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DISTRICT 5M-8
LIONS CLUBS INTERNATIONAL**

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**THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS
DISTRICT 5M-8 CONSTITUTION**

**ARTICLE I.
NAME**

Section 1. This organization will be known as District 5M-8 of the International Association of Lions Clubs (herein referred to as Lions Clubs International).

**ARTICLE II.
OBJECTS**

Section 1. To provide an administrative structure with which to advance the Purpose and Objects of Lions Clubs International in this District.

**ARTICLE III.
MEMBERSHIP**

Section 1. **MEMBERS.** The members of this organization shall be all Lions clubs in this district chartered by Lions Clubs International.

Section 2. **BOUNDARIES.** The boundary of this district shall encompass all of the following Counties of the State of Minnesota: Benton, Kanabec, Mille Lacs, Morrison, Pine, Stearns, and Todd.

**ARTICLE IV.
DISTRICT ORGANIZATION**

Section 1. **CABINET & OFFICERS.**

- (a) **Composition.** The district shall have a district cabinet composed of the district governor, as chairman, the immediate past district governor, the first vice district governor, the second vice district governor, the region chairman, if any are appointed, the zone Chairman, and a cabinet secretary-treasurer, or cabinet secretary and cabinet treasurer.
- (b) **Committee Chairmen.** The district governor shall include committee chairmen and committee members of district 5M-8 in the cabinet. The inclusion of the committee chairmen and committee members in the cabinet shall confer upon them full privileges of discussion, voting, and participation in the activities of the cabinet.
- (c) **Officers.** The members of the district cabinet shall be the officers of district 5M-8. Each such officer shall be a member in good standing of a Lions club which is in good standing in district 5M-8.
- (d) **Protocol.** The district governor may appoint annually a protocol chairman for district 5M-8. The duties shall be as provided in the district 5M-8 by-laws.

- (e) **District Governor's Advisory Committee.** In each zone the zone chairman and the presidents and secretaries of all clubs in the zone shall compose a district governor's advisory committee with the zone chairman as the chairman.
- (f) **Election of governor.** The district governor shall be elected at the annual convention of district 5M-8. If district 5M-8 shall fail to elect a qualified candidate to be district governor at the annual convention of district 5M-8, the positions shall be filled in accordance with the constitution and by-laws of Lions Clubs International.
 - (i) The election shall be by secret written ballot. The candidate receiving the majority of the votes cast shall be declared elected. In case of a tie on the first ballot, a second ballot shall be taken. In case of a tie on the second ballot, the election committee shall prepare lots and the candidates receiving the tie votes shall cast lots before the elections committee within one (1) hour after the election shall have been declared a tie. If any such candidate shall fail to appear within said hour, a member of the election committee shall cast a lot for him/her. The candidate to whom the lot shall fall shall be declared elected. The type of lot to be cast shall be determined by the elections committee.
- (g) **First vice district governor election.** The first vice district governor election shall be conducted by a secret written ballot, with the first vice district governor candidate 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. The first vice district governor shall serve a term of office of one year, which term shall begin with the close of the association's convention held in the year of their election and end at the close of the next convention of the association, and no first vice district governor may succeed himself or herself in office.
- (h) **Second vice district governor election.** The second vice district governor election shall be conducted by a secret written ballot, with the second vice district governor candidate 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. The second vice district governor shall serve a term of office of one year, which term shall begin with the close of the association's convention held in the year of their election and end at the close of the next convention of the association, and no second vice district governor may succeed himself or herself in office.
- (i) **Cabinet vacancy** - Any vacancy in any district office, except of the district governor, first vice district governor, and second vice district governor, shall be filled by appointment of the district governor for the unexpired term thereof.
- (j) **Salary** - No salary shall be paid to any officer of district 5M-8. They may be reimbursed for expenses reasonably related to and incurred in the discharge of the duties of their office, in accordance with the rules of audit as set forth in Article VIII of the by-laws of district 5M-8.

Section 2. **QUALIFICATIONS FOR THE OFFICE OF DISTRICT GOVERNOR.** A candidate for the office of district governor shall:

- (a) Be an active member in good standing of a chartered Lions club in good standing in district 5M-8.
- (b) Secure the endorsement of his/her club or a majority of the clubs in district 5M-8.
- (c) Currently be serving as the first vice district governor in district 5M-8.
- (d) Only 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, any club member who fulfills the qualifications for the office of first vice district governor as set forth in Section 3 of this article and who is currently serving or who has served one (1) additional year as a member of the district cabinet shall fulfill the requirements of Subsection (c) of this section.

Section 3. **Qualifications For The Office Of First Vice District Governor.** A candidate for the office of first vice district governor shall:

- (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/her club or a majority of the clubs in his/her single or sub-district.
- (c) Currently be serving as the second vice district governor within the district from which he/she is to be elected.
- (d) Only in the event the current second vice district governor does not stand for election as first vice district governor, or if a vacancy in the position of second vice district governor exists at the time of the district convention, any club member who fulfills the qualifications for the office of second vice district governor as set forth in these by-laws or constitution shall fulfill the requirements of subsection (3) of this section.

Section 4: **Qualifications For The Office Of Second Vice District Governor.** A candidate for the office of second vice district governor shall:

- (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/her club or a majority of the clubs in his/her single or sub-district.
- (c) Have served or will have served at the time he/she takes office as second vice district governor:

- (i) 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; and
- (ii) As zone chairperson or region chairperson or cabinet secretary and/or treasurer for a full term or major portion thereof.
- (iii) With none of the above being accomplished concurrently.

Section 5. **VACANCY IN THE OFFICE OF DISTRICT GOVERNOR.** In the event a vacancy occurs in the office of district governor, the vice district governor shall act as district governor and shall perform the duties of, and have the same authority as, the district governor until such time as said vacancy is filled by the International Board of Directors for the remainder of the term.

Section 6. **VACANCY IN THE OFFICE OF FIRST VICE DISTRICT GOVERNOR AND SECOND VICE DISTRICT GOVERNOR.**

- (a) **Procedure.** In filling any vacancy arising in the office of first vice district governor and second vice district governor, District 5M-8 shall convene a meeting of the members of the existing cabinet, and all past international officers who are members in good standing of a Lions club in good standing in district 5M-8 as provided for in the Constitution and By-Laws of Lions Clubs International. Each Lion who is entitled to receive an invitation to attend, and is present at the meeting shall be entitled to cast one vote for the Lion of his/her choice.
- (b) **Presiding.** It shall be the duty of the district governor, or if not available the most recent past district governor who is available, to send invitations to attend the meeting, and it shall also be her/his responsibility to preside as chairman of the meeting.
- (c) **Duties.** It shall be the duty of the attendees at this meeting to appoint a qualified club member as first vice district governor or second vice district governor for the remainder of the term.
- (d) **Notification.** The chairman shall convey the results to the office of Lions Clubs International, and the Multiple District 5M office, within seven (7) days together with evidence of invitations sent and meeting attendance.

Section 7. **VACANCY IN THE OFFICE OF REGION OR ZONE CHAIRMAN.** If any Region or Zone Chairman shall cease to be a member of a Lions club in the region or zone, as the case may be, to which the Lion was appointed, the Lion's term of office shall thereupon cease and the district governor shall appoint a successor to fill said office.

Section 8. **REGIONS AND ZONES.**

- (a) **Division.** The district governor shall divide the district into regions of approximately sixteen (16) and no less than ten Lions clubs, and each such region into zones of approximately eight Lions clubs, giving due regard to the geographical location of the Lions clubs.
- (b) **Changes.** All such regions and zones shall be subject to change by and in the district governor's sole discretion and deem the same necessary to the best interest of Lions Clubs International.
- (c) **Region meetings.** Meetings of representatives of all Lions clubs in a region may be held during the fiscal year at times and places fixed by the region chairman, if appointed, or by the district governor. The region chairman, If appointed, shall preside at the meetings. The district governor shall preside if no region chairman has been appointed.
- (d) **Zone meetings.** Meetings of representatives of all the Lions clubs in the zone, with the zone chairman presiding, shall be held during the fiscal year at times and places fixed by the zone chairman.
- (e) **Qualifications.** Each region and zone chairman must be an active member in good standing of a club in good standing in his/her respective region or zone, and have served or will have served at the time of taking office as region or zone chairman, as president of a Lions club for a full term or major portion thereof.

Section 9. **DISTRICT CABINET MEETINGS.**

- (a) **Regular.** A regular meeting of the cabinet shall be held in each quarter of the fiscal year, with the first to be held within 60 days after the adjournment of the preceding International Lions Convention. Ten days written notice of meetings setting forth a date, time, and place, determined by the district governor, shall be given to each member of the cabinet, by the cabinet secretary or the cabinet secretary/treasurer.
- (b) **Special.** Special meetings of the cabinet may be called by the district governor at the district governor's discretion, or shall be called upon written request made to the district governor, or the cabinet secretary, or cabinet secretary/treasurer by a majority of the members of the cabinet. Special meetings of the cabinet may be conducted by telephone conference calls or by e-mail and will be considered official.
- (c) **Meeting notice.** No fewer than five (5) nor more than ten (10) days written or e-mail notice of special meetings, setting forth the purpose thereof and a date, time and place determined by the district governor, shall be given to each member of the cabinet by the cabinet secretary.
- (d) **Quorum.** The attendance of a majority of the members of the cabinet shall constitute a quorum for any meeting thereof.

ARTICLE V
DISTRICT COMMITTEES.

Section 1. **OPERATING COMMITTEES.** The district governor shall appoint qualified Lions to the following committees;

- Sight Conservation
- Youth Outreach
- Hearing Foundation
- Diabetes
- Lions Clubs International Foundation
- Leader Dog
- Project New Hope
- Can Do Canines
- Friendship Ventures
- MN Lions Eye Glass Recycling Center
- Membership Development
- Family and Women's Membership Development
- Leadership Development
- Club Extension
- Lioness Liaison
- Strategic Planning
- Publicity
- Constitution and By-Laws
- Convention
- 5M-8 District and USA/Canada Forum
- Convention Sergeant-At-Arms
- Nominations
- Elections
- Credentials
- Convention Operating Committees

Section 2. **TERMS.** A Lion may not be appointed as a member of more than two district 5M-8 committees in all or part of one year nor serve more than six consecutive years on the Sight Conservation, Hearing Foundation, Long Range Planning, and the Constitution and by-laws committee without a two-year lapse of service on that committee.

Section 3. **QUALIFICATIONS.** The qualifications for Lions appointed as to the committees set forth in Article V, Section 1 of this Constitution shall be as follows;

- (a) Must have served as an officer of a Lions club for one (1) year.

ARTICLE VI. **CONVENTIONS**

Section 1. **DATE AND PLACE.** An annual convention of district 5M-8 shall be held in each year at a place selected by vote of delegates at the third preceding convention of district 5M-8, and at a date and time set by the district governor, with concurrence of the Lions district 5M-8 Convention Committee.

Section 2. **INVITATIONS.** Invitations to host a future convention shall be sent, in writing, to the district governor by the club or clubs wishing to host a future convention.

Section 3. **DELEGATE QUOTA.** Each chartered club in good standing in district 5M-8 shall be entitled to be represented by one or more delegates at the annual district 5M-8 convention.

Section 4. **DELEGATE CERTIFICATION TO DISTRICT 5M-8 CONVENTIONS.** Certification of delegates and alternates shall be as set forth in Article V, Section 1 of the By-Laws.

ARTICLE VII **FINANCES**

Section 1. **PER CAPITA TAX** (dues). To provide revenue to defray the expenses of district 5M-8, an annual tax for each club member shall be levied against and paid by each club as established in the district 5M-8 by-laws.

Section 2. **DISTRICT 5M-8 REVIEW.** The annual district financial review shall be conducted by an accountant qualified in the field of Public Accounting in Minnesota. A preliminary financial report shall be available to the cabinet at the first cabinet meeting of the new year following the close of the International Convention.

Section 3. **NEW AND REORGANIZED CLUBS.** Newly chartered and reorganized Lions clubs shall collect and pay said per-capita tax on a pro-rated basis from the first day of the second month following the date of their organization or reorganization, as the case may be.

Section 4. **Committee Chairmen Spending Limit.** Committee chairmen disbursing funds from dedicated funds shall be limited to five hundred dollars (\$500.00) annually, without prior approval from the district 5M-8 cabinet.

Section 5. **BONDS.** The president and secretary-treasurer of each Lions club in district 5M-8 shall be bonded in the amount and such sureties as determined by the MD5M Council.

Section 6. **US FUNDS.** The monies referred to in this constitution and by-laws shall mean U.S. funds.

ARTICLE VIII **AMENDMENTS**

Section 1. **FORMAT.** Amendments to this constitution shall be submitted, only in writing, in a proper form which shall include a rationale for the amendment, a reference to the article and section affected, an exact statement of any wording to be replaced or added.

Section 2. **FILING.** Such submittal, to be acted on at the next district 5M-8 convention, must be in the hands of the chairman of the constitution and by-laws committee by November 1 preceding the annual convention of district 5M-8.

Section 3. **Committee Functions.**

- (a) **Review.** The constitution and by-laws committee shall review all the proposed amendments to this constitution at a meeting held in November preceding the annual convention of district 5M-8.

- (b) **Action and transmittal.** All proposals, which meet the criteria set forth in Sections 1 and 2 of this Article, shall be communicated in writing to the district 5M-8 cabinet secretary before December 1 preceding the annual district 5M-8 convention. The constitution and by-laws committee shall report each correctly proposed amendment, with or without recommendation, to the delegates to the district 5M-8 convention.

Section 4. **NOTIFICATION.** The district 5M-8 cabinet secretary shall submit a copy of the proposed amendment(s) in writing, by e-mail or if necessary by mail, at least 30 days prior to the opening business session of the annual district 5M-8 convention, to each club.

Section 5. **ADOPTION.** Amendments proposed according to the provisions of Section 1 and 2 of this article shall be deemed adopted, when approved by an affirmative vote of 2/3 of the certified delegates at the district 5M-8 convention, present in person, qualified, and voting. Such amendments(s) shall take effect at the close of the district 5M-8 convention at which they are adopted.

Section 6. **Housekeeping Changes.** The district 5M-8 constitution and by-laws committee shall be authorized to make "Housekeeping" changes within this constitution which neither alter the meaning nor intent of the changed section. Changes made by the action of the constitution and by-laws committee, pursuant to this section, shall be presented to the delegates at the next annual convention of district 5M-8.

ARTICLE IX **CONSISTENCY**

Section 1. This Constitution shall be consistent with the Constitution and By-Laws of Lions Clubs International and MD5M. If any part hereof is found not to be consistent with such Constitution and By-Laws, only the inconsistent part shall be voided and superseded by such overriding Constitution and By-Laws, and such inconsistency shall not affect the validity of this constitution as a whole.