current and next ensuing conventions. Nothing in this section will supersede any authority delegated to the district governors by the State and International Constitutions.

SECTION 16

International Convention Pin Design Committee. The duties of the International Convention Pin Design Committee shall be to design an international convention pin for the State each year, said design or designs shall be submitted to the International Conventional Committee on or before November 1st of that year for submitting to the Council of Governor's for their approval. Any Lion wishing to submit a pin design shall do so on or before October 1st to the Pin Design Committee, or take any action relative thereof.

SECTION 17

Long-Range Planning Committee. This committee will analyze and determine existing and apparent future problems and promulgate and present recommendations concerning solutions thereto that will provide for the smooth operation and increased growth of Lionism in Massachusetts. This committee will develop and present to the Council of Governors, not later than February 15th of each year, their short and long-range proposals and plans for implementation of these proposals. These concepts and methodologies will be finalized through meetings with the Council of Governors and with other interested Lions, individually or in groups.

SECTION 18

State Global Membership Team It shall be the responsibility of this team, under the direction of the Council of Governors, to develop and execute plans for conducting membership growth and development programs within the individual clubs and sub- districts. Such plans will include the feasibility of an annual seminar on membership growth and development for club presidents, club membership chairperson and sub-district Global Membership Team Coordinator. It shall also be the responsibility of this committee to provide leadership and direction, and assistance as appropriate at sub-district and club levels to enhance the growth of Lionism in the State of Massachusetts.

SECTION 19

Necrology Committee. Shall formulate a program for an appropriate memorial service at the State convention for all departed Lions during the current year.

SECTION 20

The Constitution, By-Laws, Resolution and Rules Committee. It shall examine the Constitution and By-Laws of the State each year. It shall propose amendments and corrections in concert with the Council of Governors. In addition, it shall review resolutions for proposed amendments which have been submitted to the committee in the form of a written petition:

- (a) from any club in good standing in the State approved by its members or directors and so certified by the club secretary or
- (b) from a minimum of any fifteen (15) members in good standing. Each signatory to said petition(s) must identify their district and club and the petition(s) shall be submitted to this committee's chairperson not less than ninety (90) days prior to the opening of the State convention.

The committee may, with the consent of the interested parties, attempt to reconcile conflicting views, clarify confusing wording, eliminate excess verbiage and generally assist the Council of Governors in order to arrange such resolutions and any other State convention business.

The committee may make "housekeeping" changes to the articles and sections of the Constitution and By-Laws such as formatting to more logical locations; renumbering for purposes of order and continuity; and any other changes to conform to any revisions made to the International Constitution and By-Laws. No such "housekeeping" shall change the substance and intent of any provisions of the Constitution and By- Laws of the State and International. It shall formulate a set of rules to be adopted by the delegates as the rules of procedure of the State convention. None of these rules shall be in conflict with the State Constitution and By- Laws.

The committee shall report its doings to the Council of Governors not less than sixty (60) days before the opening of the State convention and at other times as requested by the Council of Governors. The Council of Governors shall not less than forty-five (45) days prior to the opening of the State convention cause to be delivered or mailed to each club of the State copies of the proposed rules, resolutions and amendments.

SECTION 21

State Band Committee. It may, under the direction of the Council of Governors, plan and execute the formation of a state band which may perform at the State convention and other functions.

It may appoint a staff, as deemed necessary, to raise funds for planning arrangements, rehearsals, trips and other activities. In the absence of appointing a staff the committee may elect to directly perform these duties or utilize other means. The committee shall submit a budget and make financial reports to the Council of Governors.

SECTION 22

State Youth Speech Competition Committee. It shall be the responsibility of this committee, under the direction of the Council of Governors, to plan and execute the final competition at the State convention. Furthermore, it is suggested that the appointee of the State committee be a member of the sub-district committee and thereby be continually informed and take part in the planning and execution of the individual sub-district finals which are held at the mid-winter conferences.

- a. Funding for the State finals program will be apportioned equally to each participating sub-district.
- b. Funds shall be used for educational awards; printing of rules, regulations subject title; flyers and promotional material; plaques and certificates of appreciation and postage relating to the state competition.
- c. At the beginning of each fiscal year, the committee will supply a budget to the Council of Governors.

Within thirty (30) days from the close of the State convention, the committee will supply a report to the Council of Governors.

SECTION 23

State Global Leadership Team. It shall assist in promoting the development of club, sub-district and multiple district leadership under the direction of the State Council of Governors. It shall design, organize and assist in conducting leadership development seminars, workshops and forums. An operational training manual(s) shall be developed, updated and distributed to all successor coordinators. It shall further assist the Council of Governors in establishing effective and centralized leadership within the multiple and sub-districts. Expenses shall be limited to the purchase, development and production of training materials.

SECTION 24

Lion's Organ Donation Awareness Committee. It shall be the responsibility of this committee to increase the public awareness of the need for donated organs, bone marrow and tissues for transplant and study, and to reduce the fears and misconceptions of the donation process. It shall promote the increase in the availability of donated organs. It shall further promote the image of Lionism by making this a program of high visibility and ascribed value to the public.

SECTION 25

LCIF Coordinator. The duties and responsibilities of the Multiple District 33 State Lions Club International Foundation Coordinator shall be consistent with those contained in the Lions Club International Foundation Guidebook for Multiple District Coordinator, Roles and Responsibilities. In addition, the LCIF MDC shall report the progress of the LCIF District Coordinator Team in meeting LCIF goals on a regular basis and submit a report of activities to the Council of Governors at least annually at the request of the Council of Governors.

SECTION 26

Massachusetts State Flag Committee: It shall be the responsibility of this committee under the direction of the Council of Governors to purchase, maintain and store all International & State Flags and flag related equipment which constitute the Massachusetts State Flag Program. The committee shall make available and assist in the delivery of flags to a sanctioned or sponsored Lions event. The committee is responsible for the proper maintenance of all flags and related equipment.

SECTION 27

Lions Eye Health Program Committee (LEHP). It shall be the responsibility of this Committee under the direction of the Council of Governors to make available resources of information to the clubs so the clubs may distribute literature, videos and other regarding eye health, prevention and care of eye diseases to the citizens of their communities especially those most at risk.

SECTION 28

Information and Technology Committee: It shall be the responsibility of this Committee, under the direction of the Council of Governors, to create and maintain the Massachusetts Multiple District 33 web site and other electronic social media. The Committee shall enhance the ability to disseminate information regarding Lions events and activities that is deemed appropriate to be provided to the general public. Through the MD33 web site the Committee shall provide a resource that provides timely communication to and among the 5 districts of MD33.

SECTION 29

The Criminal Offender Records Information Committee (CORI Committee). It shall receive CORI certification applications from Lions, non-Lion volunteers, and chaperones primarily engaged in providing Lion activities and Lion programs to children age eighteen (18) years or younger. The committee shall submit the CORI certification applications to the Criminal History Systems Board and report a recommendation, based on those findings as outlined in the policy manual to the party or parties involved. The committee shall comply with any and all Federal and State Laws that are associated with the process.

SECTION 30

Council Bookkeeper. The council bookkeeper shall maintain all of the detailed financial records of the Council of Governors throughout his/her term. He/she will work closely with the council treasurer to provide all reports required by the treasurer.

SECTION 31

Each and every committee appointed shall submit a report of its activities at the State convention.

SECTION 32

Leo Committee: It shall be the responsibility of this Committee under the direction of the Council of Governors to oversee the formation and operation of the Leo Clubs of Massachusetts Multiple District 33. The committee will provide leadership, structure and organization and shall carry out those activities which will promote and enhance the activities of the Multiple District 33 Leo Clubs.

ARTICLE III

CREDENTIALS COMMITTEE. The Credentials Committee of the State convention shall be composed of the district governors of the State and their cabinet secretary-treasurers. The chairperson of this committee shall be the vice-chairperson of the State Council of Governors. The chairperson may appoint from the regular members of this committee, with the approval of the committee, a co-chairperson whose duty it shall be to compile the credential statistics and report same to the convention when called for.

ARTICLE IV

MULTIPLE DISTRICT NOMINATIONS AND ENDORSEMENT COMMITTEE FOR INTERNATIONAL OFFICE

The Multiple District Nomination and Endorsement Committee shall have the authority to supervise the endorsement of candidates for International office in accordance with the following sections:

SECTION 1

Qualifications for office of international director or second vice-president shall be those as set forth in the International Constitution and By-Laws.

SECTION 2

Any Lion who meets the qualifications as set forth in the International Constitution and By-Laws

shall be eligible to seek the office of international director or second vice-president by notifying, in writing, his/her district governor and the Council of Governors of his/her intention to be a candidate for international office. This must be done at least ninety (90) days prior to the next State convention.

SECTION 3

The Council of Governors, when notified of a qualified candidate's intention to run for international office shall, within sixty (60) days, notify in writing all Lions clubs in the State of said candidate's intention and shall make adequate provisions for sub-district and multiple district meetings at the next State convention for the purpose of acting upon endorsements of such candidate or candidates.

SECTION 4

At such meeting there shall be one (1) nominating speech for each candidate seeking international office which shall be limited to not more than five (5) minutes. There shall not be more than two (2) seconding speeches for each candidate, each to be limited to not more than two (2) minutes.

SECTION 5

Where there is more than one (1) candidate in contention for the same international office, the election shall be by secret ballot and a majority vote of delegates present and voting shall be

necessary to elect. In the event that there are three (3) or more candidates running for international office, and no candidate receives a majority vote on the first ballot, a run-off election shall be conducted for the two (2) candidates having received the highest number of votes.

A tie vote shall be resolved before the close of the election meeting as follows: Immediately, a second paper ballot shall be cast. In the event of a second tie the Multiple District Nomination and Endorsement Committee shall prepare lots and the candidates receiving the tie votes shall prepare lots before the Committee within one (1) hour after the election shall have been declared a tie. If any such candidate shall fail to appear within said one half hour, a member of the Committee shall cast a lot for him/her. The candidate to whom the lot shall fall shall be declared elected. The type of lot to be cast shall be determined by the Committee.

SECTION 6

Any endorsement for international office shall be for the number of years as set forth in the International Constitution and By-Laws.

ARTICLE V

PARLIAMENTARIAN. The parliamentarian shall, when so requested, advise the Council of Governors and/or the State Constitution, By-Laws, Resolutions and Rules Committee on questions concerning the interpretation or intent of the Constitutions and By-Laws of the State and International. The parliamentarian shall, when so requested, advise the council chairperson on any questions that may arise concerning Roberts Rules of Order as it pertains to both Council of Governors and State convention meetings. The final decision rests with and is the responsibility of the council chairperson.

ARTICLE VI

RULES FOR CONVENTION PROCEDURE

SECTION 1

The Council of Governors shall arrange a program for the State convention, and the same shall be the order of the day for all sessions.

SECTION 2

Roberts Rules of Order shall govern all parliamentary procedures except as otherwise provided in the Rules of Procedure adopted by the convention; however, no motion may be entertained to lay on the table any resolution which has been submitted to the convention for action.

SECTION 3

The Council of Governors of Governors shall authorize payment of the registration, meals and housing costs of any international director from Massachusetts attending the State

convention during his/her term of office and during the first two (2) years following such term only.

ARTICLE VII

FISCAL YEAR

The fiscal year of the State shall be from July 1st through June 30th.

ARTICLE VIII

AMENDMENTS

SECTION 1

These By-Laws can be amended only at the State convention by resolution reported by the Committee on Constitution and By-Laws and Resolutions at such annual meeting and adopted by an affirmative vote of a majority of the certified delegates present in person at a duly scheduled meeting held at the State convention.

SECTION 2

Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

SECTION 3

Annual amendments approved at State Convention shall be posted on the MD33 website within 60 days of their effective dates per section 2. An updated Constitution and By- laws shall be posted within 90 days of the effective date.