



The International Association of Lions Clubs

CONSTITUTION AND BY-LAWS

DISTRICT N 1

Fiscal Year 2021-2022

YELLOW SHADED AREA

Mandatory provisions pursuant to the International Constitution and By-Laws and
Board Policy

GREY SHADED AREA

Revised provisions & annotations

Lions Clubs International

PURPOSES

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

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

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

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

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

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

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

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

VISION STATEMENT

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

MISSION STATEMENT

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

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ARTICLE I

Name

This organization shall be known as Lions District N 1 hereinafter referred to as “District N 1.”

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

ARTICLE III

Membership

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

The boundary lines of this district shall be as follows: from the Provinces of New Brunswick and Prince Edward Island, plus clubs from Fort Kent, Fort Fairfield and Calais in the State of Maine.

ARTICLE IV

Emblem, Colors, Slogan and Motto

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



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

Section 3. **COLORS.** The colors of this association and of each chartered club shall be purple and gold.

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

ARTICLE V Supremacy

The Standard Form District Constitution and By-Laws shall govern the district unless otherwise amended so as not to conflict with the Multiple District 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 constitution and by-laws and the multiple district constitution and by-laws then the multiple district constitution and by-laws shall govern. Whenever there may exist a conflict or a contradiction between the provisions set out in the district constitution and by-laws and the International Constitution and By-Laws, then the International Constitution and By-Laws shall govern.

ARTICLE VI Officers and 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 and a cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer. Each such officer shall be a member in good standing of a Lions club in good standing in the district.¹

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, a cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer, and such other club members as may be included in this section as amended in accordance with the amendment procedures contained herein. In addition, the global membership team district coordinator, global leadership team district coordinator, global service team district coordinator and LCIF district coordinator shall be non-voting members of the district cabinet. In the event a Leo or Leo-Lion is appointed to the position of Leo/Leo-Lion cabinet liaison, the position would serve as a non-voting advisor to the cabinet. Each such cabinet member shall be a member in good standing of a Lions club in good standing in the district.²

Section 3. **ELECTION/APPOINTMENT OF DISTRICT CABINET.** (a) 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 District Cabinet Secretary, sergeant at arms, and the District Committee Chairs and such other club members as may be included in the District Cabinet. b) The District Cabinet Treasurer shall be elected for one (1) year term at the Annual Convention of the District from a pool of qualified candidates or appointed if no candidate comes forward. c) Neither the District Governor or the Cabinet Secretary or the Cabinet Treasurer shall come from the same household or club. d) The first and second Vice District Governors shall be elected at the annual convention of the District. e) The Region Chairs (if utilized by the District Governor Elect) shall be elected at the annual convention of the District. f) The Zone Chairs shall be elected in the Zone, or appointed at the annual convention of the District or by the time the District Governor Elect takes office.

¹ The officers listed in this section are the minimum officers required for a district cabinet. Should the district add additional officers, they may through amendment of this section.

² The cabinet members listed in this section are the minimum cabinet members required. Should the district add additional cabinet members, they may through amendment of this section.

Section 4. **REMOVAL.** Members of the District Cabinet appointed by the District Governor may be removed from office for cause by the District Governor. Elected members of the District Cabinet other than the District Governor³, First Vice District Governor and Second Vice District Governor may be removed from office for cause⁴ 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 international convention at a place selected by the delegates of a previous annual convention of the district and at a date and time fixed by the district governor. A meeting of the registered delegates of the district in attendance at the annual convention of the multiple district of which this district shall be a part may constitute the annual convention of the district. ⁵

Section 2. **CLUB DELEGATE FORMULA.** Each chartered club in good standing in Lions Clubs International and its district (single or sub- and multiple) shall be entitled in each annual convention of its district (single or sub- and multiple) to one (1) delegate and one (1) alternate for each ten (10) members, who have been enrolled for at least one year and a day in the club or major fraction thereof, of said club as shown by the records of the international office on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be five (5) or more members. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to, the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. All eligible delegates must be members in good standing of a club in good standing in this district.⁶ Delinquent dues may be paid and good standing acquired up to fifteen (15) days prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.⁷

b). In addition, all Past District Governors shall be entitled to be voting delegates, and these votes are additional to their Club's quota of votes. Each certified delegate present may cast one vote only on each issue to be voted on by the members of said convention.

(c). For the purposes of Article VII – District Convention, a voting delegate is defined as, and shall include, any Lion(s) selected by his / her Lions Club to attend the District Convention and vote on behalf of his / her Club as well as any Past District Governor. These Lions, so named herein, must be members of a Lions Club in Good Standing and must be registered for the District Convention as evidenced by the possession of a signed Delegate Card. “A club in good standing is one:

³ The district governor may be removed by 2/3 vote of the entire International Board of Directors in accordance with Article V Section IX of the International Constitution.

⁴ For cause may be any reason as determined by the district cabinet in accordance with ROBERT’S RULES OF ORDER NEWLY REVISED.

⁵ There is no restriction to holding the location of the district convention outside the geographic location of the district unless otherwise restricted by amendment of the district constitution and by-laws.

⁶ It is not required for a member to be enrolled in a club for a year and a day in order to qualify as an eligible delegate.

⁷ The district may amend this provision to allow for a past district governor to vote apart from a club delegate quota. Pursuant to Article IX Section III of the International By-Laws, “...FURTHER PROVIDED, that each district (single, sub- and multiple) may, by express provision in its respective constitution and by-laws, grant full delegate status to each past district governor who is a member of a club in such district independent of the club delegate quotas hereinabove specified”.

- i) Which is not in “status quo or financial suspension”;
- ii) Which operated in accordance with the provisions of the International Constitution and By-Laws and International Board Policy;
- iii) Which has:
 - (1) Current International and District (Single, Sub and Multiple) dues, fees and taxes paid in full; and
 - (2) No unpaid balances outstanding ninety (90) days or more

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.

Section 4. **SPECIAL CONVENTION.** A Special Convention of the clubs of the District may be called by a two-thirds vote of the District Cabinet at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 30 days prior to the convening date of the International Convention and that such Special Convention shall not be convened for the election of the district governor, first vice district governor or second vice district governor. 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 30 days prior to the convening date of the Special Convention.

ARTICLE VIII

District Dispute Resolution Procedure

All disputes or claims 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 multiple district council of governors, or any other internal Lions multiple district matter that cannot be satisfactorily resolved through other means, shall be resolved in accordance with the Dispute Resolution Procedures established by the International Board of Directors. Chapter XXV of the Board Policy Manual, is attached to and forms part of this documents as **Exhibit “J” - Dispute Resolution Procedures.**

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.

ARTICLE X

ADOPTION AND SIGNATURE

This Constitution was adopted on April 28, 2007 in Sussex, N.B.

This Constitution will become effective on July 6, 2007.

Signed _____
District Governor Tim Hoban

District Governor Boyd Sangster

April 20, 2008 Signature _____
Cabinet Secretary-Treasurer

April 19, 2009 Signature _____
Cabinet Secretary-Treasurer

April 21, 2013 Signature _____
Cabinet Secretary-Treasurer

April 19, 2015 Signature _____
Cabinet Secretary-Treasurer

April 17, 2016 Signature _____
Cabinet Secretary-Treasurer

April 08, 2017 Signature _____
Cabinet Secretary-Treasurer

April 14, 2018 Signature _____
Cabinet Secretary-Treasurer

April 7, 2019 Signature _____
Cabinet Secretary

July 27, 2019 Signature _____
Cabinet Secretary

September 23, 2019 Signature _____
Cabinet Secretary

June 1, 2020 Signature _____
Cabinet Secretary

May 1, 2021 Signature _____
Cabinet Secretary

November 3, 2021 Signature _____
Cabinet Secretary

BY-LAWS

ARTICLE I

Nominations and Endorsement Third Vice President and International Director Nominees

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

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

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

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

Section 4. **VOTE.** The vote on the question of endorsement shall be by secret written ballot, unless there shall be only one nominee seeking 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 (and if the district is a sub-district in the multiple district to the multiple district council of governors) in accordance with the requirements set forth, in the International Constitution and By-Laws.

Section 6. **VALIDITY.** No district endorsement of any candidacy of any member of a Lions club in 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. Each district governor shall appoint by written notification received at least sixty (60) days prior to the sub-district convention, a Nominating Committee of not less than three (3) and no 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 through the duration of their appointment hold any district cabinet or international office either by election or appointment.

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 prior to the day of its report to 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.⁸ 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 at least thirty (30) days prior to the election, 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.⁹ 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 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.¹⁰

⁸ Refer to the district governor nominating committee checklist (See Exhibit “D”).

⁹ Refer to first and second vice district governor candidate nominating checklist (See Exhibits “E” and “F”).

¹⁰ Recommended ballot form for district governor, first vice district governor and second vice district governor is included herein as Exhibit “G”.

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, past district governors, past international directors and past international presidents in the district shall convene at a date, time and place called and determined by the immediate past district governor to select a replacement for recommendation to the International Board of Directors.¹¹ It shall be the duty of the immediate past district governor, if he/she is not available, the most recent past district governor who is available, to send out invitations fifteen (15) days in advance of the meeting to attend said meeting.

It shall be the duty of the immediate past district governor, if he/she is not available, the most recent past district governor who is available, to send out invitations fifteen (15) days in advance of the meeting to attend said meeting

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 his/her single or sub-district.
- (b) Secure the endorsement of his or her club or a majority of the clubs in his/her single district.
- (c) Have served or will have served at the time he/she takes office as 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 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 other qualified Lions 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 immediate past district governor, first vice district governor and second vice district governor and all past international officers 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 fifteen days (15) in advance of the meeting 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 who 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:

¹¹ Refer to the district governor nominating committee checklist. See Exhibit "B".

- (a) Be an Active Member in good standing of a chartered Lions club in good standing in his/her single or sub-district.
- (b) Secure the endorsement of his or her club or a majority of the clubs in his/her single district.
- (c) 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.
- (d) Have not completed a full term or major portion thereof as district governor. [Above change goes into effect July 1, 2022]

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.¹²
- (c) Have not previously served a full term or a major portion thereof as district governor
- (d) Zone and region chairpersons may serve no more than three (3) cumulative years in said position.

Section 8. **APPOINTMENT/ELECTION 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. In the event of an election for the position of region/zone chairperson, balloting shall be handled as per Article II, Section 4 of these By-Laws with the voting delegates being the Presidents and Secretaries of the clubs within the region for the position of regional chairperson (if the position is utilized during the district governor's term) or within the zone for the position of zone chairperson.

Section 9. **REGION/ZONE CHAIRPERSON VACANCY.** If any region chairperson or zone chairperson shall cease to be a member of a club in the region or zone, as the case may be, to which he/she was appointed, 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.

Section 10. **LEO/ LEO-LION CABINET LIAISON (OPTIONAL).** The district governor, in consultation with the district Leo chair, may choose to appoint a Leo or a Leo-Lion to serve a one-year term in an official non-voting capacity. The Leo/Leo-Lion cabinet liaison shall represent the interests and perspectives of Leos and Leo-Lions and facilitate communication and connection between Leos and Lions. In areas with a Leo district, the role shall be filled by a Leo Lion or Leo, who is a current or past Leo district president, vice-president, secretary, or treasurer. In areas where

¹² A district may change the qualifications to be more or less than what is stated here.

no Leo district has been formed, the role shall be filled by a Leo or a Leo-Lion who is a current or former Leo club president.

The district governor shall assign the Leo/Leo-Lion cabinet liaison to the standing cabinet committee(s) that would most benefit from a young adult voice. The cabinet liaison may remain on the same committee for the duration of the year or transition among committees as determined by the district governor.

The responsibilities of the Leo/Leo-Lion cabinet liaison include:

- (a) Facilitate communication between Leos and Lions within the district.
- (b) Serve as a resource to district cabinet officers and assigned committee(s).
- (c) Coordinate with the district Leo chairperson in the promotion of the Leo club, Leo-Lion programs, and engagement opportunities for young people within the Lions' district.
- (d) Support district Leo chairperson in conducting training for Leo district officers.
- (e) Advocate for leadership and leadership training opportunities for Leos and Leo-Lions within Lions district activities.
- (f) Serve as support and point of contact for district Leos to explore Lions membership program opportunities.
- (g) Communicate with Leo district president, Leo/Leo-Lion council liaison (if appointed), and the constitutional area representative of the Leo Club Program Advisory Panel to collaborate on initiatives related to young people.
- (h) Assist in planning and integration of Leos and Leo-Lions in Lions district convention, forum events and trainings.
- (i) Attend Leo district meetings as necessary.
- (j) Chair one district collaboration project between Leos and Lions.

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 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 this district constitution and by-laws. His/her specific responsibilities shall be to:

- (a) Serve as the Global Action Team district chairperson to administer and promote membership growth, new club development, leadership development and humanitarian service to clubs throughout the district.
 - (1) Ensure the selection of a qualified Lion leader for the positions of GST district coordinator, GMT district coordinator and GLT district coordinator.
 - (2) Ensure regular meetings to discuss and advance initiatives established by the District Global Action Team.
 - (3) Collaborate with the multiple district's Global Action Team
- (b) Promote the Lions Clubs International Foundation and all service activities of the association.
- (c) 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.
- (d) Promote harmony among the chartered Lions clubs.

- (e) Exercise such supervision and authority over cabinet officers and district committee appointees as is provided in this district constitution.
- (f) Ensure that each Lions club in the district be visited by 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.
- (g) 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.
- (h) 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.
- (i) Report to Lions Clubs International all known violations of the use of the association's name and emblem.
- (j) 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. His/her 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 participate in council meetings as appropriate.
- (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) 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.
- (h) At the request of the district governor, supervise other district committees.
- (i) Participate in the planning of the next year including the district budget.
- (j) 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.
- (k) Conduct a district quality assessment and collaborate with the district officers, specifically members of the district's Global Action Team, and other committee chairpersons, during his/her term as first vice district governor to develop a plan for membership growth, leadership development, operational improvement and the fulfillment of humanitarian services to be presented and approved by the district cabinet during his/her term as district governor.

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. His/her 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 first vice district governor, and participate in council meetings as appropriate.
- (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) 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.
- (i) 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.
- (j) At the request of the district governor, supervise other district committees.
- (k) Assist the district governor, first vice district governor, and the cabinet in planning of the next year, including the district budget.
- (l) 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 by-laws and rules of procedure adopted by the International Board of Directors.

Section 4.1 CABINET SECRETARY. He/she shall act under the supervision of the district governor. His/her 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:
 - (1) Keep an accurate record of the proceedings of all meetings of the cabinet, and within fifteen (15) days after each meeting forward copies of the same to all members of the cabinet, and the office of Lions Clubs International.
 - (2) Take and keep minutes of the sub-district convention and furnish copies of the same to Lions Clubs International, the district governor and the secretary of each club in the sub-district.
 - (3) Make reports to the cabinet as the district governor or cabinet may require.
 - (4) Keep accurate books and records of minutes of all cabinet and sub-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.
 - (5) Deliver, in a timely manner, at the conclusion of his/her term in office, the general records of the district to his/her successor in office.
- (c) Perform such other functions and acts as may be required of each by directives of the International Board of Directors.
- (d) If separate offices of cabinet secretary and cabinet treasurer are adopted, the duties listed in (b) are to be attributed to each of the offices according to the nature of such duties.

Section 4.2 CABINET TREASURER. He/ she shall act under the supervision of the district governor. His/her specific responsibilities shall be to:

Further the Purposes of this association;

- (a) Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:
 - (1) Make reports to the cabinet as the district governor or cabinet may require.
 - (2) Collect and receipt for all dues and taxes levied on members and clubs in the sub-district, deposit the same in such bank or banks as the district governor shall determine and disburse the same by order of the district governor.
 - (3) Remit and pay over to the multiple district council secretary-treasurer the multiple district dues and taxes, if any, collected in the sub-district, and secure a proper receipt.
 - (4) Keep accurate books and records of account, 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.
 - (5) Secure bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the district governor.
 - (6) 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.
- (b) Perform such other functions and acts as may be required of each by directives of the International Board of Directors.
- (c) If separate offices of cabinet secretary and cabinet treasurer are adopted, the duties listed in (b) are to be attributed to each of the offices according to the nature of such duties.

Section 5. GLOBAL SERVICE TEAM (GST) DISTRICT COORDINATOR. The GST district coordinator is a member of the District Global Action Team. His/her responsibilities include:

- (a) Encourage clubs to implement service projects that are aligned with global LCI initiatives, including the LCI Service Framework.
- (b) Work with clubs to raise the visibility of Lions service impact in local communities.
- (c) Collaborate with GMT and GLT district coordinators and the Global Action Team district chairperson (district governor) to further initiatives focused on leadership development, membership retention and growth, and expanding humanitarian service.
- (d) Work with region, zone, and club service chairpersons to help clubs reach their service goals, ensure regular reporting in MyLCI, and encourage utilization of LCI tools (such as the App) to increase engagement in service projects.
- (e) Support local community service projects that create a sense of belonging and pride to the Lions and Leos in the district.
- (f) Promote service projects that attract multi-generational participants, including the integration and leadership development of Leos.
- (g) In collaboration with the LCIF district coordinator, maximize LCIF resource utilization and fundraising and monitor LCIF grants given to the district.
- (h) Gather club and district feedback related to service challenges, opportunities, and successes and share information gathered with multiple district coordinator to troubleshoot/remove barriers impeding the successful implementation of service programs.

- (i) Act as the advocacy champion for the district to implement activities including but not limited to community awareness/education, legislative/public policy, events and partnerships” and re-lettering the remaining items.

Section 6. **GLOBAL MEMBERSHIP TEAM (GMT) DISTRICT COORDINATOR.** The GMT district coordinator is a member of the District Global Action Team. His/her responsibilities include:

- (a) Collaborate with the GLT and GST district coordinators and the Global Action Team district chairperson (district governor) to further initiatives focused on leadership development, membership growth and expanding humanitarian service.
- (b) Develop and execute an annual district membership development plan.
- (c) Collaborate with region, zone, and club membership chairpersons to identify communities without a club or where additional clubs can be chartered.
- (d) Motivate clubs to invite new members, inspire positive club membership experiences, and ensure clubs are aware of available membership programs and resources.
- (e) Monitor club membership reports. Recognize clubs that are increasing membership and support clubs that are losing members.
- (f) Work with clubs in danger of cancellation by ensuring payments are submitted on time.
- (g) Include diverse populations to participate in Global Action Team Initiatives.
- (h) Respond promptly to prospective member leads provided by the GMT multiple district coordinator or LCI, track recruitment and provide status report of the lead.
- (i) Complete requirements and submit applications to receive district funding from LCI for membership development activities.
- (j) Confirm new members are provided an effective member orientation at the club level, in collaboration with the GLT district coordinator and the club officers.
- (k) Provide retention strategies to clubs in collaboration with GLT and GST district coordinators.

Section 7. **GLOBAL LEADERSHIP TEAM (GLT) DISTRICT COORDINATOR.** The GLT district coordinator is a member of the District Global Action Team. His/her responsibilities include:

- (a) Collaborate with your GMT and GST district coordinators and Global Action Team district chairperson (district governor) to further initiatives focused on leadership development, membership growth and expanding humanitarian service.
- (b) Develop and execute an annual district leadership development plan.
- (c) Communicate regularly with region/zone chairpersons and club vice presidents to ensure they are aware of leadership development programs and resources available.
- (d) Provide ongoing motivation to region/zone chairpersons and club vice presidents to achieve leadership development goals.
- (e) Promote leadership development opportunities that encourages participation all levels of the association.
- (f) Collaborate with GMT and GST district coordinators to provide retention strategies to clubs.
- (g) Include diverse populations to participate in Global Action Team initiatives.
- (h) Identify potential and new leaders to participate in service, membership and leadership development opportunities.
- (i) Organize and facilitate instructor-led and web-based training in coordination with LCI.

- (j) Confirm new members are provided an effective member orientation at the club level, in collaboration with the GMT district coordinator and club officers.
- (k) Complete requirements and submit applications to receive district funding from LCI for leadership development activities.

Section 8. LCIF DISTRICT COORDINATOR. The LCIF district coordinator is nominated by the LCIF multiple district coordinator, in consultation with the district governor, and appointed by the LCIF chairperson, to serve for a three-year term. This position serves as an ambassador for Lions Clubs International Foundation and reports directly to LCIF multiple district coordinator while working closely with district leadership. His/her responsibilities include:

- (a) Be familiar with LCIF initiatives and educate Lions within the district on the various grants and projects supported by LCIF. Assist district governors with grant applications to LCIF, as needed.
- (b) Promote foundation initiatives in district publications, during district events and to the public at large.
- (c) Ensure that local LCIF-funded projects receive proper promotion and follow grant-criteria guidelines.
- (d) Encourage all Lions to contribute to LCIF and promote individual and club recognition programs as incentives to donate to LCIF.
- (e) Identify potential major gift donors, local foundations, corporations, and businesses with the potential to support LCIF and, when appropriate, be involved in the gift-request process.
- (f) Assist with the submission of LCIF funds, MJF applications, and other donation information when necessary.
- (g) Encourage clubs to select a Lion to serve as the club LCIF coordinator (which may be the immediate past club president). Host an annual training for club LCIF coordinators. Communicate with each LCIF club coordinator quarterly.
- (h) In collaboration with the district governor and the LCIF multiple district coordinator, develop and execute a plan with agreed upon goals. Communicate monthly with the LCIF multiple district coordinator to discuss progress and challenges.

Section 9. 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 is a member of the District Global Action Team. His/her specific responsibilities should be to:

- (a) Further the Purposes of this association.
- (b) Supervise the activities of the zone chairpersons in his/her region and such district committee chairpersons as may be assigned to him/her by the district governor.
- (c) In coordination with the District GMT Coordinator, play an active role in organizing new clubs and in strengthening weak clubs.
- (d) Visit a regular meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the district governor and the GMT district coordinator, the GLT district coordinator and the GST district coordinator, as appropriate.
- (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 and the GMT district coordinator, the GLT district coordinator and the GST district coordinator as appropriate.

- (f) Endeavor to have every club in his/her region operating under a duly adopted club constitution and bylaws.
- (g) Promote the Club Quality Initiative to the clubs within the region.
- (h) In coordination with the District GLT Coordinator, play an active role in supporting leadership initiatives by informing Lions with the zone about leadership development opportunities at the zone, district or multiple district.
- (i) In coordination with the GST district coordinator, play an active role in promoting global service initiatives by informing Lions within the zone about service opportunities in the region, district or multiple district.
- (j) 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.
- (k) Carry out such official visitations to club meetings and charter nights as shall be assigned to him/her by the district governor.
- (l) 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 10. 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 is a member of the District Global Action Team. His/her specific responsibilities shall be to:

- (a) Further the Purposes of this association.
- (b) Serve as chairperson of the District Governor's Advisory Committee in his/her zone and as such chairperson to call regular meetings of said committee.
- (c) Endeavor to include the GMT district coordinator, the GLT district coordinator and the GST district coordinator as special guests to a District Governor's Advisory Committee meeting to discuss needs related to membership, leadership development and service and how these teams may assist the clubs within the zone.
- (d) Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to Lions Clubs International and to the district governor. Copies should also be sent to the GMT district coordinator, the GLT district coordinator, the GST district coordinator and region chairperson when appropriate.
- (e) Promote the Club Quality Initiative to the clubs within the zone.
- (f) In coordination with the GMT district Coordinator, play an active role in organizing new clubs and keep informed of the activities and well-being of all clubs in his/her zone.
- (g) In coordination with the GLT district coordinator, play an active role in supporting leadership initiatives by informing Lions within the zone about leadership development opportunities at the zone, district or multiple district.
- (h) In coordination with the GST district coordinator, play an active role in promoting global service initiatives by informing Lions within the zone about service opportunities in the zone, district or multiple district.
- (i) Represent each club in his/her zone in any problems with district, multiple district council chairperson or Lions Clubs International.
- (j) Supervise the progress of district, multiple district, and Lions Clubs International projects in his/her zone.
- (k) Endeavor to have every club within his/her zone operating under a duly adopted club constitution and by-laws.

- (l) 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.
- (m) 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).
- (n) Perform such other functions and acts as may be required of him/her by directives of the International Board of Directors.

Section 11. **DISTRICT GOVERNOR'S CABINET.** The district governor's cabinet, subject to the supervision of the District Governor, shall perform such functions and acts as may be required of them by the International Board of Directors and by provisions of the respective Single, Provisional, Sub or Multiple District Constitution and By-Laws as follows, but are not limited to:

- (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 sub-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 taxes by the cabinet treasurer, designate a depository(s) for said funds and authorize 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-treasurer.

(b) Other District Cabinet Members, subject to the supervision of the District Governor, shall perform such functions and acts as may be required of them by the International Board of Directors and by provisions of the respective Single, Provisional, Sub or Multiple District Constitution and By-Laws.

Section 12. **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.** In each zone, the zone chairperson and the presidents, first vice presidents and secretaries of the clubs in the zone shall compose a District Governor's Advisory Committee, with the zone chairperson as chairperson. At a date, time and place called by the zone chairperson, this committee shall hold a first meeting within ninety (90) days after the adjournment of the preceding international convention; a second meeting in the month of November; a third meeting in the month of February or March; and a fourth meeting approximately thirty days prior to the multiple district convention. The club service chairpersons, club marketing and communications chairpersons, and club membership chairpersons should attend when information is shared that relate to their position. It shall assist the zone chairpersons in an advisory capacity, procure recommendations affecting the welfare of Lionism and the clubs in the zone, and relay the same through the zone chairperson to the district governor and his/her cabinet.

Section 2. **DISTRICT GLOBAL ACTION TEAM.** Chaired by the district governor and includes the GMT district coordinator, GST district coordinator and GLT district coordinator. Develops and initiates a coordinated plan to help clubs expand humanitarian service, achieve membership growth, and develop future leaders. Meets regularly to discuss the progress of the plan and initiatives that may support the plan. Collaborates with members of the multiple district's Global Action Team to learn about initiatives and best practices. Shares activities, achievements and challenges with members of the multiple district Global Action Team. Attends the District Governor Advisory Committee meeting and other zone, region, district or multiple district meetings that feature service, membership or leadership initiatives to share ideas and gain knowledge that may be applied to club practices.

Section 3. **DISTRICT GOVERNOR'S HONORARY COMMITTEE.** The district governor may appoint a District Governor's Honorary Committee composed of past international officers who are members in good standing of clubs within the sub-district. This committee shall meet when and as called upon by the district governor. It shall act under the direction of the district governor in the promotion of harmony throughout the district. The chairperson of this committee shall attend meetings of the cabinet when requested by the district governor.

Section 4. **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. These committees may include but are not limited to the (a) Directory Committee.

(a) A Directory Committee shall be formed consisting of a Chair, and, at a minimum two (2) additional members under the direction of the District Governor and the Cabinet Secretary and/or the Cabinet Secretary-Treasurer who will provide the updated information from the confidential personal information system, and approve the final document prior to publication, with duties and authority as per District N 1 Policy, Article 3, Section 13.

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 (90) 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 (10) days written (including letters, electronic mail, facsimile transmission, or cable) notice of special meetings, setting forth the purposes and a date, time and place determined by the district governor, shall be given to each member 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.
- (d) Vote. The voting privilege should be extended to the voting member of the district cabinet as defined in Article VI, Section 2 of this district constitution. ~~The voting privilege shall extend to all members of the district cabinet.~~

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, facsimile transmission, or cable), provided that no such action shall be effective until approved in writing by two-thirds (2/3) of the entire number of the members of the 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 called at least three (3) times during the fiscal year, at times and places fixed by the Zone Chairs of the respective Zone.
- (d) Schedule of Zone Meetings. The first Zone Meeting should be held within ninety (90) days after the adjournment of the preceding International Convention; a second meeting in the month of November; a third meeting in the month of January or February and a fourth, if desired, not less than 15 days prior to the District Convention.

Section 5: **Rules and procedure for Meetings.** Except as otherwise specifically provided for in this Constitution and By-Laws, or in the Rules of Procedure adopted for a meeting, all questions of Order and Procedures in any District Meeting or Convention, and meeting of the District Cabinet , a 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 VI

District Convention

Section 1. **CONVENTION SITE SELECTION.** The district governor Elect shall receive invitations in writing from places desiring to entertain the succeeding year(s) annual convention. All invitations shall set forth such information as the district governor shall from time to time require and shall be delivered to him/her no later than thirty (60) days prior to the convening date of the convention at which the convention site shall be voted upon by the delegates of said convention. Procedure to be followed in investigation of bids and in presentation of the same to conventions, as well as action to be taken by a convention in the event no bids are acceptable to or so received by the district governor shall be determined by the district governor.¹³

Section 2. **OFFICIAL CALL.** The district governor shall issue an official call by printed or electronic means to all clubs for the annual district convention not less than sixty (60) 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 previously chosen 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 thirty (30) days prior to the convening date of the annual convention¹⁴.

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 fifteen (15) days after the close of each single and sub-district convention, the cabinet secretary shall transmit one 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 or the cabinet secretary-treasurer and two other non-officers of the district appointed by the district governor, each of whom shall be a member in good standing of a different Lions club in good standing in the district. The non-officers shall not, through the duration of the appointment, hold any district or international office either by election or appointment. 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.

¹³ There is no restriction to holding the location of the district convention outside the geographic location of the district unless otherwise restricted by amendment of the district constitution and by-laws.

¹⁴ Under extraordinary circumstances, outside the control of the district cabinet, the district may change the facilities where the district convention is set to be held. where the district convention is set to be held.

Section 9. **DISTRICT CONVENTION COMMITTEES.** The district governor shall appoint the chairperson of, and fill any vacancies occurring in the following district convention committees: Resolutions, Elections, Constitution and By-Laws, Rules of Procedure and International Convention. Each region, if any, shall have at least one representative on each such committee. These committees shall perform such duties as the district governor shall assign which will include but will not be limited to the following:

(a) The duties of the Convention Committee shall be the planning and management of the annual District Convention in accordance with the policies approved and authority granted by the District Cabinet.

(b) The Convention Committee shall submit a District Convention budget to the District Cabinet for approval at the prior District Convention.

(c) Liabilities not included in the budget may not be incurred by the Convention Committee without prior approval of the District Cabinet.

(d) All funds granted and/or collected shall be disbursed in accordance with the approved convention budget and policies approved and authority granted by the District Cabinet.

(e) The Convention Chair shall present a statement of revenues and expenditures, together with all records, source documents, registration data, bank statements and District Convention surplus to the Cabinet Secretary and Cabinet Treasurer not later than forty-five (45) days after the close of the District Convention. A full District Convention report, including a financial summary, should be submitted to the District Cabinet.

ARTICLE VII Convention Fund

Section 1. **CONVENTION FUND FEE.** In addition to a district convention registration fee, an annual district convention fund tax of \$_____ as established from time to time may be levied upon each member of each club in the district and shall be collected and paid in advance by each club, except newly chartered and reorganized clubs, in two (2) semiannual payments as follows: \$_____ 50% of established fee per club member on July 1st of each year to cover the semi-annual period July 1 to December 31 payable on September 10th of each year; and \$_____ 50% of established fee per club member on January 1st of each year to cover the semi-annual period January 1 to June 30, payable on January 10th with billings of said fee to be based upon the roster of each club as of the first days of July and January, respectively. Any club which is chartered or reorganized in a current fiscal year shall collect and pay said convention fee beginning next fiscal year as.

This fee shall be collected from the clubs by, and be remitted to, the cabinet-treasurer, who shall deposit the monies so collected in a special account in a bank or other depository chosen by the district governor. The fund so collected shall be used exclusively for defraying expenses of district conventions and shall be expended only by district checks drawn and signed by the cabinet treasurer and countersigned by the district governor.

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

Section 3. **FEE COLLECTION.** Such fee as the district governor shall set may be collected, under procedures set by the district governor, from each delegate, alternate, and guest attending the district convention to defray the actual cost of convention meals and entertainment. Every Lion attending must pay a \$5.00 registration fee. This fee must be attached to and form part of the price of a Hospitality book.

ARTICLE VIII

District Administration Fund

Section 1. **DISTRICT REVENUE.** To provide revenue for approved district projects and to defray the administrative expenses of the district, an annual district administrative fund per capita fee is hereby levied upon each member of each club in the district. It shall be collected and paid in advance by each club in two (2) semi-annual payments as follows: One-half (1/2) of the established fee per Club member on September tenth (10th) of each year to cover the semi-annual period July 1 to December 31; One-half (1/2) of the established fee per Club member on March tenth (10th) of each year, to cover the semi-annual period January 1 to June 30, with billings of the same to be based upon the roster of each club as of the first days of July and January, respectively. Said fee shall be paid to the cabinet treasurer by each club in the district, except newly chartered and reorganized clubs, which shall collect and pay said tax on a pro-rata basis from the first day of the second month following the date of their organization or reorganization, as the case may be. Said tax shall be disbursed only for administrative expenses of the district and only upon approval by the district governor's cabinet. Disbursement therefrom shall be by checks drawn and signed by the signing authority as approved by the District.

Section 2: **REVISION OF DUES.** A Notice of Motion shall establish any increase in per capita dues and be published at least thirty (30) days prior to the District Convention and vote. The District N 1 dues shall increase to \$20.00 per capita, collected semi-annually, effective July 1, 2013. These amounts include dues payable to Multiple District N.

Section 3: **TAIL TWISTER'S FINES.** Tail Twister fines will be directed to the District Administration Account to be used for District expenses, unless specified otherwise by motion of the Cabinet or the Convention.

Section 4: **AWARDS.** The cost of the District Governor's awards shall not exceed Two Thousand dollars (\$2,000) Canadian Funds.

Section 5: **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 limited as per the following: The Annual Convention of the District may honor the current District Governor with

- (a) a Melvin Jones Fellowship, and if he/she already has a Melvin Jones Fellowship, then the award shall be a Progressive Melvin Jones Fellowship; or

(b) at the discretion of the District Governor, he/she may use up to an equivalent amount (\$1000.00 US, paid by USD bank draft) to pay part of his/her expenses to attend the International Convention as the sitting District Governor representing our District, upon submission of receipts; or

(c) at the discretion of the District Governor, he/she may use up to an equivalent amount (\$1,000.00 US, paid by USD bank draft) to pay part of his/her expenses to attend the USA / Canada Forum next held following his/her term as District Governor, upon submission of receipts.

Section 6: **DISTRICT GOVERNOR'S EXPENSES** The expenses, as detailed under FINANCES in the N 1 Policy Manual, will be considered allowable expenses to be paid by District N-1 to the serving District Governor or his/her representative, unless Lions Clubs International or Multiple District N does cover them. The maximum limit allowable under this policy will be \$3.00 per member per year, as included in the budget, and District Governor Reimbursement Policy of Lions Clubs International will apply, except as specified in the N 1 Policy Manual.

Section 7: **FIRST AND SECOND VICE DISTRICT GOVERNOR'S EXPENSES.** Expenses of first and second Vice-District Governors will be reimbursed as per budget and as detailed in Policy Manual. In addition, the second Vice-District Governor will be reimbursed for expenses incurred to attend the USA/Canada Forum to a maximum of \$1,500 US (paid by USD bank draft).

Section 8: **CABINET OFFICER'S EXPENSES.** Budgeted expenses paid to any officer of the District Cabinet from the District Administration Fund shall be on the same basis as outlined in the District governor's Reimbursement Policy of Lions Clubs International and the District N 1 Policy Manual.

Section 8.2: **GLOBAL ACTION TEAM EXPENSES.** Budgeted expenses paid to any Global Action Team from the District Administration Fund shall be on the same basis as outlined in the District N 1 Policy Manual Reimbursement Policy Item, including but not limited to, Item I Finances, Section G, Item 2 and the District N 1 budget

Section 9. **REMAINING FUNDS.** In any fiscal year, any balance remaining in the district administrative fund after payment of all district administrative expenses in that year shall remain in said district administrative fund and become available for future district administrative expenses and be treated as income in any fiscal year in which expended or otherwise budgeted for payment of such expenses.

ARTICLE IX

Miscellaneous

Section 1. **FINANCIAL OBLIGATIONS.** The district governor and his/her cabinet shall not incur obligations in any fiscal year which will effect an unbalanced budget or deficit in said fiscal year. Any amendments to the budget shall be presented and voted on at a Cabinet meeting or Sub-District Convention.

Section 2. **CABINET TREASURER BOND.** The cabinet treasurer and authorized signatories shall be bonded in such amount and with such surety company as shall be approved by the district governor's cabinet and the cost of same shall be an administrative expense.

Section 3: **FINANCE COMMITTEE.** There shall be a Finance Committee composed of the District Governor, Cabinet Secretary and Cabinet Treasurer, Outgoing District Governor, Outgoing Cabinet Secretary and Outgoing Cabinet Treasurer, and the Vice- District Governors. The Incoming District Governor shall be the Committee's Chair.

Section 4: **DISTRICT BUDGET.** The Incoming District Governor, in conjunction with the Finance Committee, shall prepare a District Budget for presentation and approval at the annual Convention previous to his/her year as District Governor. This budget is to be published at the Convention in which it is to be considered for approval. The budget should include, but not limit itself to the District Governor's operating expenses and part of the travel costs to his/her outgoing International Convention, the first Vice-District Governor's expenses, the second-Vice District Governor to his/her attending the USA/Canada Forum, the Zone Chairs expenses, the District Committees' expenses, the Cabinet Secretary expenses, Cabinet Treasurer's expenses, District Convention, District Awards, and the day to day operating expenses. Expenses for the Governor, first and second Vice-District Governors would only be those not covered by Lions Clubs International General Reimbursement Policy and as detailed in the N 1 Policy Manual under FINANCES.

Section 5: **FINANCIAL STATEMENTS.** The Cabinet Treasurer shall present financial statements at each Cabinet Meeting and a complete financial report to be completed and distributed to current and immediate past officers prior to the succeeding District Governor's Organizational meeting.

Section 6: **SIGNING AUTHORITY.** All disbursements from the District Administration Fund shall be by cheque drawn and signed by any two of three Cabinet approved signing officers. A Bank Resolution, duly motioned and approved at the Annual Meeting will establish authorized signatories, Electronic access and effective term of authority. No two signing officers shall reside in the same household nor be from the same club. The signing officers shall include the District Governor, Cabinet Treasurer and a third Lion recommended by the Executive.

Section 7: **FINANCIAL STATEMENT TO LIONS CLUBS.** The outgoing District Governor's office shall send a statement of the financial condition of the District to Lions Clubs International and to each Lions Club in the District within sixty (60) days after the close of the fiscal year.

Section 8. **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 cabinet secretary and cabinet treasurer (or secretary or treasurer) prior to the first Cabinet Meeting.

Section 9. **COMPENSATION.** No officer shall receive any compensation for any service rendered to this district in his/her official capacity with the exception of the cabinet secretary, cabinet treasurer (or secretary-treasurer) whose compensation, if any, shall be fixed by the district cabinet.

Section 10. **FISCAL YEAR.** The fiscal year of this district shall be from July 1st to June 30th.

Section 11. **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.

Section 12. **REQUEST FOR CLUB DISPUTE RESOLUTION AND FILING FEE.** Lions Clubs International Standard Club Constitution and By Law provides, under Article X Club Dispute Resolution Procedure,

Section 12.2. **REQUEST FOR DISPUTE RESOLUTION AND FILING FEE.** Any party to the dispute may file a written request with the district governor (a "complaint") asking that dispute resolution take place. All requests for dispute resolution must be filed with the district governor within thirty (30) days after the member knew or should have known of the occurrence of the event upon which the request is based. A copy of the complaint shall be sent to the respondent(s). Any complaint filed under this procedure must be accompanied by a US\$100.00 filing fee or its equivalent in the respective national currency, payable by each complainant to the district, which shall be submitted to the district governor at the time the complaint is filed. The entire filing fee will be retained by the district as an administrative fee and shall not be refunded to any party. All expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute, and will be submitted to the District Governor for authorization who will submit for payment.

Section 13. **DUES OF NEWLY CHARTERED CLUBS** District N 1 will pay the per capita *District* dues for the first year for any new chartered club.

ARTICLE X 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 and adopted by a majority of the votes cast.

Section 2. **AUTOMATIC UPDATE.** When amendments to the International Constitution and By-Laws are passed at the International Convention, any amendments that would have an effect on this 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 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.

ARTICLE X

ADOPTION AND SIGNATURE

This Constitution was adopted on April 28, 2007 in Sussex, N.B.

This Constitution will become effective on July 6, 2007.

Signed _____
District Governor Tim Hoban

District Governor Boyd Sangster

April 20, 2008 Signature _____
Cabinet Secretary-Treasurer

April 19, 2009 Signature _____
Cabinet Secretary-Treasurer

April 21, 2013 Signature _____
Cabinet Secretary-Treasurer

April 19, 2015 Signature _____
Cabinet Secretary-Treasurer

April 17, 2016 Signature _____
Cabinet Secretary-Treasurer

April 08, 2017 Signature _____
Cabinet Secretary-Treasurer

April 14, 2018 Signature _____
Cabinet Secretary-Treasurer

April 7, 2019 Signature _____
Cabinet Secretary

July 27, 2019 Signature _____
Cabinet Secretary

September 23, 2019 Signature _____
Cabinet Secretary

June 1, 2020 Signature _____
Cabinet Secretary

May 1, 2021 Signature _____
Cabinet Secretary

November 3, 2021 Signature _____
Cabinet Secretary

EXHIBIT A

SAMPLE RULES OF PROCEDURE

*These Sample Rules of Procedure are guidelines and may be amended by the district cabinet and adopted by the delegates of the convention.*¹⁵

DISTRICT N 1 CONVENTION

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

Rule 2.

Except as otherwise provided in the Lions Clubs International Constitution and By-Laws, the District N 1 Constitution and By-Laws, national custom and practice or these rules, Robert's Rules of Order, Newly Revised shall govern all questions of order and procedure.

Rule 3.

- (a) The credentials committee shall be composed of the district governor, as chairperson, the cabinet secretary/treasurer and two other non-officers of the district appointed by the district governor; provided, however, the district governor may designate any other committee member as chairperson. The credentials committee's primary responsibility shall be to verify club delegate credentials. In carrying out this responsibility, the credentials committee shall have the powers and shall perform the duties as established by national custom and practice or as set forth in Robert's Rules of Order, Newly Revised.
- (b) The registration and certification of delegates shall occur on the day(s) of _____ between the hours of _____ and _____.
- (c) The number of certified delegates shall be announced to the convention upon close of certification and prior to the commencing of voting.

Rule 4.

- (a) 60 days prior to the convening of the convention, the district governor, unless otherwise provided, shall appoint, and designate the chairperson of, a nominations committee consisting of not less than three (3) and no more than five (5) members. It shall be the committee's responsibility to review the qualifications of each nominated candidate within thirty (30) days prior to the election and rule on the eligibility of the same.
- (b) Candidate may withdraw from the contest at any time prior to the issuance of the final report of the nominations committee.

Rule 5. Replacement of delegates and alternate delegates.

- (a) To replace a delegate and/or alternate delegate already certified, the replacement must provide a certificate signed by two officers of the club, certifying that the replacement is eligible as an alternate delegate.

¹⁵ These are the minimum requirements. The district may add additional rules so long as they are not in conflict with mandatory rules.

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

Rule 6.

Nominations for the offices of district governor, first and second vice district governor and such other offices to be filled by the convention shall be limited to nominating/ seconding speeches not to exceed _____ minute(s) for each nominee.

Rule 7.

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

Rule 8. Voting.

- (a) Voting will take place at a predetermined location and time.
- (b) To secure a ballot card, the delegate shall present his/her credential certificate to voting personnel for verification. Once verified, the delegate shall be issued a ballot.
- (c) The voter shall indicate his/her vote by placing a mark in the appropriate location by the name of the candidate of his/her choice. The mark must be placed in the proper location to constitute a valid vote. Any ballot containing votes for more than the specified number of offices to be filled in any section shall be declared invalid to that particular section.
- (d) A majority vote shall be necessary to elect the district governor, first vice district governor and second vice district governor. A majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. If a majority vote is not received in the election of district governor, first vice district governor and second vice district governor, a vacancy shall occur and Article IX, Section 6(d) of the International By-Laws shall apply.
- (e) A majority vote shall be necessary to elect all other candidates. In the event any one candidate shall fail to receive the required number of votes to be elected, additional balloting shall take place as outlined in this section until such time as one candidate secures a majority vote.

EXHIBIT B

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

Rule 1. In the event a vacancy arises in the office of district governor, it shall be the duty of the immediate past district governor, or if not available, the most recent past district governor who is available, upon notification from the international office, to convene a meeting of the immediate past district governor, first and second vice district governors, and all past international presidents, past international directors and past district governors **who are members in good standing of a chartered Lions club in good standing within the district** for the purpose of recommending a club endorsed Lion for appointment by the International Board of Directors.

Rule 2. Written invitations to this meeting shall not less than fifteen (15) days in advance of the meeting. The immediate past district governor, as the meeting's chairperson, shall have the authority to select the meeting site, date and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue.

Rule 3. The chairperson shall maintain a **written** attendance roster.

Rule 4. Each Lion who is entitled to attend the meeting may make one nomination of his/her choice from the floor.

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

Rule 6. Voting.

- (a) Voting will occur immediately after the close of nominations.
- (b) Voting will be by written ballot.
- (c) The member shall indicate his/her vote by writing the name of his/her choice on the ballot. Any ballot containing votes for more than one nominee shall be declared invalid.
- (d) A majority vote shall be necessary to recommend a member for appointment as district governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place as outlined in this Rule 6 until such time as one candidate secures a simple majority vote.

Rule 7. At the conclusion of the meeting, but in no event more than seven (7) days after the conclusion of the meeting, the chairperson will forward a written report of the voting results to the international office together with evidence of invitations sent and attendance at the meeting.

Rule 8. The International Board of Directors, pursuant to Article IX, Sections 6(a) and (d) of the International By-Laws shall consider, but is not bound by, any recommendation resolved at the special meeting. The International Board of Directors reserves the right to appoint the recommended or any club member as district governor for the (remainder of the) term.

EXHIBIT C

RULES OF PROCEDURE SPECIAL MEETING TO RECOMMEND A LION FOR APPOINTMENT AS FIRST OR SECOND VICE DISTRICT GOVERNOR

Rule 1. In the event a vacancy arises in the office of first or second vice district governor, the district governor shall convene a meeting of the members as defined in Article II, Section 6 of these By-laws 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 endorsed member as first or second vice district governor for the remainder of the term.

Rule 2. In filling said vacancy, it shall be the duty of the district governor, or if not available, the most recently serving past district governor who is available, to send out written invitations no less than fifteen (15) days in advance of the meeting, to attend said meeting and it shall also be his/her responsibility to preside as chairperson of the meeting. The district governor, as the meeting's chairperson, shall have the authority to select the meeting site, date and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time.

Rule 3. The district governor shall maintain a written attendance roster.

Rule 4. Each Lion who is entitled to attend the meeting may make one nomination of his/her choice from the floor.

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

Rule 6. Voting.

(a) Voting will occur immediately after the close of nominations.

(b) Voting will be by written ballot.

(c) The member shall indicate his/her vote by writing the name of his/her choice on the ballot.

Any ballot containing votes for more than one nominee shall be declared invalid.

(d) A majority vote shall be necessary to recommend a member for appointment as first or second vice district governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place as outlined in this Rule 6 until such time as one candidate secures a simple majority vote.

Rule 7. At the conclusion of the meeting, but in no event more than seven (7) days after the conclusion of the meeting, the chairperson will forward a written report of the voting results to the international office together with evidence of invitations sent and attendance at the meeting.

EXHIBIT D (1)

Nominating Committee Checklist District Governor Candidate

This checklist must be completed for each candidate and submitted to the Elections Committee according to the LCI Standard District Constitution and Bylaws.

Name of Candidate: _____

Name of Candidate's Lions Club: _____

Date of Nominating Committee Meeting: _____

Date of Election: _____

Candidate has submitted sufficient evidence showing that he/she has met the following Requirements:

- ☐ Candidate is an active member in good standing of a chartered Lions Club in Good Standing* in his/her single or sub-district.
- ☐ Candidate endorsed by his/her Lions Club or a majority of the Lions Clubs in the District.
- ☐ Candidate is currently serving as the first vice district governor within this district.

In the event the current first vice district governor does not stand for election as district governor, or if a vacancy in the position of first vice district governor exists at the time of the district convention, the candidate fulfills the following qualifications:

- ☐ Club President: _____ Year Served _____
- ☐ Club Board of Directors _____ Two (2) Years Served _____
- ☐ District Cabinet (check one)
- ☐ Zone or Region Chairperson _____ Year Served _____
- ☐ Cabinet Secretary and/or Treasurer) _____ Year Served _____
- ☐ One (1) additional year as a member of district cabinet
Position held: _____ Year Served _____
- ☐ With none of the above being accomplished concurrently.

**Please note that if the club has any outstanding dues, the candidate should be notified and provided up until fifteen (15) days prior to the close of credential certification to ensure that his/her club pay outstanding dues.*

I have reviewed this checklist and certify that the candidate listed above has met the requirements for District Governor in accordance with the International By-Laws, Article IX, Section 4.

Nominating Committee Chairperson

Date

Nominating Committee Member

Date

EXHIBIT D (2)

**DISTRICT N 1 OFFICER'S ELECTION NOMINATION FORM
2023-2024
District Governor Candidate**

Name of Candidate: _____
Name of Candidate's Spouse/Adult Companion: _____
Candidate's Address: _____
Phone (H): _____ (W) _____ (Cell) _____ (Fax) _____
Email: _____

The _____ Lions Club, a Club in good standing in Lions District N 1 is please to nominate Lion _____ for the office of District Governor. A Resolution of Endorsement was passed at our meeting of (date) _____ and, we further affirm that Lion _____ is well qualified for the position and meets the qualifications to serve as follows:

Club President: _____ Year Served _____
Club Board of Directors Two (2) _____ Years Served _____ Years Served _____
District Cabinet (check one)
 Zone or Region Chairperson _____ Year Served _____
 Cabinet Secretary/Treasurer _____ Year Served _____
 One (1) additional year as a member of district cabinet
 Position held: _____ Year Served _____
First Vice District Governor _____ Year Served _____
Second Vice District Governor _____ Year Served _____
With none of the above being accomplished concurrently.

I, Lion _____ am pleased to have my name placed in nomination for the Office of District Governor for 2023-2024, by the _____ Lions Club and if elected, I will do my utmost to fulfill the position satisfactorily.

Signature of Candidate	Date
Signature of Club President	Date
Signature of Club Secretary	Date

This form must be completed for each candidate and submitted to the Nominating Committee according to the LCI Standard District Constitution and Bylaws, with a copy to the District Governor.

EXHIBIT E (1)

Nominating Committee Checklist First Vice District Governor Candidate

This checklist must be completed for each candidate and submitted to the Elections Committee prior to the day of the Nominating Committee's report at the District Annual Convention.

Name of Candidate: _____

Name of Candidate's Lions Club: _____

Date of Nominating Committee Meeting: _____

Date of Election: _____

Candidate has submitted sufficient evidence showing that he/she has met the following Requirements:

- ☐ Candidate is an Active Member in good standing of a chartered Lions Club in Good Standing* in his/her single or sub-district.
- ☐ Candidate endorsed by his/her Lions Club or a majority of the Lions Clubs in the District.
- ☐ Candidate is currently serving as the second vice district governor within this district.

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, the candidate fulfills the qualifications for the office of second vice district governor:

- ☐ Club President: _____ Year Served _____
- ☐ Club Board of Directors _____ Two (2) Years Served _____
- ☐ District Cabinet (check one)
- ☐ Zone or Region Chairperson _____ Year Served _____
- ☐ Cabinet Secretary and/or Treasurer _____ Year Served _____
- ☐ With none of the above being accomplished concurrently.

**Please note that if the club has any outstanding dues, the candidate should be notified and provided up until fifteen (15) days prior to the close of credential certification to ensure that his/her club pay outstanding dues.*

I have reviewed this checklist and certify that the candidate listed above has met the requirements for First Vice District Governor in accordance with the International By-Laws, Article IX, Section 6(b).

Nominating Committee Chairperson

Date

Nominating Committee Member

Date

EXHIBIT E (2)

**DISTRICT N 1 OFFICER'S ELECTION NOMINATION FORM
2023-2024
First Vice District Governor Candidate**

Name of Candidate: _____
Name of Candidate's Spouse/Adult Companion: _____
Candidate's Address: _____
Phone (H): _____ (W) _____ (Cell) _____ (Fax) _____
Email: _____

The _____ Lions Club, a Club in good standing in Lions District N 1 is please to nominate Lion _____ for the office of District Governor. A Resolution of Endorsement was passed at our meeting of (date) _____ and, we further affirm that Lion _____ is well qualified for the position and meets the qualifications to serve as follows:

Club President:	Year Served _____	
Club Board of Directors Two (2)	Years Served _____	Years Served _____
District Cabinet (check one)		
Zone or Region Chairperson	Year Served _____	
Cabinet Secretary/Treasurer	Year Served _____	
One (1) additional year as a member of district cabinet		
	Position held: _____	Year Served _____
Second Vice District Governor Year Served _____		

With none of the above being accomplished concurrently.

I, Lion _____ am pleased to have my name placed in nomination for the Office of First Vice District Governor for 2023-2024, by the _____ Lions Club and if elected, I will do my utmost to fulfill the position satisfactorily.

_____ Signature of Candidate	_____ Date
_____ Signature of Club President	_____ Date
_____ Signature of Club Secretary	_____ Date

This form must be completed for each candidate and submitted to the Nominating Committee at least 30 days prior to the District Annual Convention, with a copy to the District Governor

EXHIBIT F (1)

Nominating Committee Checklist Second Vice District Governor Candidate

This checklist must be completed for each candidate and submitted to the Elections Committee thirty (30) days prior to the election (March 23rd, 2022).

Name of Candidate: _____

Name of Candidate's Lions Club: _____

Date of Nominating Committee Meeting: _____

Date of Election: _____

Candidate has submitted sufficient evidence showing that he/she has met the following Requirements:

- ☐ Candidate is an Active Member in good standing of a chartered Lions Club in Good Standing* in his/her single or sub-district.
- ☐ Candidate endorsed by his/her Lions Club or a majority of the Lions Clubs in the District.
- ☐ Club President: _____ Year Served _____
- ☐ Club Board of Directors _____ Two (2) Years Served _____
- ☐ District Cabinet (check one)
- ☐ Zone or Region Chairperson _____ Year Served _____
- ☐ Cabinet Secretary and/or Treasurer _____ Year Served _____
- ☐ With none of the above being accomplished concurrently.

**Please note that if the club has any outstanding dues, the candidate should be notified and provided up until fifteen (15) days prior to the close of credential certification to ensure that his/her club pay outstanding dues.*

I have reviewed this checklist and certify that the candidate listed above has met the requirements for Second Vice District Governor in accordance with the International By-Laws, Article IX, Section 6(c).

Nominating Committee Chairperson _____ Date _____

Nominating Committee Member _____ Date _____

EXHIBIT F (2)

**DISTRICT N 1 OFFICER'S ELECTION NOMINATION FORM
2023-2024
Second Vice District Governor Candidate**

Name of Candidate: _____
Name of Candidate's Spouse/Adult Companion: _____
Candidate's Address: _____
Phone (H): _____ (W) _____ (Cell) _____ (Fax) _____
Email: _____

The _____ Lions Club, a Club in good standing in Lions District N 1 is please to nominate Lion _____ for the office of District Governor. A Resolution of Endorsement was passed at our meeting of (date) _____ and, we further affirm that Lion _____ is well qualified for the position and meets the qualifications to serve as follows:

Club President:	Year Served _____	
Club Board of Directors Two (2)	Years Served _____	Years Served _____
District Cabinet (check one)		
Zone or Region Chairperson	Year Served _____	
Cabinet Secretary/Treasurer	Year Served _____	
One (1) additional year as a member of district cabinet		
Position held: _____ Year Served _____		

With none of the above being accomplished concurrently.

I, Lion _____ am pleased to have my name placed in nomination for the Office of Second Vice District Governor for 2023-2024, by the _____ Lions Club and if elected, I will do my utmost to fulfill the position satisfactorily.

_____ Signature of Candidate	_____ Date
_____ Signature of Club President	_____ Date
_____ Signature of Club Secretary	_____ Date

This form must be completed for each candidate and submitted to the Nominating Committee at least 30 days prior to the District Annual Convention, with a copy to the District Governor

EXHIBIT G

Standard Ballot District Governor, First Vice District Governor & Second Vice District Governor Elections

Sample 1: Ballot where there are two candidates.

Instructions: Clearly indicate your vote by placing an appropriate symbol¹⁶ in the box next to the name of the candidate you are casting your vote for.

Position	Name	Vote
First Vice District Governor		
	Candidate A	
	Candidate B	

Sample 2: Ballot where there is only one candidate.

Instructions: Clearly indicate your vote by placing an appropriate symbol¹⁷ in the box indicating a yes or a no vote for the candidate.

Position	Name	Yes	No
District Governor			
	Candidate A		

Sample #3: Ballot where there are three or more candidates:

(Note: there are a few different options when there is more than one candidate. If time permits, you may have the voter indicate their selection next to the candidate they wish to vote for. If no candidate receives a majority of the votes, then the candidate with the lowest amount of votes is dropped off the ballot and another vote is taken (The ballot would look like Sample #1 above). This process would continue until a candidate receives the required number of votes. As most districts do not have the time to conduct such a lengthy process, the option of Preferential Voting allows the voter to complete one ballot. Following is an example of a Preferential Voting Ballot):

Instructions. Indicate your preference by clearly marking next to each candidate's name a number (1, 2, 3 or 4) indicating your preference in the order in which you would elect the candidate (i.e., 1, representing highest preference, 2 – next preference, etc).

¹⁶ Please note that the district should indicate the appropriate symbol to use or approved stamp provided to all voters.

¹⁷ Please note that the district should indicate the appropriate symbol to use or approved stamp provided to all voters. In addition, a candidate must receive a majority of affirmative votes to move forward. If there is a tie between a yes and no vote, the candidate would not have received the required number of votes to be elected and it would result in an vacancy.

Position	Name	Preference/ Rank
Second Vice District Governor		
	Candidate A	4
	Candidate B	2
	Candidate C	1
	Candidate D	3

Rules for Preferential Voting:

1. On the preferential ballot - for each office to be filled the voter is asked to indicate the order in which he prefers all the candidates, placing the numeral 1 beside his first preference, the numeral 2 beside his second preference, and so on for every possible choice.
2. In counting the votes for a given office, the ballots are arranged in piles according to the indicated first preferences – one pile for each candidate.
3. The number of ballots in each pile is then recorded for the tellers' report. These piles remain identified with the names of the same candidates throughout the counting procedure until all but one are eliminated as described below.
4. If more than half of the ballots show one candidate indicated as first choice, that choice has a majority in the ordinary sense and the candidate is elected. But if there is no such majority, candidates are eliminated one by one, beginning with the least popular, until one prevails, as follows:
 - a. The ballots in the thinnest pile – that is, those containing the name designated as first choice by the fewest number of voters – are redistributed into the other piles according to the names marked as second choice on these ballots.
 - b. The number of ballots in each remaining pile after this distribution is again recorded.
 - c. If more than half of the ballots are now in one pile, that candidate is elected. If not, the next least popular candidate is similarly eliminated, by taking the thinnest remaining pile and redistributing its ballots according to their second choices into the other piles, except that, if the name eliminated in the last distribution is indicated as second choice on a ballot, that ballot is placed accordingly to its third choice.
 - d. Again the number of ballots in each existing pile is recorded, and if necessary, the process is repeated – by redistributing each time the ballots in the thinnest remaining pile, according to the marked second choice or most-preferred choice among those not yet eliminated – until one pile contains more than half of the ballots, the result being thereby determined.
 - e. The tellers' report consists of a table listing all candidates, with the number of ballots that were in each pile after each successive distribution.
5. If a ballot having one or more names not marked with any numeral comes up for placement at any stage of the counting and all of its marked names have been eliminated, it should not be placed in any pile, but should be set aside.

6. If at any point two or more candidates are tied for the least popular position, the ballots in their piles are redistributed in a single step, all of the tied names being treated as eliminated.
7. In the event of a tie in the winning position – which would imply that the elimination process is continued until the ballots are reduced to two or more equal piles – the election should be resolved in favor of the candidate that was strongest in terms of first choice (by referring to the record of the first distribution).

EXHIBIT H

DISTRICT N 1 OFFICER'S ELECTION NOMINATION FORM 2023-2024 Zone Chair Candidate

Name of Candidate: _____

Name of Candidate's Spouse/Adult Companion: _____

Candidate's Address: _____

Phone (H): _____ (W): _____ (Cell): _____ (Fax): _____

Email : _____

The _____ Lions Club, a Club in good standing in Lions District N 1 is please to nominate Lion _____ for the office of Zone _____ Chair. A Resolution of Endorsement was passed at our meeting of (date) _____ and, we further affirm that Lion _____ is well qualified for the position and meets the qualifications to serve as follows:

Club President: Year Served _____

Club Board of Directors Two (2) Years Served _____ Years Served _____

With none of the above being accomplished concurrently.

I, Lion _____ am pleased to have my name placed in nomination for the Office of Zone Chair for 2032-2024, by the _____ Lions Club and if elected, I will do my utmost to fulfill the position satisfactorily.

Signature of Candidate

Date

Signature of Club President

Date

Signature of Club Secretary

Date

This form must be completed for each candidate and submitted to the sitting Zone Chair not less than 5 days prior to the Zone election, with a copy of the nomination form from the elected member in their zone to the District Governor and First Vice District Governor.

All Candidates, whether Zone Approved or by Application, must submit this form, duly signed, to the District Governor and First Vice District Governor not less than 5 days before the District Annual Convention.

EXHIBIT I (1)

Nominating Committee Checklist Cabinet Treasurer Candidate

This checklist must be completed for each candidate and submitted to the Elections Committee thirty (30) days prior to the election.

Name of Candidate: _____

Name of Candidate's Lions Club: _____

Date of Nominating Committee Meeting: _____

Date of Election: _____

Candidate has submitted sufficient evidence showing that he/she has met the following Requirements:

- ☐ Candidate is an Active Member in good standing of a chartered Lions Club in Good Standing in his/her single or sub-district.
- ☐ Candidate endorsed by his/her Lions Club's President (reference letter).
- ☐ Club Officer (Check all that apply)
 - ☐ Club Secretary Year Served _____
 - ☐ Club Treasurer Year Served _____
 - ☐ Club Board of Directors Two (2) Years Served _____
 - ☐ District Cabinet (check one)
 - ☐ Zone or Region Chairperson Year Served _____
 - ☐ Cabinet Secretary and/or Treasurer Year Served _____
- ☐ With none of the above being accomplished concurrently.
- ☐ District N 1 Lion Reference
- ☐ Applicable Accounting Experience

**Please note that if the club has any outstanding dues, the candidate should be notified and provided up until fifteen (15) days prior to the close of credential certification to ensure that his/her club pay outstanding dues.*

I have reviewed this checklist and certify that the candidate listed above has met the requirements for Cabinet Treasurer in accordance with the International By-Laws, Article X, Section 2(f) and District Constitution and By-laws, Exhibit I (2).

Nominating Committee Chairperson

Date

Nominating Committee Member

Date

EXHIBIT I (2)

CABINET TREASURER - Application and Annual Review Checklist

CABINET TREASURER – Application

This application must be submitted to the Nominations Chair and copied to the 1st Vice District Governor thirty (30) days prior to Convention

Application:

1. Name: _____ Name of Spouse/Partner: _____
2. Address: _____
3. Name of Lions Club: _____ Years in Lions: _____
4. Telephone: _____ Fax: _____ E-Mail: _____
5. Position held in *Lionism*; Pres___ Sec___ Treasurer___ Zone Chair___ Reg Ch___ VD
Gov___ District Governor___ Council Chair___ Council Sec-Treasurer___ Cabinet Sec-
Treasurer___ Cabinet Secretary___ Cabinet Treasurer___
Committee Chair: List: _____

District Committee Chair: List _____

Other positions in *Lionism*: _____

6. Other relevant positions held outside *Lionism* (work or other): _____

7. Briefly describe your experiences, abilities or skills in the following fields:
 - a) Financial Organization / management: (investments, banking, etc.) _____

 - b) Reporting and record keeping: _____

 - c) Finances: (bookkeeping, budgeting, etc.) _____

 - d) Knowledge of the District N 1 Constitution, By-Laws, and Policy Manual: _____

 - e) Computer skills and programs: _____

f) Other relevant skills or experience: _____

8. REFERENCES: Please provide letters from your Club President and one other District N 1 Lion

Name: _____ Signature: _____
Address: _____ Phone Number: _____
E-Mail: _____

Purpose - To prepare and provide District N 1 with accurately presented financial records, budgeting comparisons and directive assistance and direction in financial strategic planning activities

Selection Criteria - *Elected at Annual Meeting, from a pool of qualified Candidates as recommended by the Finance Committee in consultation with the Auditor, by vote of District N 1 voting delegates or in the absence of qualified applicants, by a one (1) year appointment of the incoming District Governor in consultation with the Finance committee.*

Term - One (1) year,

Supervised By – District Governor and District Cabinet

Evaluation - Review by Finance Committee of Checklist and the duties as defined under By-laws Article III Section 4.2

Position Requirements - Financial background and/or bookkeeping procedure experience with good Lions knowledge

Responsibilities& Performance Goals

- Review issues and requests as directed by the District Governor and District Cabinet
- Regularly monitors expenditures and revenues and prepares comparative statements.
- Provides background in financial strategic planning activities.
- Attend Cabinet Meetings held at least 4 times annually, to present current statements, and District Governor Team and Committee meetings as requested
- Monitor expense claims for compliance to Policy
- Meet deadlines
- *Ensures that District N 1 has the tools for effective planning processes in place that provides appropriate alignment of financial resources with strategic directions.*
- *Provide direction and knowledge to the District Governor and District N 1 members on all matters pertaining to financial operating procedure according to the laws of Canada, of Lions Clubs International and District N 1.*
- *Oversees short and long-term investments as well as Restricted or reserved funds.*
- *Recommend to and serve on the Finance Committee including but not limited to assist in the preparation of District N 1's annual budget.*
- *Assesses District N 1's financial requirements on a continuous basis and recommend strategies and measures to increase District N 1's overall level of resources to the Cabinet and the Lions of District N 1 that will sustain current and future programs and educational needs.*
- *Monitors annual financial results of operations and report to the District governor and District Cabinet and the Lions of District N 1 on any matters of significance.*

- *Responds to all matters related to any Committee's financial mandate as may be referred to it by the District Governor, and to act according to the nature of the referral.*
- *Initiates any reviews, studies, initiatives etc. necessary to carry out the financial mandate of the Committees.*
- *Promotes transparency and accountability in all financial planning activities of District N 1.*
- Following adoption of the Budget, the Treasurer shall regularly monitor expenditures and revenues of the District so as to ensure correctness of expenses and revenues, proper allocation to the respective applicable revenue and expense categories and be respective of budgetary items.

CABINET TREASURER - Checklist

- | | |
|---|-------|
| 1. Club Billings by July 30th | _____ |
| 2. Lions Club International paid by August 31st | _____ |
| 3. Multiple District N dues paid August 31st | _____ |
| 4. Attend District Governor Organizational Meeting | _____ |
| 5. Statement prepared and presented- 1st Cabinet Meeting | _____ |
| 6. Statement prepared and presented- 2nd Cabinet Meeting | _____ |
| 7. Club Billings January 31st | _____ |
| 8. Lions Club International paid by January 31st | _____ |
| 9. Multiple District N dues paid January 31st | _____ |
| 10. Statement prepared and presented- 3rd Cabinet Meeting | _____ |
| 11. Statement prepared and presented- Annual Meeting | _____ |
| 12. Cheque book and bank account to incoming Treasurer** | _____ |
| 13. Final Treasurers Statement distributed by July 31st | _____ |
| 14. Records to Auditor by August 15th | _____ |

**** Final Expenses of the District are to be dated June 30th or accrued as of June 30th. View access may be retained by prior year's Treasurer until August 15th.**

EXHIBIT J

DISPUTE RESOLUTION PROCEDURES

Lions Club International Board Policy Manual CHAPTER XXV

A. CLUB DISPUTE RESOLUTION PROCEDURE

1. Disputes Subject to Procedure All disputes arising between any member or members, or a former member or members, and the club, or any officer on the board of the club, relative to membership, or the interpretation, breach of, or application of the club's constitution and by-laws, or the expulsion of any member from the club, or any other internal Lions club matter whatsoever which cannot be satisfactorily resolved through other means, shall be settled by dispute resolution. Except as otherwise provided herein, any time limits specified in this procedure may be shortened or extended by the district governor, conciliator 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.

2. Request for Dispute Resolution and Filing Fee Any party to the dispute may file a written request with the district governor (a "complaint") asking that dispute resolution take place. All requests for dispute resolution must be filed with the district governor within thirty (30) days after the member knew or should have known of the occurrence of the event upon which the request is based. A copy of the complaint shall be sent to the respondent(s). A complaint filed under this procedure must be accompanied by a US\$50.00 filing fee or its equivalent in the respective national currency, payable by each complainant to the district (single or sub-), which shall be submitted to the district governor at the time the complaint is filed. Each district (single or sub-) may determine whether a higher filing fee will be charged for filing a complaint under this procedure. Any such higher filing fee must be approved by majority vote of the district cabinet in advance of charging any fee for filing a complaint under this procedure and any such fee shall not exceed US\$250.00, or its equivalent in the respective national currency, payable to the district (single or sub-). The entire filing fee will be retained by the district (single or sub-) as an administrative fee and shall not be refunded to any party unless a refund procedure is approved by the district cabinet. All expenses incurred relative to this dispute resolution procedure are the responsibility of the district (single or sub-), unless established district (single or sub-) policy provides that all expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute.

3. Response to Complaint The respondent(s) to the complaint may file a written response to the complaint with the district governor within ten (10) days of receiving notice of the complaint. A copy of the response shall be sent to the complainant(s). Effective July 4, 2019 Chapter XXV Page 2

4. Confidentiality Once a complaint has been filed, communications between the complainant(s), respondent(s), district governor and conciliator should be kept confidential to the extent possible.

5. Selection of Conciliator Within fifteen (15) days of receipt of the complaint, the district governor shall appoint a neutral conciliator to hear the dispute. The conciliator shall be a past district governor who is currently a member in good standing of a club in good standing, in the district (single or sub-) in which the dispute arises, other than the club which is a party to the

dispute, and who is impartial on the matter in dispute and without loyalties to any party to the dispute. The district governor shall notify the parties, in writing, of the name of the appointed conciliator. In the event an appointed conciliator is not acceptable to any party, the objecting party must submit a written statement to the district governor team (district governor, first vice district governor and second vice district governor) within ten (10) days of receiving the district governor's notice of appointment identifying all the reasons for such an objection. If no such objection is received, the conciliator shall be deemed acceptable to all parties.

If the district governor team determines by a majority decision, in their sole discretion, that the party's written objection statement sufficiently demonstrates that the appointed conciliator lacks neutrality, the district governor team by a majority decision shall appoint a substitute conciliator who is currently a member in good standing of a club in good standing, in the district (single or sub-) in which the dispute arises, other than the club which is a party to the dispute, or from an adjacent district, and who is impartial on the matter in dispute and without loyalties to any party to the dispute. Otherwise, the district governor team by a majority decision shall issue their denial of the objection(s) and confirm the appointment of the original conciliator, in writing, to all parties. The district governor team's decision and appointment shall be determined within fifteen (15) days of receiving any party's written objection statement.

Upon appointment, the conciliator shall have all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure. The time limits in this Section 5 may not be shortened or extended by the district governor or the district governor team. If the district governor does not appoint a conciliator to hear the dispute within fifteen (15) days of receipt of the complaint, the Legal Division will appoint a conciliator to hear the dispute. The conciliator shall be a **past district governor** who is currently a member in good standing of a club in good standing, in the district (single or sub-) in which the dispute arises, other than the club which is a party to the dispute, and who is impartial on the matter in dispute and without loyalties to any party to the dispute. The Legal Division shall notify the parties, in writing, of the name of the appointed conciliator. In the event an appointed conciliator is not acceptable to any party, the objecting party must submit a written statement to the Legal Division within ten (10) days of receiving the Legal Division's notice of appointment identifying all the reasons for such an objection. If no such objection is received, the conciliator shall be deemed acceptable to all parties.

If the Legal Division determines, in their sole discretion, that the party's written objection statement sufficiently demonstrates that the appointed conciliator lacks neutrality, the Legal Division shall appoint a substitute conciliator as provided above. Otherwise, the Legal Division shall issue his or her denial of the objection(s) and confirm the appointment of the original conciliator selected by the Legal Division, in writing, to all parties. The Legal Division's decision and appointment shall be determined within fifteen (15) days of receiving any party's written objection statement. Upon appointment, the conciliator shall have all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure.

6. Conciliation Meeting & Decision of Conciliator Upon being appointed, the conciliator 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 conciliator. The objective of the conciliator shall be to find a prompt and amicable resolution to the dispute. If such conciliation efforts are unsuccessful, the conciliator shall have the authority to issue his or her decision relative

to the dispute. The conciliator shall issue the 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. A copy of the written decision shall be provided to all parties, the district governor and, upon request, to the Legal Division of Lions Clubs International. The decision of the conciliator 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 conciliator constitutes conduct unbecoming a Lion and is subject to loss of membership privileges and/or charter cancellation.

B. DISTRICT DISPUTE RESOLUTION PROCEDURE

1. Disputes Subject to Procedure All disputes relative to membership, club boundaries, or interpretation, breach of, or application of the district (single or sub-) constitution and by-laws, or any policy or procedure adopted from time to time by the district (single or sub-) cabinet, or any other internal Lions district (single or sub-) matters that cannot be satisfactorily resolved through other means, arising between any clubs in the district (single or sub-), or any club(s) and the district (single or sub-) 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 district governor or, in the event the complaint is directed against the district governor, the immediate past district governor, conciliators or the International Board of Directors (or its designee) Effective July 4, 2019 Chapter XXV Page 4 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.

2. Complaints and Filing Fee Any Lions club in good standing within the association (the “complainant”) may file a written request with the district governor or, in the event the complaint is directed against the district governor, the immediate past district governor (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 secretary certifying that a resolution in support of filing the complaint has been adopted by a majority of the entire membership of the club. 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 district (single or sub-) which shall be submitted to the district governor or, in the event the complaint is directed against the district governor, the immediate past district governor, 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 district (single or sub-) 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 district (single or sub-) 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 district (single or sub-) 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 district (single or sub-) 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 district (single or sub-), unless established district (single or sub-) policy provides that all expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute.

3. Response to Complaint The respondent(s) to the complaint may file a written response to the complaint with the district governor or, in the event the complaint is directed against the district governor, the immediate past district governor, with a copy to the Legal Division, within ten (10) days of receiving notice of the complaint. A copy of the response shall be sent to the complainant(s). Effective July 4, 2019 Chapter XXV Page 5

4. Confidentiality Once a complaint has been filed, communications between the complainant(s), respondent(s), district governor or, in the event the complaint is directed against the district governor, the immediate past district governor, and conciliators should be kept confidential to the extent possible.

5. Selection of Conciliators Within fifteen (15) days of filing the complaint, each party to the dispute shall select one (1) neutral conciliator and the selected conciliators shall select one (1) neutral conciliator, who will serve as chairperson. The selected conciliators' decision relative to the selection of the conciliator/chairperson shall be final and binding. All of the selected conciliators shall be Lion leaders, preferably past district governors, who are currently members in good standing of clubs in good standing in the district (single or sub-) 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. 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 the time frame noted above, then the selected conciliators shall be automatically deemed to have resigned for administrative reasons and the parties must select new conciliators ("the second team of selected conciliators") who shall then select one (1) neutral conciliator/chairperson in accordance with the selection procedures and requirements described above. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within the district (single or sub-) in which the dispute arises, the selected conciliators may select one (1) neutral conciliator/chairperson who is a member of a club in good standing outside the respective district (single or sub-). In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within or outside the district (single or sub-) in which the dispute arises, then the past international director who most recently served on the International Board of Directors from within the district (single or sub-) in which the dispute arises or from an adjacent district (single or sub-), whichever is closest in proximity, shall be appointed as conciliator/chairperson. The time limits in this Section E may not be shortened or extended by the district governor or, in the event the complaint is directed against the district governor, the immediate past district governor, or the conciliators.

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 Effective July 4, 2019 Chapter XXV Page 6 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 district governor or, in the event the complaint is directed against the district governor, the immediate past district governor, and, to the Legal Division of Lions Clubs International. The decision of the conciliators must be consistent with any applicable provisions of the International, Multiple District and District Constitutions and By-Laws and policies of the International Board of Directors, and is subject to the authority of and further review by the International Board of Directors at the sole discretion of the International Board of Directors or its designee. Failure to comply with the final and binding decision of the conciliators constitutes conduct unbecoming a Lion and is subject to loss of membership privileges and/or charter cancellation.

C. MULTIPLE DISTRICT DISPUTE RESOLUTION PROCEDURE

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.

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 Effective July 4, 2019 Chapter XXV Page 7 has been adopted by a majority of the entire membership of the club or district cabinet. A copy of the complaint shall be sent to the respondent(s). A complaint filed under this procedure must be accompanied by a US\$750.00 filing fee, or its equivalent in the respective national currency, payable by each complainant to the multiple district which shall be submitted to the council chairperson or, in the event the complaint is directed against the council chairperson,

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

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, with a copy to the Legal Division, within ten (10) days of receiving notice of the complaint. A copy of the response shall be sent to the complainant(s).

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.

5. Selection of Conciliators Within fifteen (15) days of filing the complaint, each party to the dispute shall select one (1) neutral conciliator, who shall be a past district governor, preferably a past council chairperson, who is currently a member in good standing of a club in good standing, Effective July 4, 2019 Chapter XXV Page 8 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 the time frame noted above, then the selected conciliators shall be automatically deemed to have resigned for administrative reasons and

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

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. Effective July 4, 2019 Chapter XXV Page 9 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 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.

D. CONSTITUTIONAL COMPLAINTS PROCEDURE

1. All Constitutional Complaints Other Than District Governor/First and Second Vice District Governor Election Challenges All complaints, claims, or grievances, herein referred to collectively as “Complaints,” arising under or concerning the interpretation, breach of, or application of either the International Association of Lions Clubs’ Constitution and By-Laws or any policy or procedure adopted from time to time by the International Board of Directors must, as a condition precedent to any court proceeding to interpret, enforce, or declare rights or obligations under any of the provisions of the Constitution or By-Laws, International Board Policy or any policy or procedure adopted from time to time by the International Board of Directors, be first presented to and determined according to the following procedure. Any club submitting a Complaint under this procedure, other than those which concern the election of a district governor

or vice district governor which is heard under separate rules of procedure, must do so in compliance with and in a timely manner at each step of the procedure. Additionally, at each step of the procedure, 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. Failure to do so will preclude the further processing of the Complaint and constitute a waiver of all causes of action under either the Constitution and By-Laws, International Board Policy or any other policy or procedure adopted from time to time by the International Board of Directors, relating to that Complaint. If an appeal is not timely taken to the next Complaint Step, the Complaint and all matters relating to that Complaint will be final and binding based on the prior Complaint Step Decision.

2. Complaint Step One Effective July 4, 2019 Chapter XXV Page 10

A Complaint may be filed only by a Lions club or district (single, sub and multiple) in good standing within the association. Said Complaint must be presented in writing to the district (single or sub), with a copy to the Legal Division, in which the club is located within thirty (30) days after the Complainant knew or should have known of the occurrence of the event upon which the Complaint is based. The written Complaint should describe the nature of the issues and the requested remedy. The district governor or his designee shall thereafter provide a copy of the Complaint to the person against whom the Complaint requests a remedy, hereinafter referred to as the Respondent, and also to the international association, shall invite the Respondent to conciliate, and shall within thirty (30) days of receiving the Complaint review the Complaint and attempt to resolve the Complaint. The Complaint and all matters relating to the Complaint will be deemed waived if the Complainant refuses to conciliate. The district shall utilize its best efforts to conciliate the Complaint. If such conciliation is unsuccessful, the district shall notify the Complainant, the Respondent, and the Legal Division in writing of the status of the unsuccessful conciliation and provide the Complainant and the international association a Notice of Failure of Conciliation.

A Complaint filed under Complaint Step One must be accompanied by a US\$250.00 filing fee, or its equivalent in the respective national currency, payable by each Complainant to the district which shall be submitted to the district governor at the time the Complaint is filed. In the event the Complaint is settled or withdrawn during the conciliation efforts, US\$100.00 shall be retained by the district as an administrative fee and US\$75.00 shall be refunded to the Complainant and US\$75.00 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 or withdrawn during Complaint Step One 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 district as an administrative fee and shall not be refunded to any party. All expenses incurred relative to Complaint Step One are the responsibility of the district, unless established district policy provides that all expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute.

3. Complaint Step Two Effective July 4, 2019 Chapter XXV

Within ten (10) days of receipt of the district's Notice of Failure of Conciliation, the Complainant, if it wishes to pursue said complaint, must file a written Complaint Notice with the multiple

district, with a copy to the Legal Division, in which the club is located. The Complaint Notice shall explain the factual basis of the Complaint, the surrounding circumstances, and the remedy that the Complainant requests. The Complainant shall submit with its Complaint Notice all documents and other written submissions, including affidavits, relevant to or in support of the Complainant.

Within fifteen (15) days of its receipt of the Complaint Notice, the multiple district council chairperson or its designee shall provide a copy of the Complaint Notice and its attachments to the Respondent against whom the Complainant has requested a remedy and also a copy to the international association. The Respondent shall thereafter be provided forty-five (45) days within which to submit a written Response responding to the Complaint Notice.

The Effective July 4, 2019 Chapter XXV Page 11 Respondent's Response shall respond to the factual allegations set forth in the Complaint, provide copies of pertinent documents, including affidavits, and where appropriate, suggest an appropriate remedy. Within forty-five (45) days of the receipt of the Respondent's Response to the Complaint Notice, the multiple district council of governors shall appoint a committee of at least three neutral (3) members to investigate the Complaint Notice and Response. The committee members shall be past district governors, who are currently members in good standing of clubs 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. Upon appointment, the conciliators shall be deemed appointed with all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure. In investigating, the committee may request documents from the Complainant, the Respondent, or non-participants in the Complaint Procedure, interview witnesses, and use other investigatory devices.

Within forty-five (45) days of completion of its investigation, the committee shall review the written submissions from the Complainant and Respondent and the information from its investigation and shall thereafter issue to the Complainant and Respondent, as well as a copy to the Legal Division, a written Multiple District Decision resolving the issues raised by the Complaint Notice. The written decision shall be **signed by all the committee members**, with the dissent of any committee member properly noted.

The decision of the committee members 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. A Complaint filed under Complaint Step Two must be accompanied by a US\$250.00 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 at the time the Complaint is filed. In the event the Complaint is settled or withdrawn prior to a final decision by the appointed committee, US\$100.00 shall be retained by the multiple district as an administrative fee and US\$75.00 shall be refunded to the Complainant and US\$75.00 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 appointed committee finds 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\$150.00 shall be refunded to the Complainant. In the event the appointed committee denies the complaint for any reason, US\$100.00 shall be retained by the multiple district as an administrative fee and US\$150.00 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 Complaint Step Two are the responsibility of the multiple district, unless established multiple district policy provides that all expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute.

4. Complaint Step Three Effective July 4, 2019

Complaint Step Three If either the Complainant or Respondent is not satisfied with the Multiple District Decision, within thirty (30) days of its receipt of the Multiple District Decision, it shall file an appeal notice with the international association describing the nature of the issues and the requested remedy. The party against whom the remedy is requested and international association shall be provided a copy of the Appeal Notice.

A Complaint or Appeal filed under Complaint Step Three must be accompanied by a US\$250.00 filing fee, or its equivalent in the respective national currency, payable by each Complainant to the international association which shall be submitted to the Legal Division at the time the appeal is filed. In the event the Complaint/Appeal is settled or withdrawn prior to any notice, meeting or decision as provided under Complaint Steps Three or Four, US\$100.00 shall be retained by the international association as an administrative fee and US\$75.00 shall be refunded to the Complainant and US\$75.00 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/Appeal is not settled or withdrawn prior to any notice, meeting or decision as provided under Complaint Steps Three or Four, then the entire fee will be automatically retained by the international association as an administrative fee and shall not be refunded to any party. Said Appeal shall be processed in accordance with the following Rules of Procedure:

a. Within thirty (30) days of the receipt of the Appeal Notice, the international association shall arrange a fact finding conference between the Complainant and the Respondent. The conference shall be conducted by the international association's executive administrator or such other staff members of the international association that the executive administrator shall designate. If the Respondent is the executive administrator, the Appeal Notice shall be presented to any executive officer of the international association who shall thereafter conduct the fact finding conference. During that conference the executive administrator or his designee will attempt, if possible, to resolve the issues raised by the Appeal Notice. If within fifteen (15) days thereafter, the executive administrator or his designees are not able to otherwise resolve the issues raised by the Appeal Notice to the satisfaction of either the Complainant or Respondent, the Complainant, Respondent, and the Legal Division shall be provided a Notice of Failure to Resolve Appeal Notice.

b. Within thirty (30) days of their receipt of the Notice of Failure to Resolve Appeal Notice, either the Complainant or Respondent shall request in writing that the International Board

of Directors review the issues and make a decision through a Review and Conciliation Committee.

c. Multiple District Constitutional Complaint A complaint may be filed by a multiple district in good standing within the association and must be presented in writing to the International Board of Directors within thirty (30) days after the complainant knew or should have known of the Effective July 4, 2019 Chapter XXV Page 13 occurrence of the event upon which the complaint is based. The written complaint should describe the nature of the issues and the requested remedy. The multiple district should request in writing that the International Board of Directors review the issues and make a decision through a Review and Conciliation Committee.

Selecting the Review & Conciliation Committee

The Review and Conciliation Committee shall be the Constitution and By-Laws Committee of the International Board of Directors. The committee may add, within forty-five (45) days of its receipt of Notice of Failure to Resolve Appeal Notice, up to two (2) additional members in good standing of a Lions club, if in the committee's opinion members with special expertise are necessary to conciliate the matter. The members of the Review and Conciliation Committee shall designate a chairman who shall coordinate the committee's functions, including developing and fixing agendas and scheduling sessions for the committee, maintaining order, developing recommendations, assigning roles to panel members, resolving procedural issues, explaining settlement options, determining the suitability and number of witnesses, and addressing any other concerns of either the Complainant or Respondent.

Scheduling of the Review and Conciliation Committee

Within thirty (30) days of the selection of the Review and Conciliation Committee, the Review and Conciliation Committee shall notify the Complainant, Respondent, and the international association of

- (a) the time, date and location when the Review and Conciliation Committee will meet;
- (b) the names and titles of the five committee members;
- (c) the opportunity for the Complainant and Respondent to present its case at that meeting, including:

- (1) the opportunity to be represented by counsel at its expense;

- (2) the opportunity to discover documents and information prior to the meeting;

- (3) the opportunity to present written documents as evidence;

- (4) the opportunity to present oral testimony by witnesses;

- (5) the opportunity to orally argue its case during the meeting;

(6) the opportunity to submit written arguments prior to and at the close of the Review and Conciliation Committee meeting; and

(7) the opportunity to submit written arguments replying to written arguments submitted by the opposing party.

Functions and Authority of the Review and Conciliation Committee

The Review and Conciliation Committee shall review the facts and circumstances pertaining to the Appeal Notice and may, at its discretion, call its own witnesses at the meeting and request documents and information.

The Review and Conciliation Committee's Decision

Within sixty (60) days after the conclusion of the Review and Conciliation Committee meeting and the receipt of all written arguments by the Complainant and Respondent, the Review and Conciliation Committee shall issue a written Review and Conciliation Committee Decision. The Review and Conciliation Committee may affirm, reverse or Effective July 4, 2019 Chapter XXV Page 14 modify the Multiple District Decision; may describe what appropriate action is warranted; may decide that compensation for damages or affirmative relief is warranted; and may decide that either the Complainant or Respondent should pay the reasonable attorney's fees and costs the other party incurred in prosecuting or defending the Complaint, Multiple District Decision, or Appeal Notice. The Review and Conciliation Committee's Decision may not exceed the issues raised in the Appeal Notice. A copy of the Review and Conciliation Committee Decision shall be provided the Complainant, the Respondent, and the international association.

5. Complaint Step Four

If either the Complainant or Respondent is not satisfied with the Review and Conciliation Committee Decision, it shall, within thirty (30) days of receipt of that Decision, file with the international association a Request to Review requesting that the association's International Board of Directors review the Review and Conciliation Committee Decision. The Complainant and the Respondent shall, within forty-five (45) days thereafter, simultaneously provide forty-five copies (45) of any additional written argument or documents to the association's International Board of Directors. Provided that said request to review is received at the international office at least thirty (30) days prior to the date of the next regularly scheduled meeting, the association's International Board of Directors shall there after review the Review and Conciliation Committee's Decision and all additional written arguments or documents either the Complainant or Respondent has provided and, within sixty (60) days of its meeting, issue an International Board of Directors' Decision. In the event that said request is not received at least thirty (30) days prior to the next regularly scheduled meeting, the international board reserves the right to hear the matter at a subsequent meeting. The International Board of Directors' Decision will be final and binding on the Complainant and Respondent.

6. Additional Procedures

a. The International Board of Directors reserves the right to expedite this procedure, including the elimination of one or more complaint step(s), upon a showing of good cause. Within the time allowed for filing a Complaint or Appeal at any Complaint Step provided under this procedure, any Complainant or Respondent may submit a written request to the Legal Division of the international association for approval to eliminate one or more complaint step(s), providing all reasons for such request, which shall be reviewed by and decided in the sole discretion of the Chairperson of the Constitution and By-Laws Committee of the International Board of Directors.

b. Any time limits specified in this procedure may be shortened or extended upon a showing of good cause by the assigned decision maker at the specified Complaint Step stage. Effective July 4, 2019 Chapter XXV Page 15

c. Review and Conciliation Committee members shall be reimbursed in accordance with the International Association Rules of Audit for reasonable expenses they may incur in participating in the Review and Conciliation Committee.

d. The Complainant and Respondent shall not pursue administrative or judicial actions during the complaint process.

e. Prior to the meeting of the Review and Conciliation Committee, each party will be given a reasonable opportunity to review the documents submitted by the other party and submit additional documents. All documents that will be presented as evidence must be submitted to the Review and Conciliation Committee at least ten (10) days in advance of the Review and Conciliation Committee meeting.

f. Either the Complainant or Respondent may be represented by counsel at any Complaint Step stage.

E. INTERNATIONAL OFFICER DISTRICT GOVERNOR AND FIRST AND SECOND VICE DISTRICT GOVERNOR ELECTION COMPLAINTS PROCEDURE

The following rules of procedure shall apply for hearing constitutional complaints concerning international officer (international third vice president, international director and district governor) and /first and second vice district governor elections irregularities:

Document Distribution Guidelines: The party/parties to the complaint shall deliver all documents and related copies to the Legal Division at the International Office for distribution to the members of the Constitution and By-Laws Committee and the International Board of Directors. The party/parties to the complaint process shall not distribute documents directly to individual Directors or Executive Officers.

1. Complaint

a. A complaint may be filed by the unsuccessful candidate seeking election to the office of international third vice president, international director, district governor, or first or second vice district governor at the district (single, sub or multiple) ~~election being contested~~

convention. The complaint filed by the unsuccessful candidate must be accompanied by a resolution of support for filing the complaint by the Lions club of the unsuccessful candidate.

Alternatively, a complaint may be filed by a majority of the Lions clubs in good standing in the district (single, sub or multiple). The complaint must be accompanied by a resolution of support for filing the complaint by each of the clubs filing in the district (single, sub or multiple).

b. The initial notice of complaint, stating the reasons for the protest, must be received by fax, e-mail or other writing at the International Office within five (5) business days of said election. PROVIDED, however, that formal complaint documents shall conform to the format provided in Part E and be submitted within five (5) business days of the filing of the initial notice of complaint. Effective July 4, 2019 Chapter XXV Page 16

c. Must conform to the format in Section 5.

d. ~~District Governor~~ Election complaints filed under this procedure must be accompanied by US\$1,000.00 filing fee, or its equivalent in the respective national currency. In the event the complaint is withdrawn prior to the meeting at which the complaint is reviewed by Constitution and By-Laws Committee of the International Board of Directors, US\$200.00 shall be retained by the International Office as an administrative fee and US\$400.00 shall be refunded to the complainant and US\$400.00 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 International Board of Directors finds the complaint to have merit and the complainant is upheld, US\$350.00 shall be retained by the International Office as an administrative fee and US\$650.00 shall be refunded to the complainant. In the event the International Board of Directors denies the complaint, the filing fee will not be refunded.

e. ~~First or Second Vice District Governor election complaints must be accompanied by US\$1,000.00 filing fee, or its equivalent in the respective national currency. In the event the complaint is withdrawn prior to the consideration of the complaint by the International Board of Directors, US\$200.00 shall be retained by the International Office as an administrative fee and US\$400.00 shall be refunded to the complainant and US\$400.00 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 International Board of Directors finds the complaint to have merit and the complainant is upheld, US\$350.00 shall be retained by the International Office as an administrative fee and US\$650.00 shall be refunded to the complainant. In the event the International Board of Directors denies the complaint, the filing fee will not be refunded.~~

f. A copy of the complaint and any supporting documentation must be forwarded by complainant at the same time and by the same method of communication to the party/parties complained of. Upon receipt of any such complaint, the Legal Division, where feasible, may furnish a copy of the complaint to said party/parties. In no event shall this relieve the complainant of his/her responsibility. Verification of forwarding the complaint to the party/parties complained of shall be produced with the filing of the complaint. Failure

to provide verification may result in the complaint being returned as non-compliant or being denied.

2. Response

a. Response to the complaint must originate from party/parties complained of only and shall conform to the format provided in Part E herein and be received by the International Office within the time permitted as set by the Legal Division, which shall be no less than 10 days from date of request. PROVIDED, however, the general counsel in consultation with the chairperson of the Constitution and By-Laws Committee may permit for good cause the faxing of said response and/or extend by five (5) additional days the filing date of any response. Effective July 4, 2019 Chapter XXV Page 17

b. The response shall include a copy of the official minutes of the convention where the election was conducted, and copies of any applicable district (single, sub or multiple) constitution and by-laws, and convention election rules and/or voting requirements. The minutes shall include a report of the district convention (single, sub or multiple) election procedures and voting results, and shall be certified as to accuracy by the district governor and district cabinet secretary. The Legal Division may require additional documents in response to the complaint. Such documents shall be submitted within the time permitted as set by the Legal Division, which shall be no less than 10 days from date of request.

c. Copy of the response and any supporting documentation must be forwarded by the responding party at the same time and by the same method of communication to the respondent. Upon receipt of any such response, the Legal Division, where feasible, may furnish a copy of the response to said party/parties. In no event shall this relieve the complainant of his/her responsibility. Verification of forwarding the response to the complainant shall be produced with the filing of the response. Failure to provide verification may result in the response being returned as non-compliant or being denied.

3. Reply to Response

a. A reply to the response may be filed by the complaining party and must be received by the International Office within five (5) business days after receipt of the response. A reply shall be limited to five (5) pages in accordance with the format requirements provided for in this procedure in Part E herein. No additional documents will be accepted. The reply should address issues raised, if any, in the response and must not repeat allegations already contained in the complaint.

b. A copy of the reply must be forwarded by complainant at the same time and by the same method of communication to the party/parties complained of. Upon receipt of any such reply, the Legal Division, where feasible, may furnish a copy of the reply to said party/parties. In no event shall this relieve the complainant of his/her responsibility. Verification of forwarding the reply to the party/parties complained of shall be produced with the filing of the reply. Failure to provide verification may result in the reply being returned as non-compliant or being denied.

4. Response from Non-Party

The Legal Division may consider that any response or input from anyone other than a party to the complaint as peripheral and/or non-complying and may be returned and/or acknowledged as such.

5. Format of Complaint, Response and Reply

a. The original complaint shall contain the following parts in the order listed: (a) statement of facts necessary to the understanding of the complaint, stated accurately and fairly; (b) argument containing the contentions of the party/parties and reasons therefore; (c) a short conclusion stating the relief sought.

b. The text of every document including any appendix shall appear in 12 point or larger type (~~pica type, 10 pitch if typewritten~~). Footnotes shall appear in 9 point or larger type (~~elite type, 12 pitch if typewritten~~). Documents may not be reduced or typeface condensed to increase content of document. Photographically reduced documents shall not be considered and shall be returned to the sender. Every document shall be produced on opaque paper 8 ½ by 11 inches, or A/4, double spaced with three fourths (3/4) inch margin on all sides and shall be stapled or bound at the upper left hand corner. Documents may be printed on one side of the page only.

c. The complaint and response shall not exceed ten (10) pages with five (5) optional pages of support documentation, and the reply to the response shall not exceed five (5) pages and no additional documentation will be accepted. Each page shall be numbered sequentially as part of the total page limit (for example, page one of ten, page two of ten). Requests to exceed these page limits, or otherwise provide additional supporting documents, will be denied. Exclusive of page limitations, a single cover page must contain from the top of the page: (a) the district (single, sub or multiple) number; (b) the name, address, e-mail address and fax number of the complaining party; (c) name, address, e-mail address and fax number of the party/parties complained of; (d) election date; and, (e) election results including vote tabulation.

d. At the close of the document submitted, the original signature of the party submitting the document shall appear directly below the following statement: "I hereby agree that the decision of the International Board of Directors shall be final and binding." In addition, each page of the document shall be initialed by the submitting party. Further, in the event the complaint is filed by electronic means, the complainant must include a statement certifying that the documents submitted by electronic means are a true and correct copy of the original.

e. The Legal Division shall not accept for consideration any document that is not in compliance with these guidelines but shall return it indicating to the party any failure to comply. The document, however, shall be deemed timely filed provided that a proper document is substituted promptly. The International Board of Directors, through the Constitution and By-Laws Committee, may refuse to consider any resubmitted document not filed in accordance with these guidelines. The International Board of Directors shall not be required to consider any complaint, response to said complaint, or reply to the response,

which is not received in accordance with the above stated procedures or requirements. By filing a complaint, response or reply, the parties to the complaint agree to submit the matter for consideration by the International Board of Directors and further agree to abide by any and all decisions of Effective July 4, 2019 Chapter XXV Page 19 said Board. The decision of the International Board of Directors shall be final and binding.

6. District Governor Elect Seminar

The parties involved in a District Governor election complaint are not eligible to attend the Lions Clubs International District Governor Elect Seminar until the International Board of Directors adopts the election results for the district in which the complaint has arisen and declares that such results have become effective, or unless otherwise approved by the incoming International President. Each district (single, sub or multiple) may determine what district level training the parties to the complaint may attend to prepare for the upcoming fiscal year pending the outcome of the complaint.

F. DISTRICT GOVERNOR SUSPENSION POLICY

Requests for the suspension of a district governor may be brought for failure to fulfill or perform the duties of a district governor and/or the alleged serious violation of a provision of the International, Multiple and/or District Constitution and By-Laws or policy of the International Board of Directors and is of such a nature that it greatly diminishes the ability of the district governor to effectively lead the district. District Governor suspension is a temporary suspension of the rights, privileges and obligations of a district governor.

1. In the exceptional event that it is necessary to take immediate action in order to prevent harm to members of the association or to the public, to preserve the image of the association or for serious violations of the International Constitution and By-Laws or policy of the International Board of Directors and is of such a nature that it greatly diminishes the ability of the district governor to effectively lead the district, a district governor may be placed on temporary suspension by the Constitution and By-Laws Committee, in consultation with the General Counsel. The temporary suspension of the district governor shall be reviewed by the International Board of Directors at the succeeding meeting of the International Board of Directors or earlier as provided herein.

2. A written request for review under this policy may be filed with the Legal Division by a Lions club in good standing within the association. The request must be accompanied by a resolution of support for filing this request by a majority of the clubs, in good standing, in the district. The request will be reviewed by the Constitution and By-Laws Committee and the International Board of Directors under the following terms and conditions:

- a. There is no pending dispute resolution procedure or litigation filed in a court over substantially the same issues raised in the complaint concerning the same district governor.
- b. A copy of the complaint stating the reasons for the complaint and any supporting documentation must accompany the initial request.

c. A response to the complaint and any supporting documentation from the district governor must be received in writing by the Legal Division within fifteen (15) days of receipt of the initial complaint.

d. The complaining clubs and the district governor is responsible for furnishing a copy of the complaint/response and any supporting documentation to the other party at the same time and by the same method of communication to the Legal Division.

e. All documentation should be delivered to the Legal Division at the International Office for distribution to the members of the Constitution and By-Laws Committee and the International Board of Directors.

f. Except as otherwise provided herein, any time limits specified in this procedure may be shortened or extended by the Chairperson of the Constitution and By-Laws Committee or the International Board of Directors upon a showing of good cause.

g. The suspension request, and all written arguments or documents that each party has provided, will be reviewed by the Constitution and By-Laws Committee and the International Board of Directors and, within thirty (30) days of its meeting, issue a written decision regarding the suspension. The International Board of Directors' Decision will be final and binding on all parties.

h. A request for a review under this policy may also be made by a member of the International Board of Directors (or its designee) with the approval of the Chairperson of the Constitution and By-Laws Committee.

i. The Chairperson of the Constitution and By-Laws Committee of the International Board of Directors may reject any complaint that fails to comply with the procedures outlined herein or which lacks substantial evidence of wrongdoing.

3. In the event a district governor is suspended under this policy, such suspension shall be reviewed by the Constitution and By-Laws Committee and the International Board of Directors at each board meeting during which the district governor is suspended unless:

a. The suspension is followed by a removal of the district governor by the International Board of Directors in accordance with the International Constitution and By-Laws;

b. The suspension is followed by a removal of the district governor from the association by his or her club;

c. The district governor resigns his or her position; or

d. The district governor's term in office expired.

Nothing in this policy is intended to supersede the removal provision provided in Article V, Section 9 of the International Constitution.

Lions Clubs International

CODE OF ETHICS

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

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

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

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

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

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

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

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