

**LIONS CLUBS INTERNATIONAL**

**DISTRICT 37N**

**CONSTITUTION**

**Revised October 2012**

**APPROVED BY DELEGATE VOTING AT**  
**DISTRICT CONVENTION OCTOBER 2012**

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## **ARTICLE I**

### **NAME**

#### **SECTION 1.**

This organization shall be known as District 37N of the International Association of Lions Clubs, hereinafter referred to as "Lions Clubs International".

## **ARTICLE II**

### **INTERPRETATION**

#### **SECTION 1.**

For the purposes of the Constitution and Bylaws of District 37-N:

- a. "District" shall mean District 37-N as chartered by Lions Clubs International;
- b. "Governor" shall mean the District Governor for District 37-N; and
- c. "First Vice Governor" shall mean the First Vice District Governor for District 37-N.
- d. "Second Vice Governor" shall mean the Second Vice District Governor for District 37-N.

#### **SECTION 2.**

Any reference in the Constitution or Bylaws to the male gender shall be interpreted to include both male and female persons.

#### **SECTION 3.**

Any reference in the Constitution or Bylaws to the singular shall, unless the context otherwise requires, include the plural.

## **ARTICLE III**

### **OBJECTIVES**

#### **SECTION 1.**

To provide an administrative structure with which to advance the purpose and objectives of Lions Clubs International in the District.

## **ARTICLE IV MEMBERSHIP**

### **SECTION 1. MEMBERSHIP**

The members of this Organization shall be all Lions clubs in this District chartered by Lions Clubs International.

### **SECTION 2. DISTRICT BOUNDARIES**

This district shall include the portions of the State of Montana and the portions of the Province of Alberta as shown in Multiple District 37 records, as amended from time to time, and such Lions Clubs as may in the future be chartered within this territory, or added to or deleted from this list in accordance with the Constitution of Multiple District 37 and Lions Club International.

## **ARTICLE V**

### **DISTRICT ORGANIZATION**

#### **SECTION 1. CABINET OFFICERS**

- a. The District shall have a District Cabinet which shall consist of the Governor, the Immediate Past Governor, the First Vice Governor, the Second Vice Governor, the Region Chairpersons, the Zone Chairpersons, the Secretary, the Treasurer and all other positions officially recognized by Lions International. Each of these members shall have one vote.
- b. Each Cabinet Officer shall be a member in good standing of a Lions Club in good standing in the District.

#### **SECTION 2. QUALIFICATIONS**

The qualification for Vice District Governors and District Governor shall be that the said member shall have by the time he takes office as Vice District Governors have served as:

- i) President of a Lions Club for a full term or major portion thereof and a member of the Board of Directors. and
- ii) Secured the endorsement of his Club or a majority of the Clubs in District N, and
- iii) Zone Chairperson or Region Chairperson or Cabinet Secretary and/or Treasurer for a full term or major portion thereof, and

- iv) Shall have completed at least two terms as Chairperson of one or more of the District Cabinet positions, and
- v) With none of the above being accomplished concurrently.

### **SECTION 3. DUTIES AND COMPOSITION**

- a. The officers of the District Cabinet shall consist of the Governor, the Immediate Past Governor, the First Vice Governor, the Second Vice Governor, the Regional Chairpersons, the Zone Chairpersons, the Cabinet Secretary and the Cabinet Treasurer, and Committee Chairpersons.
- b. The Governor, the First Vice Governor and the Second Vice Governor shall be elected at the annual convention of the District and shall take office immediately upon the adjournment of the International Convention following their election, serving until the adjournment of the next following International Convention. The Lion so elected shall be known as the District Governor Elect/Vice District Governor Elect until such time as he takes office at or following the subsequent International Convention or in case no convention is held then on July 1st next.
- c. Prior to taking office, the Governor shall appoint the Zone Chairperson and also appoint a Secretary and Treasurer (or Secretary/Treasurer). The use of the position of Region Chairperson, during the term of a Governor, shall be at the discretion of that Governor. If the Governor wishes to use the position of Region Chairperson during the term of office of that Governor, the Governor may appoint the Region Chairperson. One Regional Chairperson for each Region, should the District Governor or District Governor Elect, determine to have a Regional Chairperson as part of his Cabinet, and one Zone Chairperson for each Zone shall unless disqualified), serve until the end of the following Lionistic year
- d. The Governor may constitute such committees as the Governor considers necessary to advance the purposes and objects of Lions Clubs International in the District, and appoint Chairpersons to supervise the functioning of such committees. The Governor shall be a ex-officio member of all committees
- e. The Cabinet shall
  - i) assist the Governor in the performance of the Governor's duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the District;
  - ii) serve in an advisory and administrative capacity; and
  - iii) receive, from the Region/Zone Chairpersons and Committee Chairpersons, reports and recommendations which concern the Clubs and Zones.

## **SECTION 4. VACANCIES**

- a. The Governor may appoint a person to fill a vacancy in a District office for the unexpired term of that office, other than for the offices of Governor, First Vice Governor and Second Vice Governor.
- b. If a Region Chairperson or Zone Chairperson is no longer a member of a club in the Region or Zone, as the case may be, from which that person was appointed, the term of office of that person ends, and the Governor shall appoint a successor for the unexpired term of the office.
- c. In the event a vacancy occurs in the office of District Governor, the 1<sup>st</sup> 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.
- d. In filling any vacancy arising in the office of 1<sup>st</sup> Vice District Governor, the District shall convene a meeting of the members of the existing cabinet as provided for in the International Constitution and By-Laws and all past international officers who are members in good standing of a chartered Lions Club in good standing in the District. It shall be the duty of the attendees at this meeting to appoint a qualified club member as Vice District Governor for the remainder of the term. In filling said vacancy, it shall be the duty of the District Governor, or if not available, the most recent past District Governor who is available, to send out invitations to attend said meeting and it shall also be his 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 choice.
- e. If a vacancy exists in the position of 2<sup>nd</sup> Vice District Governor, the District Governor shall immediately notify all Cabinet members and clubs in the District. Depending on when the vacancy occurs, nomination and subsequent elections will take place at either a District Convention or at a Multiple District Convention.
- f. No salary shall be paid to any member of the District. However, members may be reimbursed for expenses for which prior authorization has been given by Cabinet and that are reasonably related to and incurred in the discharge of their duties.

## **SECTION 5. DISTRICT CABINET MEETINGS AND VOTING**

- a. Members of the Cabinet entitled to attend regular or special meetings, whether attendance in person or by teleconference call, shall include the District Governor and those officers appointed by the District Governor or elected to his office. Attendance at the four (4) regular meetings will also include each Chairperson and each shall be entitled to be heard.

- b. **PRESIDING:** The presiding officer at all Cabinet meetings shall be the District Governor. He shall be entitled to one vote at all meetings. In the absence of the District Governor, the presiding officer shall be the 1<sup>st</sup> Vice District Governor who shall be entitled to one vote.
- c. **REGULAR MEETING:** A regular meeting of the Cabinet shall be held in each quarter of the fiscal year, with the first to be held within sixty (60) days after the adjournment of the immediately preceding International Convention or in the event that no International Convention has been held, then and in that case, before the first day of September of the Lionistic year. Notice shall be given to each voting member by the Cabinet Secretary or Secretary-Treasurer not less than five (5) days, written notice, by post, facsimile or electronic means of meeting setting forth a date, time, and place determined by the District Governor.
- d. **SPECIAL MEETING:** Special meetings of the Cabinet may be called by the District Governor at his discretion, and shall be called upon written request made to the District Governor or the Cabinet Secretary or Secretary-Treasurer by a majority of the members of the Cabinet. Not fewer than five (5) days, nor more than ten (10) days written, facsimile or electronic notice of each special meeting, setting forth the purpose thereof and a date, time and place determined by the District Governor, shall be given to each member by the Cabinet Secretary or Secretary-Treasurer.
- e. Notwithstanding Paragraph (d), the District Governor may conduct a special Cabinet Meeting by means of a teleconference call, video conference or other media conferencing to Officers of the District
- f. **QUORUM AND VOTE:** The attendance of a majority of voting members of the Cabinet in person or by teleconference call (or other video/media) shall constitute a quorum for any meeting thereof.
  - i. In all such meetings, the voting privilege shall extend to the District Governor, the Immediate Past District Governor, Vice District Governors, the Region Chairperson (if the position is utilized during the District Governor's term), the Zone Chairperson and the Cabinet Secretary and Cabinet Treasurer or Secretary-Treasurer.
  - ii. Each Chairperson shall be a member of the District Governor's Cabinet. They may be granted voting privileges for any specific cabinet meeting or for all cabinet meetings at a regular meeting of the Cabinet on a motion and passed by the Officers of the Cabinet each year.

## **SECTION 6. REGIONS AND ZONES**

- a. The Governor shall divide the District into Regions and Zones. All Regions and Zones shall be subject to change by the Governor when, in the sole discretion of the Governor,

the Governor considers the change necessary in the best interests of Lions Clubs International.

- b. Region Meetings. If the position of Region Chairperson is used during a fiscal year, meetings of representatives of all clubs in a region, with the Region Chairperson presiding, (or other District cabinet member as may be assigned by the District Governor presiding), shall be held during the fiscal year at such times and places fixed by the Region Chairperson or other assigned cabinet members of his respective Region.
- c. Zone Meetings. (District Advisory Committee Meetings) Meetings of representatives of all clubs in a Zone, with the Zone Chairperson presiding, shall be held during the fiscal year at times and places fixed by the Zone Chairperson. This Committee shall hold its first meeting within ninety (90) days after the adjournment of the preceding International Convention or in the event that no International Convention has been held, then and in that case, before the first day of October of the Lionistic year, a second meeting in the month of November; a third meeting in the month of February or March; and a fourth meeting, if deemed by the Zone Chairperson to be advisable, approximately thirty (30) days prior to the Multiple District Convention.

## **SECTION 7. DISTRICT COMMITTEES**

- a. Governor's Advisory Committee. In each Zone, the Zone Chairperson and the Presidents and Secretaries of the clubs in the Zone constitute a Governor's Advisory Committee with the Zone Chairperson presiding. At a date, time and place called by the Zone Chairperson, the Committee shall hold a first meeting within ninety (90) days after the adjournment of the immediately preceding International Convention, Subsequent meetings will be scheduled at the discretion of the Zone Chairperson as per SECTION 3 above throughout the year or as requested by the Governor.
- b. Governor's Honorary Committee. The Governor shall appoint a Governor's Honorary Committee comprised of Past International Officers, Past International Directors, and Past District Governors of Lions Clubs International, who are members in good standing of clubs in good standing within the District. This Committee shall meet as and when called upon by the Governor.
- c. District Budget and Finance Committee. The District Budget and Finance Committee shall consist of the current Treasurer, Secretary, the First Vice Governor, the Second Vice Governor. The Chairperson shall be the Treasurer. The Budget and Finance Committee shall review the budget prepared by the Governor Elect and provide its recommendations to Cabinet at its first meeting of the fiscal year. Thereafter, the Committee shall monitor the status of the District's budget and finances and report to the Cabinet at each of its subsequent meetings.



## **SECTION 8. ADMINISTRATION**

### **Dues**

- a. To provide revenue to defray the non-Convention administrative expenses of the District, *an annual District Administrative Fund Per Capita Tax of **Eight dollars (US \$8.00)** of which fifty cents (US \$ .50) is disbursed to the District Convention Fund and twenty-five cents (US \$.25) is disbursed for the Friendship Committee Fund* is hereby levied upon each member of each club in the District. It shall be billed, in association with the Multiple District dues in January of each year, based upon the MMR of each club as of December 31st or the information on the last MMR report on file. Said per capita tax shall be so paid to the Cabinet Treasurer by each club, except newly chartered and reorganized clubs, which shall collect and pay said per capita tax on a pro-rate basis from the first day of the second month following the date of their organization or reorganization, as the case may be.
- b. The annual Multiple District and District membership dues shall be collected by the District 37N Cabinet Secretary or Secretary-Treasurer and the Multiple District 37 dues remitted to the Multiple District 37 Secretary-Treasurer.
- c. The annual Multiple District and District membership dues shall be based on the Monthly Membership Report as of the end of December of each year or as outlined in the Multiple District Constitution

Such funds shall be disbursed only for non-Convention administrative expenses of the District and only upon approval by the District Governor and his Cabinet. Disbursements from there shall be by cheques drawn and signed by the designated authorized signers. (see SECTION 3 Bylaws)

## **ARTICLE VI**

### **DISTRICT CONVENTION**

#### **SECTION 1.**

An annual convention of the District shall be held in each fiscal year at least sixty (60) days prior to the International Convention at place selected a previous convention of the District or at a date and time fixed by the District Governor. This would happen in the event that no bids are received, bids are withdrawn, the accepted host(s) in the opinion of the District Governor refuses or neglects to follow established procedure or are not properly prepared or the site is no longer available.

#### **SECTION 2.**

- a. The District Governor shall receive bids in writing from Lions Clubs in the District desiring to entertain a future annual convention.
- b. Bids shall be submitted two annual conventions in advance. Page 9 of 12

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- c. Only bids from clubs in good standing will be considered, and the bids must be supported by evidence of endorsement by the club's members.
- d. All invitations shall set forth such information as the District Governor shall from time to time require and shall be delivered to him/her not less than thirty (30) days prior to the convening date of the convention at which the bid is to be voted upon.
- e. The procedure to be followed in the investigation of bids and in the 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 received by the District Governor, shall be determined by the District Governor.

### **SECTION 3.**

The members of the District Cabinet shall be the officers of the Annual District Convention. The District Governor alone or in committee, or the District Cabinet at the option of the District Governor, shall establish a set of ground rules of procedure, acceptable methods of record keeping, receipt of registration fees, and the like, well in advance of each convention.

### **SECTION 4.**

A Convention Advisory committee shall be appointed by the District Governor, and shall consist of five (5) members; two (2) members appointed for two (2) year term of which one (1) will be a Past District Governor, two (2) members appointed for a one year term of which one (1) will be a Past District Governor and the Chairperson of the next Host Club Committee. The Committee shall submit plans and a proposed budget to the District Governor's Cabinet. These plans and budget, upon approval, shall be confirmed to the Host Club Convention Committee.

### **SECTION 5.**

Upon receiving the bid for the District Convention, the Host Club shall form a Convention Committee which shall assist to formulate, and implement plans and the proposed budget for the Convention. The Committee shall submit a final report of all phases of the Convention within thirty (30) days following the close of the Convention to the District Governor.

### **SECTION 6.**

A Convention Sergeant-at-Arms and Assistant Sergeant-at-Arms shall be appointed by the Convention Chairperson.

## **SECTION 7.**

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 8.**

Each chartered Club in good standing in Lions Clubs International and the District shall be entitled to be represented by one or more delegates at the annual District Convention and shall be entitled in each such Convention to one voting delegate and one alternative for each ten (10) members or major fraction thereof, of such Club as shown by 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 may cast one vote only for each office to be filled, and one vote only on each issue to be voted on by the members of said Convention. Unless otherwise specified therein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the Convention. The District Governor and any Past District Governor of this District shall be considered voting delegates over and above his or her Club's quota for all purposes.

## **SECTION 9.**

The District Governor shall retain and have power to change at any time, for good reason, the convention site chosen by a previous District convention, and neither the District Governor nor the District, nor any member of the District Cabinet, shall incur any liability thereby to any club or club member in the District for any loss, damages or costs arising from any change to the convention site.

## **SECTION 10.**

Within THIRTY (30) days after the close of each Single and Sub-District Convention, the cabinet secretary shall transmit one copy of the complete proceedings thereof (including voting results, if any) to the International Office. Upon written request from any club in the respective District a copy shall be furnished to said club.

# **ARTICLE VII AMENDMENTS**

## **SECTION 1.**

This Constitution may be amended only at a District Convention by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by the affirmative vote of two thirds (2/3) of the votes cast. The Constitution shall be updated annually to automatically reflect the changes approved at the immediately preceding Convention of the International Association of Lions Clubs.

Amendments may be proposed by the District Cabinet or by Lions Clubs in good standing in the District. Proposed amendments shall be endorsed by Cabinet or in writing by ten (10) Clubs in good standing in the District. The District Constitution and Bylaws Committee shall develop proposed and properly endorsed amendments for presentation at the convention at which they will be voted on by the delegates.

## **SECTION 2.**

No amendments shall be so reported or voted upon unless the same shall have been furnished to each Club not 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 3.**

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

## **SECTION 4.**

Should any provision of the District 37N Constitution and By-Laws contravene that of the Multiple District and/or International Constitution and By-Laws or policies of this association, the latter would be controlling. While such changes would govern the District, a housekeeping amendment approved by the District delegates is recommended.

# **ARTICLE VIII**

## **EFFECTIVE DATE**

This Constitution shall take effect at the close of the District Convention at which the same is adopted by the affirmative vote of two-thirds (2/3) of the votes cast.