

Indiana Lions District 25C

Constitution and Bylaws



Indiana Lions District 25C
www.indianalionsdistrict25c.org

Approved: April 13, 2013
As amended: February 28, 2015

TABLE OF CONTENTS

CONSTITUTION.....	2
ARTICLE I: NAME	2
ARTICLE II: PURPOSES	2
ARTICLE III: MEMBERSHIP.....	2
ARTICLE IV: EMBLEM, COLORS, SLOGAN AND MOTTO.....	3
ARTICLE V: SUPREMACY	3
ARTICLE VI: OFFICERS AND DISTRICT CABINET	3
ARTICLE VII: DISTRICT CONVENTION.....	4
ARTICLE VIII: DISTRICT DISPUTE RESOLUTION	5
ARTICLE IX: AMENDMENTS.....	5
BY-LAWS	6
ARTICLE I: NOMINATIONS AND ENDORSEMENT SECOND VICE PRESIDENT AND INTERNATIONAL DIRECTOR NOMINEES.....	6
ARTICLE II: DISTRICT NOMINATIONS, ELECTIONS AND APPOINTMENTS.....	7
ARTICLE III: DUTIES OF DISTRICT OFFICERS/CABINET	9
ARTICLE IV: DISTRICT COMMITTEES.....	15
ARTICLE V: MEETINGS.....	16
ARTICLE VI: DISTRICT CONVENTION	17
ARTICLE VII: CONVENTION/MEETING FUND.....	18
ARTICLE VIII: DISTRICT GOVERNOR FUND.....	18
ARTICLE IX: VICE DISTRICT GOVERNORS' FUND	19
ARTICLE X: FINANCE AND DUES	19
ARTICLE XI: MISCELLANEOUS	20
ARTICLE XII: AMENDMENTS.....	21

**LIONS OF INDIANA DISTRICT 25C
CONSTITUTION AND BY-LAWS**

CONSTITUTION

ARTICLE I: NAME

This organization shall be known as District 25C of Multiple District 25 (MD25) of Lions Clubs International, hereinafter referred to as "district."

ARTICLE II: PURPOSES

The purposes of this district shall be:

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

ARTICLE III: MEMBERSHIP

Section 1. The members of this organization shall be all Lions clubs within District 25C as chartered by Lions Clubs International.

Section 2. District 25C shall consist of the Lions Clubs that have been chartered in the following counties of the state of Indiana: Benton, Boone, Cass, Carroll, Clay, Clinton, Fountain, Hendricks, Montgomery, Morgan, Parke, Putnam, Owen, Tippecanoe, Vermillion, Vigo, Warren and White.

ARTICLE IV: EMBLEM, COLORS, SLOGAN AND MOTTO

Section 1. **EMBLEM.** The emblem of this association and each chartered club shall be of a design as established by Lions Clubs International (LCI).

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

Section 3. **COLORS.** The colors of this association and of each chartered club shall be as established by LCI.

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

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

ARTICLE V: SUPREMACY

The District 25C Constitution and By-Laws, and amendments thereto, shall govern District 25C as not to conflict with the Multiple District 25 and International Constitution & By-Laws and policies of Lions Clubs International. Whenever there may exist a conflict or a contradiction between the provisions set out in the District 25C and the Multiple District 25 Constitution and By-Laws then the Multiple District 25 Constitution and By-Laws shall govern. Whenever there may exist a conflict or a contradiction between the provisions set out in the District 25C Constitution and By-Laws and the International Constitution and By-Laws, then the International Constitution and By-Laws shall govern.

ARTICLE VI: OFFICERS AND DISTRICT CABINET

Section 1. **OFFICERS.** The officers of this district shall be the district governor, the immediate past district governor, the first and second vice district governors, the region chairpersons (if the position is utilized during the district governor's term), the zone chairpersons, the cabinet secretary and the cabinet treasurer. Each such officer shall be a member in good standing of a Lions club in good standing in the district.

Section 2. **DISTRICT CABINET.** The district shall have a district cabinet composed of the district governor, the immediate past district governor, the first and second vice district governors, the region chairpersons (if the position is utilized during the district governor's term), the zone chairpersons, the cabinet secretary and the cabinet treasurer, and such other club members as may be included in this selection as amended in accordance with the amendment procedures contained herein.

Section 3. **ELECTION/APPOINTMENT OF DISTRICT CABINET.** The district governor and first and second vice district governors shall be elected at the annual convention of the district. The district governor shall appoint, by the time he/she takes office, the cabinet secretary, the cabinet treasurer, one region chairperson for each region (if the position is utilized during the district governor's term), and one zone chairperson for each zone, in the district, sergeant at arms and such other club members as may be included in the district cabinet.

Section 4. **REMOVAL.** Members of the District Cabinet other than the district governor, first vice district governor and second vice district governor may be removed from office for cause by the affirmative vote of two-thirds (2/3) of the entire number of the District Cabinet.

ARTICLE VII: DISTRICT CONVENTION

Section 1. **TIME AND PLACE.** An annual convention of the district shall be held in each year to conclude no less than thirty (30) days prior to the convening of the MD25 state convention. The date, time and place for the annual convention of the district shall be determined by the district governor with the approval of the district cabinet.

Section 2. **CLUB DELEGATE FORMULA.**

- a) Each chartered club in good standing in Lions Clubs International and its district shall be entitled in each annual convention of its district to one (1) delegate and one (1) alternate for each ten (10) members, who have been enrolled for at least one year and a day in the club or major fraction thereof, of said club as shown by the records of the international office on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be five (5) or more members. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled and one (1) vote only on each question submitted to, the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. All eligible delegates must be members in good standing of a club in good standing in this district. Delinquent dues may be paid and good standing acquired at any time prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.
- b) The current district governor and all past district governors, holding active membership in a club within the district, shall be certified as a delegate to the district convention. These delegates shall be in addition to the allowable number of delegates as determined by Section 2(a).

Section 3. **QUORUM.** The attendance in person of a majority of the delegates registered at a convention shall constitute a quorum at any session of the convention. A minimum of ten (10) delegates must be present to conduct business.

Section 4. **SPECIAL CONVENTION.** A Special Convention of the clubs of the district may be called by a two-thirds (2/3) vote of the district cabinet at such time and place as they shall determine. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the District by the District Cabinet Secretary, no less than thirty (30) days prior to the convening date of the Special Convention.

ARTICLE VIII: DISTRICT DISPUTE RESOLUTION

All disputes relative to membership, club boundaries, or interpretation, breach of, or application of the district constitution and by-laws, or any policy or procedure adopted from time to time by the district cabinet, or any other internal Lions district matters that cannot be satisfactorily resolved through other means, arising between any clubs in the district, or any club(s) and the district-administration, shall be settled by the dispute resolution procedure enumerated in the Lions Club International Constitution.

ARTICLE IX: AMENDMENTS

Section 1. **AMENDING PROCEDURE.** This constitution may be amended only at a district convention, by resolution of the Constitution and By-Laws Committee and adopted by the affirmative vote of two-thirds (2/3) of the votes cast.

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

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

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

Constitution adopted on: April 13, 2013

BY-LAWS

ARTICLE I: NOMINATIONS AND ENDORSEMENT SECOND VICE PRESIDENT AND INTERNATIONAL DIRECTOR NOMINEES

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

- a) Deliver (by mail or in person) written notice of intention to seek such endorsement to the district governor and to the multiple district council secretary no less than thirty (30) days prior to the convening date of the district convention at which such question of endorsement is to be voted upon; and
- b) Deliver with said notice of intention evidence of fulfillment of the qualifications for such office set forth in the International Constitution and By-Laws.

Section 2. **NOMINATION.** Each notice of intention so delivered shall be transmitted forthwith by the district governor to the Nominating Committee of the respective convention, which shall review and perfect the same by obtaining from each prospective candidate any additional evidence of such intention and qualifications as may be necessary under the International Constitution and By-Laws, and shall place in nomination at the respective convention the name of each such prospective candidate who has fulfilled said procedural and constitutional requirements.

Section 3. **SECONDING SPEECH.** Each such nominee for endorsement shall be entitled to one seconding speech of no more than three (3) minutes in duration.

Section 4. **VOTE.** The vote on the question of endorsement shall be by secret written ballot, unless there shall be only one nominee seeking the same, in which event a voice vote may be taken. The nominee receiving a majority of the votes cast shall be declared endorsed (elected) as the candidate of the convention and district. In the event of a tie vote, or failure of one nominee to receive the required majority, on any ballot, balloting shall continue until one receives the required majority of the votes cast.

Section 5. **CERTIFICATION OF ENDORSEMENT.** Certification of endorsement by the respective convention shall be made in writing to the international office by the district officials designated in accordance with the requirements set forth, in the International Constitution and By-Laws.

Section 6. **VALIDITY.** No district endorsement of any candidacy of any member of a Lions club in this district shall be valid unless and until the provisions of this Article have been met.

ARTICLE II: DISTRICT NOMINATIONS, ELECTIONS AND APPOINTMENTS

Section 1. **NOMINATING COMMITTEE.** The district governor shall appoint by written notification received at least sixty (60) days prior to the district convention, a Nominating Committee of not more than five (5) members, each of whom shall be a member in good standing of a different Lions club in good standing in the district, and shall not at the time of their appointment hold any district or international office.

Section 2. **DISTRICT GOVERNOR ELECTION PROCEDURES.** Any qualified member of a club in the district seeking the office of district governor shall file his/her intention to so run in writing with the Nominating Committee not fewer than 30 days prior to the convening of the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the name(s) of all candidate(s) so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

Section 3. **FIRST AND SECOND VICE DISTRICT GOVERNOR ELECTION PROCEDURES.** Any member of a club in the district seeking the office of first or second vice district governor shall file his/her intention to so run in writing with the Nominating Committee not fewer than 30 days prior to the convening of the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

Section 4. **BALLOT.** The election shall be by secret written ballot, with the candidate or candidates required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected; for purpose of such election, a majority ~~30~~ is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. If, on the first ballot, and subsequent ballots, no candidate receives a majority, the candidate or tied candidates receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority. In case of a tie on any ballot, balloting shall continue on the tied candidates until one is elected.

Section 5. **DISTRICT GOVERNOR VACANCY.** In the event of a vacancy in the office of district governor, the same shall be filled in accordance with the provisions of the International Constitution and By-Laws. The immediate past district governor, first and second vice district governors, the region chairpersons, zone chairpersons, the cabinet secretary and cabinet

Treasurer and District Governor's Honorary Committee shall convene at a date, time and place called and determined by the immediate past district governor to select a replacement for recommendation to the International Board of Directors. In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of district governor, he/she must:

- a) Be an Active Member in good standing of a chartered Lions club in good standing in the district; and
- b) Have served or will have served at the time he/she takes office as district governor:
 - (i) As president of a Lions club for a full term or major portion thereof; and
 - (ii) As a member of the district cabinet for two (2) full terms or major portion thereof.
 - (iii) With none of the above being accomplished concurrently. It is encouraged that the first vice district governor fulfill his/her full term of office and that a past district governor be considered for filling a vacancy in the office of district governor.

Section 6. **FIRST AND SECOND VICE DISTRICT GOVERNORS AND OTHER VACANCIES.** Any vacancy in office except that of district governor and first and second vice district governors shall be filled by appointment from the district governor for the unexpired term. In event of a vacancy arising in the office of first or second vice district governor, the district governor shall convene a meeting of the members of the existing cabinet as provided for in the International Constitution and By-Laws and all past international officers and past district governors who are members in good standing of a chartered Lions club in good standing in the district. It shall be the duty of the attendees at this meeting to appoint a qualified club member as first or second vice district governor for the remainder of the term. In filling said vacancy, it shall be the duty of the district governor, or if not available, the most recent past district governor who is available, to send out invitations to attend said meeting and it shall also be his/her responsibility to preside as chairperson of the meeting. The chairperson shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion that is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one vote for the Lion of his/her choice. In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of 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 the district; and
- b) Have served or will have served at the time he/she takes office as first or second vice district governor:
 - (i) As president 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.

Section 7. **REGION/ZONE CHAIRPERSON QUALIFICATIONS.** Each region and zone chairperson shall:

- a) Be an active member in good standing in his/her respective region or zone; and
- b) Have served or will have served at the time of taking office as region or zone chairperson as president of a Lions club for a full term or major portion thereof, and a member of the board of directors of a Lions club for no less than two (2) additional years.

Section 8. **APPOINTMENT OF REGION/ZONE CHAIRPERSON.** The district governor shall appoint, by the time he/she takes office, one region chairperson for each region (if the position is utilized during the district governor's term), and one zone chairperson for each zone, in the district.

Section 9. **REGION/ZONE CHAIRPERSON VACANCY.** If any region chairperson or zone chairperson shall cease to be a member of a club or resigns, his/her term of office shall thereon cease and the district governor shall appoint a successor to fill said office. Provided, however, the district governor, in his/her discretion may determine not to use the position of region chairperson for the remainder of the term.

ARTICLE III: DUTIES OF DISTRICT OFFICERS/CABINET

Section 1. **DISTRICT GOVERNOR.** Under the general supervision of the International Board of Directors, he/she shall represent the association in the district. In addition, he/she shall be the chief administrative officer in the district and shall have direct supervision over the first and second vice district governor, region chairpersons, the zone chairpersons, the cabinet secretary, the cabinet treasurer and such other cabinet members as may be provided for in this district constitution and by-laws. The district governor's specific responsibilities shall be to:

- a) Oversee the Global Membership Team (GMT) at the district level and administer and promote membership growth and new club development;
- b) Oversee the Global Leadership Team (GLT) 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 district 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)** Present a proposed budget to the district at the first cabinet meeting;
- i)** 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;
- j)** 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; and
- 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 2. **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 and representative of the district governor. The first vice district governor's specific responsibilities shall be, but not limited, to:

- a)** Further the purposes of this association;
- b)** Perform such administrative duties assigned by the district governor;
- c)** Perform such other functions and acts required by the International Board of Directors;
- d)** Participate in the cabinet meetings, and conduct meetings in the absence of the district governor;
- e)** 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;
- f)** Conduct club visitation as the representative of the district governor when requested by the district governor;
- g)** 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;
- h)** 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;
- i)** Work with the District Convention Committee and assist the committee to plan and conduct the annual district convention and assist the district governor to organize and promote other events within the district;
- j)** At the request of the district governor, supervise other district committees;
- k)** Participate in the planning of the next year including the district budget; and

- l) 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 these by-laws and rules of procedure adopted by the International Board of Directors.

Section 3. **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. The second vice district governor's specific responsibilities shall be, but not limited, to:

- a) Further the purposes of this association;
- b) Perform such administrative duties assigned by the district governor;
- c) Perform such other functions and acts required by the International Board of Directors;
- d) Participate in the cabinet meetings, and conduct meetings in the absence of the district governor, and the first vice district governor;
- e) 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 the first vice district governor in identifying and strengthening the existing and potential weak clubs;
- f) Conduct club visitation, as the representative of the district governor, when requested by the district governor;
- g) Assist the district governor and first vice district governor in planning and conducting the annual district convention;
- h) 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 leadership development plan;
- i) Work with the district governor, first vice district governor, and the Global Membership Team to develop and implement a district-wide plan for membership growth;
- j) Work with the District Lions Club International Foundation (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;
- k) Work with the District Information Technology Committee and assist the committee to promote the use of the association's web site and the Internet among the clubs and members to obtain information, file reports, purchase club supplies, etc.;
- l) At the request of the district governor, supervise other district committees;
- m) Assist the district governor, first vice district governor, and the cabinet in planning of the next year, including the district budget; and
- n) Familiarize himself/herself with the duties of the district governor so that, in the event of a vacancy in the offices of 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 vice district governor until the vacancies are filled

according to these bylaws and rules of procedure adopted by the International Board of Directors.

Section 4. **CABINET SECRETARY.** He/she shall act under the supervision of the district governor. The cabinet secretary's specific responsibilities shall be to:

- a) Further the Purposes of this association;
- b) Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:
 - (i) Keep an accurate record of the proceedings of all meetings of the cabinet, and within five (5) days after each meeting forward copies of the same to all members of the cabinet, and the office of Lions Clubs International;
 - (ii) Take and keep minutes of the district convention and furnish copies of the same to Lions Clubs International, the district governor and the secretary of each club in the district;
 - (iii) Make reports to the cabinet as the district governor or cabinet may require;
 - (iv) Mail billing notices, collect and record all dues and assessments levied on members and clubs in the district and forward to the Cabinet Treasurer all dues and assessments received from members and clubs in the district;
 - (v) Shall collect, record and forward to cabinet treasurer all funds payable to the district including donations to state projects and other organizations and committees as appropriate; and
 - (vi) Keep accurate books and records of account, and minutes of all cabinet and district meetings, and permit inspection of the same by the district governor, any cabinet member and any club (or any authorized agent of any of them) at any reasonable time for any proper purpose. Upon direction of the district governor or the cabinet, he/she shall furnish any such books and records as requested to any auditor appointed by the district governor.
- c) Perform such other functions and acts as may be required of each by directives of the International Board of Directors.

Section 5. **CABINET TREASURER.** He/she shall act under the supervision of the district governor. The cabinet treasurer's specific responsibilities shall be to:

- a) Further the Purposes of this association;
- b) Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:
 - (i) Make reports to the cabinet as the district governor or cabinet may require;
 - (ii) Receive all dues and assessments collected by the Cabinet Secretary and deposit all monies in the bank;
 - (iii) Remit and pay expenses by order of the district governor;

- (iv) Remit and pay over to the multiple district comptroller the multiple district dues and assessments if any, collected in the district, and secure a proper receipt;
 - (v) Within 15 days of the conclusion of the fiscal year, deliver the financial accounts and records of all receipts and disbursements to the immediate past district governor.
 - (vi) A Treasurer concluding his/her term of office shall deliver a check to the incoming District Treasurer in the amount of \$1,000 by June 15th of the current fiscal year to allow for the establishment of a new bank account. All remaining funds to be transferred to the newly appointed treasurer within fifteen (15 days after the start of the new fiscal year.
- c) Perform such other functions and acts as may be required of each by directives of the International Board of Directors.

Section 6. **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. The region chairperson's specific responsibilities shall be to:

- a) Further the Purposes of this association;
- b) Supervise the activities of the zone chairpersons in his/her region and such district committee chairpersons as may be assigned to him/her by the district governor;
- c) In coordination with the District GMT Coordinator, play an active role in organizing new clubs and in strengthening weak clubs;
- d) Visit a regular meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the district governor, District GMT Coordinator and District GLT Coordinator;
- e) Visit a regular board of directors meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the district governor, district GMT Coordinator and district GLT Coordinator;
- f) Endeavor to have every club in his/her region operating under a duly adopted club constitution and bylaws;
- g) Promote the "Club Excellence Process" to the clubs within the 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;
- h) 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 level;
- 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; and
- k) Perform such additional assignments as shall be given to him/her from time to time by the district governor. In addition, the region chairperson shall perform such other

functions and acts as may be required by the International Board of Directors through a region chairperson's manual and other directives.

Section 7. **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 in his/her zone. The zone chairperson's specific responsibilities shall be to:

- a) Further the Purposes of this association;
- b) Serve as chairperson of the District Governor's Advisory Committee in his/her zone and as such chairperson to call regular meetings of said committee;
- c) 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 and the District Governor Team may assist with membership and leadership development within the zone;
- d) Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to the district governor 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 level;
- h) Represent each club in his/her zone in any problems with district, multiple district council chairperson or Lions Clubs International;
- i) Supervise the progress of district, multiple district, and Lions Clubs International projects in his/her zone;
- j) 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 (copy to district governor, district GMT coordinator and district GLT coordinator); and
- m) Perform such other functions and acts as may be required of him/her by directives of the International Board of Directors.

Section 8. **DISTRICT CABINET.** The district cabinet shall:

- a) Assist the district governor in the performance of his/her duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the district;
- b) Receive, from the region chairpersons or other assigned district cabinet members, reports and recommendations which concern the clubs and zones;
- c) Supervise the collection of all dues and assessments by the cabinet secretary, approve the cabinet treasurer's proposed depository(s) for said funds, and supervise the payment of all legitimate expenses pertaining to the administration of the affairs of the district;
- d) Secure, set the amount of and approve the surety company issuing, the surety bond for the cabinet secretary and cabinet treasurer; and
- e) Secure, semi-annually or more frequently, district financial reports from the cabinet secretary and cabinet treasurer.

Section 9. **SERGEANT-AT-ARMS.** The Sergeant-at-Arms shall maintain order and decorum at the respective conventions and meetings and perform such other duties as are incident to his/her office under ROBERT'S RULES OF ORDER, NEWLY REVISED.

ARTICLE IV: DISTRICT COMMITTEES

Section 1. **DISTRICT GOVERNOR'S ADVISORY COMMITTEE.** The zone chairpersons and the presidents and secretaries of the clubs shall compose the District Governor's Advisory Committee. The zone chairpersons shall hold meetings of the Advisory Committee on a quarterly basis in the respective zones. The Advisory Committee shall have a voice and vote at the District Cabinet Meetings.

Section 2. **DISTRICT GOVERNOR'S HONORARY COMMITTEE.** The district shall have a District Governor's Honorary Committee composed of past international officers and past district governors who are members in good standing of clubs within the district. This committee shall meet immediately preceding the meetings of the cabinet and as called upon by the district governor. It shall work with the district governor in the promotion of harmony throughout the district. The chairperson of this committee shall be the immediate past district governor. He/She shall appoint a secretary to record the minutes of the meeting.

Section 3. **DISTRICT CABINET COMMITTEES.** The district governor may establish and appoint such other committees and/or chairpersons as he/she deems necessary and appropriate for the efficient operations of the district. Such committee chairpersons shall be deemed non-voting members of the district cabinet.

ARTICLE V: MEETINGS

Section 1. **DISTRICT CABINET MEETINGS.**

- a) **Regular.** A regular meeting of the cabinet shall be held in each quarter of the fiscal year, with the first of which should be held within thirty (30) days after the adjournment of the preceding international convention. Ten (10) days written notice of meetings setting forth a date, time and place determined by the district governor shall be given to each member by the cabinet secretary.
- b) **Special.** Special meetings of the cabinet may be called by the district governor at his/her discretion, and shall be called upon written request made to the district governor or the cabinet secretary by a majority of the members of the cabinet. No fewer than five (5) nor more than twenty (20) days written (including letters, electronic mail, or facsimile transmission) notice of special meetings, setting forth the purposes and a date, time and place determined by the district governor, shall be given to each member by the cabinet secretary.
- c) **Quorum.** The attendance of a majority of the officers of this district shall constitute a quorum for any cabinet meeting. A minimum of ten (10) members shall be present to conduct business.
- d) **Vote.** The voting privilege shall extend to all members of the district cabinet, advisory committee and honorary committee.

Section 2. **ALTERNATIVE MEETING FORMATS.** Regular and/or special meetings of the district cabinet may be held through the use of alternative meeting formats, such as teleconference and/or web conference as determined by the district governor.

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

Section 4. **REGIONS AND ZONES.**

- a) **Organizational.** Regions and zones shall be subject to change by the district governor, when in his/her sole discretion; he/she shall deem the same necessary to the best interests of the district and the association. The district should be divided into regions of sixteen (16) to ten (10) Lions clubs. Each regions should be divided into zones of between eight (8) and four (4) Lions Clubs, giving due regard to the geographical locations of the clubs.
- b) **Region Meetings.** Meetings of representatives of all clubs in a region, with the region chairperson (if the position is utilized during the district governor's term) or other

district cabinet member as may be assigned by the district governor presiding, should be held during the fiscal year at times and places fixed by the region chairperson of the respective region.

- c) **Zone Meetings.** Meetings of representatives of all the clubs in a zone, with the zone chairperson presiding, shall be held during the fiscal year at times and places fixed by the zone chairperson.

ARTICLE VI: DISTRICT CONVENTION

Section 1. **TIME AND PLACE.** The date, time and place for the annual convention of the district shall be determined by the district governor with the approval of the district cabinet in accordance with Article VII, Section 1 of the District Constitution.

Section 2. **OFFICIAL CALL.** The district governor shall issue an official printed call for the annual district convention not less than thirty (30) days prior to the date fixed for holding the same, stating the place, day and hour thereof.

Section 3. **SITE CHANGE.** The district cabinet shall retain, and have, power to change at any time, for good reason, the convention site chosen by a previous district convention, provided that the convention site shall be located within the district, and neither the district, officers of the district nor any member of the district cabinet, shall incur any liability thereby to any club or club member in the district. Notice of this site change shall be furnished in writing to each club in the district no less than sixty (60) days prior to the convening date of the annual convention. The sixty (60) day notice may be waived in the event an unforeseen emergency arises.

Section 4. **OFFICERS.** The members of the district cabinet shall be the officers of the annual district convention.

Section 5. **SERGEANT-AT-ARMS.** A convention sergeant-at-arms and such assistant sergeant-at-arms as deemed necessary shall be appointed by the district governor.

Section 6. **OFFICIAL REPORT.** Within sixty (60) days after the close of the district convention, the cabinet secretary shall transmit one (1) copy of the complete proceedings to the international office. Upon written request from any club in the respective district a copy shall be furnished to said club.

Section 7. **CREDENTIALS COMMITTEE.** The Credentials Committee of the district convention shall be composed of the district governor, as chairperson, the cabinet secretary and two (2) other non-officers of the district appointed by the district governor. The Credentials Committee shall have the powers and perform the duties set forth in ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 8. **ORDER OF CONVENTION BUSINESS.** The district governor shall arrange the order of business for the district convention, and the same shall be the order of the day for all sessions.

Section 9. **DISTRICT CONVENTION COMMITTEES.** The district governor shall appoint, designate the chairperson of, and fill any vacancies occurring in the following district convention committees: Resolutions, Elections, Constitution and By-Laws, Rules and International Convention. Each region shall have at least one (1) representative on each such committee. These committees shall perform such duties as the district governor shall designate.

ARTICLE VII: CONVENTION/MEETING FUND

Section 1. **CONVENTION/MEETING FUND.** An annual district convention/meeting fund assessment shall be levied upon each member of each club in the district as established in Article IX of the By-Laws. The assessment shall be paid in advance by each club, except clubs chartered or reorganized less than six (6) months prior to the date of the semi-annual period. The funds so collected shall be used exclusively for defraying expenses of district conventions/meetings and /or the multiple district convention.

Section 2. **BALANCE.** In no case shall the disbursements in the Convention/Meeting Fund exceed the amount in the fund. Any balance remaining in the fund at the close of the fiscal year shall be retained in the fund.

Section 3. **COLLECTION.** Such dues and assessments as outlined within this Article shall be collected under procedures set forth by Article X.

ARTICLE VIII: DISTRICT GOVERNOR FUND

Section 1. **DISTRICT GOVERNOR FUND.** To provide revenue to defray the expenses of the district governor in performing his/her official responsibilities, an annual district governor's fund assessment shall be levied upon each member of each club in the district as established in Article X of the By-Laws. The assessment shall be paid in advance by each club, except clubs chartered or reorganized less than six (6) months prior to the date of the semi-annual period. The assessment shall be used only for the expenses of the district governor in their official responsibilities. Disbursement shall be made only upon written receipt and signed by the governor.

Section 2. **BALANCE.** In no case shall the disbursements in the District Governor's Fund exceed the amount in the fund. Any balance remaining in the fund at the close of the fiscal year shall be retained in the fund.

Section 3. **COLLECTION.** Such dues and assessments as outlined within this Article shall be collected under procedures set forth by Article X.

ARTICLE IX: VICE DISTRICT GOVERNORS' FUND

Section 1. **VICE DISTRICT GOVERNORS' FUND.** To provide revenue to defray the expenses of the vice district governors in performing their official responsibilities, an annual vice district governors' fund assessment shall be levied upon each member of each club in the district as established in Article X of the By-Laws. The assessment shall be paid in advance by each club, except clubs chartered or reorganized less than six (6) months prior to the date of the semi-annual period. The assessment shall be used only for the expenses of the vice district governors in their official responsibilities. Disbursement shall be made only upon written receipt and approval by the district governor.

Section 2. **BALANCE.** In no case shall the disbursements in the vice district governors' fund exceed the amount in the fund. Any balance remaining in the fund at the close of the fiscal year in the excess of \$2,000 shall be transferred to the district governor's fund.

Section 3. **COLLECTION.** Such dues and assessments as outlined within this Article shall be collected under procedures set forth by Article X.

ARTICLE X: FINANCE AND DUES

Section 1. **STATE DUES.** The Cabinet Secretary shall charge against and collect from each Lions Club in the district the State annual per-capita dues in two (2) semi-annual payments.

Section 2. **DISTRICT ADMINISTRATIVE FUND.** The Cabinet Treasurer shall retain from each Lion's semi-annual State per-capita dues the sum designated by MD25 for the District Governor's administrative fund. The Cabinet Treasurer shall, on the first day of each month, pay the balance to the State Comptroller.

Section 3. **DISTRICT DUES.** The Cabinet Secretary shall charge against and collect from each Lions Club in the district the district per-capita dues of two dollars (\$2.00) annually. Billing shall be made semi-annually and collect one dollar (\$1.00) from each club for each member according to the records of the June and December monthly membership reports. Payment shall be made upon receipt of billing.

Section 4. **EXEMPTION FROM DISTRICT DUES.** Any member of a Lions Club within District 25C who meets the following conditions and qualifications shall be exempt from district dues.

- a) A member of a Lions Club within the District who is enrolled as a student carrying a minimum of 12 credit hours per semester at a college, university, or technical/vocational school, as certified by the club secretary in which the Lion is a member, AND:

- b) Is less than thirty (30) years of age, as certified by the club secretary in which the Lion is a member, shall be exempt from being charged the district per-capita dues as set out in Section 3 of this article and summarized in Section 4 of this Article.
- c) The club secretary is responsible for notifying the district secretary 30 days prior to the next scheduled billing date that a member of their club is eligible for this exemption.
- d) The club secretary is responsible for notifying the District Cabinet Secretary when the exemption has expired either by age or by ending their student relationship

Section 5. **DISTRICT DUES SUMMARY.**

Name of Fund	1 st Semi-Annual Payment	2 nd Semi-Annual Payment	Total Annual Payment
Convention/Meeting Fund	\$0.50	\$0.50	\$1.00
District Governor Fund	\$0.10	\$0.10	\$0.20
Vice District Governor Fund	\$0.40	\$0.40	\$0.80
TOTAL	\$1.00	\$1.00	\$2.00

- a) Twenty cents (\$0.20) per year (\$0.10 semi-annual payment) per member to the District Governor Fund for expenses incurred by him/her.
- b) Eighty cents (\$0.80) per year (\$0.40 semi-annual payment) per member to the Vice District Governor Fund for expenses incurred by him/her.
- c) One dollar (\$1.00) per year (\$0.50 semi-annual payment) per member to the Convention/Cabinet Meeting Fund. Disbursements shall be made only upon presentation of receipts for expensed related to the appropriate meeting.
- d) In no case shall the disbursements in the district funds exceed the amount in the fund. Any balance remaining in the funds in sections (a) and (c) at the close of the fiscal year shall be retained in the fund.

Section 5. **CONTRIBUTIONS TO PROJECTS.** Any contributions or funds collected by the cabinet secretary and deposited by the cabinet treasurer which are designated for state projects and other Lions organizations and committees shall be remitted to the designated project, organization, or committee by the first day of the month following receipt of contribution.

Section 6. **AUDIT COMMITTEE.** The District Governor shall appoint an audit committee of not more than three (3) Lions to audit the records of the Cabinet Treasurer within thirty (30) days of the close of the fiscal year.

- a) The audit committee appointed during the term of the immediate past district governor shall conduct the audit of the financial records of the district within thirty (30) days of the close of the fiscal year.
- b) The audit report shall be delivered to the district governor no less than five (5) days prior to the first cabinet meeting of the district.

ARTICLE XI: MISCELLANEOUS

Section 1. **DISTRICT GOVERNOR EXPENSES – INTERNATIONAL CONVENTION.** Expenses of the District governor in connection with his/her attending the international convention shall be considered a district administrative expense. Reimbursement for such expenses shall be made by the district on the same basis as outlined in the Rules of Audit of Lions Clubs International.

Section 2. **FINANCIAL OBLIGATIONS.** The district governor and the district cabinet shall not incur obligations in any fiscal year which will affect an unbalanced budget or deficit in said fiscal year.

Section 3. **AUDIT OR REVIEW OF BOOKS.** The district governor's cabinet shall provide for an annual or more frequent audit or review of the books and accounts of the district.

- a) The audit committee appointed during the term of the immediate past district governor shall conduct an audit of the financial records of the district within 30 days of the close of the fiscal year.
- b) The audit report shall be delivered to the district Governor no less than five (5) days prior to the first cabinet meeting of the district.

Section 4. **COMPENSATION.** No officer shall receive any compensation for any service rendered to this district in his/her official capacity.

Section 5. **FISCAL YEAR.** The fiscal year of this district shall be from July 1st to June 30th.

Section 7. **RULES OF PROCEDURE.** Except as otherwise specifically provided in this constitution and by-laws, or in the rules of procedure adopted for a meeting, all questions of order and procedure adopted for a meeting, all questions of order and procedure in any district meeting or convention, any meeting of the district cabinet, region, zone or member club or of any group or committee of any one of them shall be determined by ROBERT'S RULES OF ORDER, NEWLY REVISED.

ARTICLE XII: AMENDMENTS

Section 1. **AMENDING PROCEDURE.** These by-laws may be amended only at a district convention, by resolution reported by the Constitution and By-Laws Committee and adopted by a majority of the votes cast.

Section 2. **AUTOMATIC UPDATE.** When amendments to the International and Multiple District Constitution and By-Laws are passed at the International and Multiple District Conventions, any amendments that would have an effect on this District Constitution and By-Laws shall automatically be updated in this district constitution and by-laws at the close of the convention. The District Constitution and By-Laws committee shall submit a resolution at the district convention to update the changes made by the International and Multiple District Conventions.

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

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

By-Laws adopted: April 13, 2013

Amended February 28, 2015