



The International Association of Lions Clubs

CONSTITUTION AND BY-LAWS

DISTRICT 4C5

Fiscal Year 2024-2025

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 *Lions clubs, volunteers, and partners to improve health and well-being, strengthen communities, and support those in need through humanitarian service and grants that impact lives globally, and encourage peace and international understanding.*

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ARTICLE I

Name

This organization shall be known as Lions District 4-C5 hereinafter referred to as The District.

ARTICLE II

Purposes

The purposes of this district shall be:

- (a) To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this district.
- (b) To create and foster a spirit of understanding among the peoples of the world.
- (c) To promote the principles of good government and good citizenship resulting in membership growth in this district.
- (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.
- (h) The District is organized for non-profit purposes.

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:

All Lions Clubs in the California Counties of El Dorado, Nevada, Placer, Sacramento, Sierra, and Yolo except such clubs bordering another district which may justly seek association with a neighboring district.

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.

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

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, 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.

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, the zone chairpersons, 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 district membership team coordinator, district global leadership team coordinator, district global service team coordinator, district global extension team coordinator, district marketing chairperson and LCIF district coordinator may be members of the district cabinet. Each such cabinet member shall be a member in good standing of a Lions club in good standing in the district. 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.

Section 3. **ELECTION/APPOINTMENT OF DISTRICT CABINET.** The district governor and first and second vice district governors shall be elected at the annual convention of the district. The district governor shall appoint by the time they take office, the cabinet a cabinet secretary and a cabinet treasurer, one region chairperson for each region, and one zone chairperson for each zone, in the district, sergeant at arms and such other club members as may be included in the district cabinet.

Sec. 4. There shall be a Cabinet Secretary who shall be appointed by the District Governor-Elect, and such Cabinet Secretary shall receive the sum of \$30.00 per month to defray expenses not itemized in the district budget. The duties of the Cabinet Secretary shall include:

- a) Taking minutes of cabinet meetings and distributing copies promptly to each District club.
- b) Maintaining District records and files.
- c) Maintaining an inventory of District properties.
- d) Performing such duties requested by the District Governor and Lions International.
- e) Forwarding all records and properties to the succeeding administration within 60 days of the end of the term.

Sec. 5. There shall be a Cabinet Treasurer who shall be appointed by the District Governor-Elect, and such Cabinet Treasurer shall be a member of the Budget and Finance Committee, a voting member of the Cabinet and a member of the Convention Committee.

Sec. 6. Each Region Chair shall hold at least two meetings with his/her Zone Chairs during the year and shall visit each club in his/her region at least once during the year in addition to his/her attendance at the official club visits of the District Governor. He/she shall be prepared to install officers of the clubs and induct new members when called upon by the president of a club. Each Region Chair shall be responsible for the Student Speakers Contest in his/her Region.

Sec. 7. Each Zone Chair shall hold three meetings of the District Governor's Advisory Committee annually. It shall be the purpose of these meetings to exchange views and discuss the common problems of the clubs in his/her zone and to instruct members of the committee in the ways and means of better

functioning as Lions clubs. Each Zone Chair shall visit each club in his/her zone at least twice during the year to assist the officers of the clubs in any manner possible. Each Zone Chair shall be responsible for the Student Speakers Contest in his/her Zone

Section 8. **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 Governor, First Vice District Governor and Second Vice District Governor, may be removed from office for cause by the affirmative vote of two-thirds (2/3) of the entire number of the District Cabinet.

ARTICLE VII District Convention

Section 1. **TIME AND PLACE.** An annual convention of the district shall be held in each year to conclude no less than thirty (30) days prior to the convening of the 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. Recommendations for the final three (3) sites of said convention shall be selected at least two (2) years in advance by the delegates of the previous convention. Should no place be designated or qualify for such convention or in case of an emergency, the District Governor shall have full power to select the place and date of such convention.

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 an act of the convention. All eligible delegates must be members in good standing of a club in good standing in this district. Delinquent dues may be paid, and good standing acquired 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. A club in good standing is further defined as a club which is current with the payment of its per-capita taxes to Lions International and Multiple District Four and with no indebtedness in this District, and follows local and state laws including *Secretary of State Filing, Franchise Tax Board Filing, Internal Revenue Filing, and Attorney General Filing*.

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 provided that ten (10) percent of the clubs in the district are represented.

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.

Sec. 5. Before 6:00 p.m. of the date of the first business session of a District Convention, each club in the District shall submit to the Chair of the Credentials and Elections Committee a list of its accredited delegates and alternates to that convention. Such accredited delegates and alternates shall be issued credentials by the Credentials and Elections Committee and only such accredited delegates or alternates shall be entitled to vote on each matter coming before said convention. Each delegate present shall be entitled to one vote. Failure on the part of the club to submit said list of accredited delegates or alternates shall preclude these delegates or alternates from voting; except that the Credential and Elections Committee may with the consent of the District Governor certify such delegates or alternates.

Sec. 6. A voice vote, hands vote or a standing vote may be taken on any matter at any convention business session, except as provided in Article V, Section 1, and the ruling of such vote by the Presiding Officer shall be deemed conclusive unless it is challenged, in which event the Presiding Officer shall cause a standing vote to be taken and only those accredited delegates or alternates present and holding proper credentials shall participate in said voting. A majority vote of the attending and accredited delegates shall be sufficient to pass and approve any matter coming before the annual convention, except that in amending the Constitution, a two-thirds vote of attending and accrediting delegates or alternates is required.

Sec. 7. All Past District Governors and International Officers from the District shall have a vote at District Conventions, provided such past officer is a member in good standing of a club in good standing in this District.

Sec. 8. There shall be a Convention Negotiating Committee made up of the Immediate Past Convention Chair as Chair, Immediate Past District Governor, District Governor, Vice District Governors and three (3) Lions members. The term of office for the three Lion members will be three (3) years, with the senior member being replaced by the District Governor at the end of his/her term. The Committee will solicit and negotiate bids for presentation to the delegates at convention. Bid presentations shall include the approximate projected package price for each venue. The Committee will select the winning site based upon the delegate recommendations no later than June 30 following the previous convention.

Article VIII

REGIONS & ZONES

Sec. 1. There shall be Regions consisting of two or more Zones. The District Governor shall have authority to create such Regions as in his/her discretion are for the best interests of the District.

Sec. 2. a) There shall be maintained in each Region; Zones made up of no more than eight and no less than four Lions clubs whose territory is contiguous. Exceptions may be made if, in the opinion of the District Governor and with the consent of the clubs involved, some unusual condition makes it desirable to deviate there from.

b) Each Region and Zone shall be evaluated not less than once every two (2) years by the District Long Range Planning Committee with respect to member clubs and geographic location. Nothing contained in this subsection

shall be deemed to infringe upon or restrict the District Governor's discretion set forth in Section 2(a) above.
c) After any such evaluation, the District Long Range Planning Committee shall make any *recommendation which the Committee deems advisable pertaining to size, make-up, or geographic location* of the evaluated Region(s) or Zone(s).

Sec. 3. The District Governor's Advisory Committee shall be composed of the Presidents, First Vice-Presidents, and Secretaries of the clubs within each Zone and shall meet three times annually at the call of the Zone Chair.

Sec. 4. A borderline club may change from one Region or Zone to another in the following manner:

- a) By a resolution by the Board of Directors of the club seeking to make the change, approved by a two-thirds vote of the membership of said club, after due notice is given, requesting permission to withdraw from one Region or Zone and affiliate with another.

Said resolution shall be forwarded to the Cabinet Secretary, who shall present the same to the District Cabinet for action at its next meeting.

- a) When said resolution shall have been approved by the District Cabinet, said club shall immediately become a member of the Region or Zone requested.

Article IX

FINANCE

Sec. 1. There shall be a Budget and Finance Committee consisting of the Immediate Past Cabinet Treasurer as Chair, the Cabinet Treasurer, the Vice District Governors, the Immediate Past District Governor, the sitting Governor, the Compliance Committee Chair, a Librarian and two appointed members. Of the appointed members, each shall be a member of a club in a different Region, but no more than one Past District Governor in addition to the Immediate Past District Governor shall serve on the Committee in any fiscal year. The term of office of appointed members shall be two years or until a successor is appointed. No member shall be appointed to succeed him/herself in the next consecutive term except in instances when the committee member has been appointed to serve for the last six months or less of an unexpired term. The incumbent District Governor's Cabinet shall fill interim vacancies and, before the end of its tenure, appoint a new member to the Committee for the two ensuing years from the Region with the lowest representation at the time of appointment.

Sec. 2. The Chair of the Budget & Finance Committee shall hold an organizational meeting no later than October 1 of each year.

Sec. 3. A majority of this committee shall constitute a quorum for the transaction of business.

Sec. 4. The fiscal year for District accounting shall be the year starting July 1 and ending June 30 of the succeeding year.

Sec. 5. It will be the duty of the Budget and Finance Committee to receive all monies due and payable to the district and disburse the same according to the specific budget approved by the delegates at the annual convention.

Sec. 6. Within 10 days upon expiration of his/her term of office, the outgoing District Governor shall cause a check to be prepared and delivered to the incoming District Governor for the remaining balance in the District's checking account and shall cause revocation of all existing bank signature cards. The Treasurer shall establish a new checking account in the District's name in such financial institution as he/she may select. All District funds shall be deposited to and withdrawn from said account. Withdrawal shall require the signature of any two members of the committee or any one member thereof and the District Governor. All

persons authorized to handle funds shall be bonded at the expense of the District in such amounts as the

committee may determine.

Sec. 7. Neither the District Governor nor the Budget and Finance Committee shall have the right, power, nor authority to incur any financial obligations for the District in excess of the total amount of said budget, approved and adopted by the delegates at the district convention. Furthermore, no committee, project, activity nor associated organization shall have the right, power or authority to incur any financial obligation upon the District without the express written approval of the District Governor and his/her Cabinet.

Sec. 8. The Treasurer shall, 45 days prior to the annual convention of this District, submit to the District Governor a proposed budget for the ensuing fiscal year based on the anticipated expenses. Income to defray the expenses may include a part of the estimated operating reserve and shall include an amount to be collected as per capita tax by Multiple District Four, in accordance with Article IX, Sec. 2 of the Constitution of Multiple District Four, plus income from other sources. The District 4-C5 per capita tax shall be \$10.00 per annum collected by the Secretary of Multiple District Four, semiannually, one half on March 1st, based on the membership as of December 31st. A portion of said dues is designated as a subscription to the District Bulletin. The Treasurer shall cause a copy of the proposed budget to be sent to the secretary of each club at least 30 days prior to the District convention and copies shall also be made available to the delegates of the convention. The proposed budget shall be presented and explained at a business session of the convention by a member of the Budget and Finance Committee. The Treasurer is authorized to maintain a financial reserve not to exceed 2/3 of the proposed budget. Reserves in excess of the two-thirds (2/3) shall be used to proportionately reduce the per capita tax to be collected by Multiple District Four. Adoption of the budget by convention delegates shall constitute authority to communicate to the Executive Secretary of Multiple District Four, before August 1, the amount to be collected as per capita for this District. In the event the budget fails to be adopted by the delegates at District convention, the District will continue to operate on the prior year's budget.

Sec. 9. The Treasurer shall submit to each Cabinet Meeting a written report of receipts and disbursements and the current relative standing of budgetary accounts, which report shall be included and published in the minutes of said meeting. Within 15 days after written request from the District Governor, the Treasurer shall submit a current District financial statement.

Sec. 10. The Treasurer shall cause a complete accounting of all receipts and disbursements for the fiscal year to be made available to any club in the District upon request following the close of the fiscal year. Not more than 60 days after the end of the fiscal year, the Treasurer and the District Governor shall have a review or audit completed by a Certified Public Accountant, not a member of the Budget and Finance Committee, who will have been appointed by that year's Governor. A copy of said accounting and the auditor's report shall be sent to Multiple District Four.

Sec. 11. The Treasurer shall advise the Credentials and Elections Chair of the Convention Committee of any indebtedness owed by a club to the District prior to certification of delegates in accordance with Article III.

Sec. 12. The District Budget shall be arranged so as to assure that a revolving fund of \$4,000 is established. Said revolving fund shall be maintained so as to make a fund of \$4,000 available to the District Governor-Elect within 10 days of his/her election.

Sec. 13. District 4-C5 shall establish a separate restricted fund which shall be known as the "District 4-C5 Convention Fund".

- a) The convention funds shall be kept entirely separate and distinct from other funds of this District and shall be under the direction of the Convention Committee.
- b) A contingency reserve shall be established of not more than \$10,000 and maintained in the District's Convention Fund. Convention balances shall be carried forward, following the annual convention,

and shall be utilized by the next year's Convention Committee for planning and operational purposes. Any excess fund balances, over the stated maximum balance (\$10,000) shall be utilized by the Convention Chair to reduce the individual "convention package" price for that convention. The Budget & Finance Committee may temporarily transfer up to \$5,000 from the Convention Fund for payment of budgeted District expenses. Any convention funds transferred shall be returned to the Convention Fund as early as feasible, but not later than March 1 of the Governor's term of office.

- c) The Convention Committee shall strive to operate on a non-profit basis and the individual convention package prices are to be developed on an "actual cost basis."

Sec. 14 District 4-C5 shall establish a "Lions Medical Emergency Assistance Fund" (LMEAF). Monies from this Administrative fund shall only be expended for specific emergencies to be determined by the committee. This fund shall be distinct and entirely separate from other funds of the District. The Cabinet Treasurer shall assure that there is a complete accounting of all receipts and expenditures and that all interest earned shall be restricted to the LMEAF. The fund shall be administered by the LMEAF Committee consisting of the District Governor, Vice District Governors, Cabinet Secretary, Cabinet Treasurer, the Region Chairs and the LMEAF Chair. The Chair of the Committee shall be the LMEAF Chair. The Committee, by majority vote, shall have the final decision on each emergency. (For additional Criteria Read the District 4-C5 Policy and Procedure Manual.

Article X Incorporation

Sec. 1. The International Association of Lions Clubs, District 4-C5, shall be incorporated as a Nonprofit Benefit Corporation under the laws of the State of California. It shall operate exclusively for the purposes set forth in the Internal Revenue Code Section 501(c)4.

Article XI COMMITTEES

Sec.1. The District Governor shall, at the beginning of his/her term, appoint the following standing committees; (1) Constitution, By-Laws, Rules & Nominations; (2) LEO Clubs; (3) Public Relations; (4) Sight First/White Cane; (5) Bulletin Editing and Distribution; (6) Inter-Club Activities; (7) Drug Awareness/Quest; (8) Student Speakers; (9) International Relations and (10) Youth Exchange. The District Governor may appoint other committees for which there is need. All the above chairs shall serve for one year or at the pleasure of the District Governor, except that the Youth Exchange Chair shall continue to serve on the succeeding committee in order to complete his/her duties for a time not to exceed 90 days.

Sec.2. There shall be a Convention Committee which shall consist of a Chair, who shall have held the office of District Governor in the second year preceding his/her term; a Vice Chair, who shall be the Immediate Past District Governor, the District Governor, the Vice District Governors, the Cabinet Secretary, the Cabinet Treasurer, the Credentials & Elections committee Chair and sub-chairs as needed selected by the Convention Chair with the concurrence of the District Governor. The Chair of the

Convention Committee shall hold an organizational meeting no later than October 1 of each year.

Sec. 3. The District Governor and the Vice District Governors shall be ex-officio members of each committee.

Sec. 4. The Chair of each standing committee shall submit to the Cabinet Secretary, at each Cabinet Meeting, a written report regarding that Committee's activity and accomplishments, and/or suggestions or proposals arrived at by the Committee since the preceding Cabinet Meeting.

Sec. 5. The District Governor may appoint a District Governor's Honorary Committee, the function of which shall be to maintain harmony in the District. Members of this committee shall be known as "Ambassadors of Good Will." The official actions of the committee, or any member of it, shall be under the supervision of the District Governor. The District Governor may call upon this committee for advice, or to handle situations which may arise, and which can be disposed of.

of more diplomatically by those who have served than by those who either hold office or may be in line for some office.

Sec. 6. There shall be a Long-Range Planning Committee to be designated as a four-year committee.

- a) The Chair shall be selected by the District Governor-Elect from the senior members currently serving on the committee.
- b) Each Region shall always be represented by a lion from that specific Region.
- c) At least one Past District Governor should serve on the committee; however, this is not mandatory.
- d) At the end of his/her tenure, the outgoing District Governor shall appoint new Four-year member(s) to the committee from the same Region as the outgoing committee member(s). Members of the committee shall not be eligible for reappointment until 12 months have elapsed from the end of their term.
- e) All vacancies, resulting from death, resignation, or removal, shall be filled by the incumbent District Governor for the unexpired term with a lion from the Region where the vacancy occurred. The purpose of this committee shall be to formulate and study for the benefit of the District Governor long range planning for the welfare of District 4-C5 and shall conduct appropriate research to accomplish this purpose. This committee shall file a written report to the District Governor prior to the third Cabinet Meeting of the fiscal year. The official actions of the committee, or any member of it, shall be under the direct supervision of the District Governor.

Sec. 7. The District Global Leadership and Membership coordinators' will be recommended by the District Governor Team every three years to the Multiple District Global Leadership and Membership Coordinator respectively for approval of appointment.

Sec. 8 No committee person in this District shall receive any compensation for services rendered.

Article XII

DISTRICT PUBLICATIONS

Sec. 1. There shall be an official District 4-C5 directory provided for the use of District 4-C5 Lions.

Sec. 2. The Bulletin Editor shall provide timely information on actions and activities of District 4-C5, MD-4, and Lions International through a District Bulletin. It should be published a minimum of six times during the District Governor's tenure and be provided for each District Lion, and LEO.

Sec. 3. The District Governor shall publish the District Contest Rules which shall be in effect during the year and months he/she proposes.

ARTICLE XIII

District Dispute Resolution Procedure

All disputes or claims arising from provisions of the District 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 resolved in accordance with the Dispute Resolution Procedures established by the International Board of Directors.

ARTICLE XIV

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.

Sec. 4. Amendments may be proposed by:

- a) Any lion through the formal endorsement of his/her club
- b) Any District club in good standing
- c) The District Governor, his/her Cabinet, or District Committee.

Sec. 5. Amendments proposed by a lion, or a club shall be submitted by formal resolution signed by the Club President and Secretary and forwarded directly for processing to the Constitution, By-Laws, Rules, and Nominations Committee (hereinafter referred to as the Committee), a copy of which shall be sent to the current District Governor. Amendments proposed by the Cabinet or District Committee shall be submitted directly to the District Governor for his/her approval or disapproval. Upon approval, the proposal shall be directed to the Committee for action.

Sec. 6. Proposed amendments with the proper endorsement and a statement of purpose shall be submitted to the Committee not fewer than ninety (90) days before the annual Convention. The Committee may recommend improvement in form to the proposer and shall forward a copy of the amendment to the Secretary of each District club and to the District Governor not fewer than thirty (30) days before the convention.

Sec. 7. Proposals so qualifying shall be placed on the ballot. Opportunity for arguments favoring AND opposing a proposed amendment shall be given at a convention meeting prior to voting.

Sec. 8. The Committee shall examine all proposed amendments for conformance with the Constitution and By-Laws of the International Association of Lions Clubs and the Constitution and By-Laws of Multiple District Four.

Amendments if adopted as herein provided, shall take effect on July 1st following adoption, unless otherwise specified in the amendment.

Section 9. **EFFECTIVE DATE.** Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

Article XV

DEDICATION OF ASSETS

Sec. 1. The property of the District is irrevocably dedicated to social purposes and no part of the net income or assets of this District shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person.

Sec. 2. Upon the dissolution or winding up of the District, its assets remaining after payment, or provision for payment, of all debts and liabilities of the District shall be distributed to a non- profit fund, foundation or corporation which is organized and operating exclusively for social welfare purposes, and which has established its tax exempt status under section 501 (c) (4) of the Internal Revenue Code.

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.

Sec. 2. Any club in good standing in this District may nominate in writing, and submit to the Constitution, By-Laws, Rules and Nominations Committee, the name of a Lion as a candidate for the office of District Governor, First or Second Vice District Governor.

- A) CANDIDACY REQUIREMENTS FOR 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 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 first vice district governor within the district from 33 which he/she is to be elected. (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 second vice district

governor as set forth in these by-laws or constitution 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.

- B) CANDICAY REQUIREMENTS FOR FIRST VICE DISTRICT GOVERNOR.** A candidate for the office of first vice district governor shall: (1) Be an Active Member in good standing of a chartered Lions club in good standing in his/her single or sub-district. (2) Secure the endorsement of his/her club or a majority of the clubs in his/ her single or sub-district. (3) Currently be serving as the second vice district governor within the district from which he/she is to be elected. (4) 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.

CANDICAY REQUIREMENTS FOR SECOND VICE DISTRICT GOVERNOR. A candidate for the office of second vice district governor shall: (1) Be an Active Member in good standing of a chartered Lions club in good standing in his/her single or sub-district. (2) Secure the endorsement of his/her club or a majority of the clubs in his/ her single or sub-district. (3) Have served or will have served at the time he/she takes office as second vice district governor: (a) As president of a Lions club for a full term or major portion thereof, and a member of the board of directors of a Lions club for no less than two (2) additional years; and (b) As zone chairperson, region chairperson, district global extension team coordinator, district global leadership team coordinator, district global membership team coordinator, district global service team coordinator, district LCIF coordinator, or cabinet secretary and/or treasurer for a full term or major portion thereof(c) With none of the above being accomplished concurrently. (4) Has not completed a full term or major portion thereof as district governor

Sec. 3. A member of the Constitution, By-Laws, Rules, and Nominations Committee shall present the name of the qualified candidates to the convention.

Sec. 4. Nominations shall be closed as of seven days following the 3rd District Cabinet Meeting preceding the District Convention. In the event there is not a declared candidate prior to the closing date, nominations from the floor shall be accepted.

Sec. 5. All nominations shall be made at the first business session of the convention.

Sec. 6. The presentation of the names of the candidates by the reading of the written notifications or nominations from the floor shall constitute nominating speeches. There shall be but one seconding speech to each nomination. Each seconding speech shall be limited to three minutes.

Sec. 7. All elections held in the District shall be by printed or duplicated secret ballot, and the candidate receiving the majority shall be declared elected. The elections shall be conducted by a secret written ballot, with the District Governor, the First Vice District governor & the Second Vice District Governor candidates required to secure a simple majority of the votes cast by the delegates present and voting to be declared elected.

Sec. 8. The District Credentials and Elections Committee shall have charge of the balloting and conduct of the election and shall report the results thereof to the convention at the close of the final balloting hour. The polls shall be open the final day of the convention between the hours of 7:00 a.m. and 8:30 a.m. 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.

Sec. 9. In case of a tie vote, the one to serve shall be selected by lot unless one or both of the tying candidates desires a second election by ballot, in which case the polls for such election shall be open between the hours of 10:00 a.m. and 11:00 a.m. immediately following the original election. In case of a tie in such a second election the one to serve shall be selected by lot.

Section 10. 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.

It shall be the duty of the immediate past district governor, if they are 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, they must:

- (a) Be an Active Member in good standing of a chartered Lions club in good standing in their single or sub-district.
- (b) Secure the endorsement of their club or a majority of
- (c) the clubs in their single district.
- (d) Have served or will have served at the time they take 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 their full term of office and other qualified Lions be considered for filling a vacancy in the office of district governor.

Section 11. 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 their 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 their 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, they must:

- (a) Be an Active Member in good standing of a chartered Lions club in good standing in their single or sub-district.
- (b) Secure the endorsement of their club or a majority of the clubs in their single district.
- (c) Have served or will have served at the time they take 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) Has not completed a full term or major portion thereof as district governor.

Section 12. **REGION/ZONE CHAIRPERSON QUALIFICATIONS.** Each region and zone chairperson shall:

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

Section 13. **APPOINTMENT/ELECTION OF REGION/ ZONE CHAIRPERSON.** The district governor shall appoint, by the time they take office, one region chairperson for each region (if the position is utilized during the district governor's term), and one zone chairperson for each zone, in the district.

Section 14. **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 they were appointed, their term of office shall thereon cease, and the district governor shall appoint a successor to fill said office. Provided, however, the district governor, in their discretion may determine not to use the position of region chairperson for the remainder of the term.

ARTICLE III

Duties of District Officers/Cabinet

Section 1. **DISTRICT GOVERNOR.** Under the general supervision of the International Board of Directors, they shall represent the association in their district. In addition, they shall be the chief administrative officer in their 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. Their specific responsibilities shall be to:

- (a) Further the purposes of the association, resulting in membership growth in the district.

- (b) Oversee the district leadership team members to implement current district action plans focused on and working towards the successful achievement of district goals.
 - (1) Charter new Lions clubs
 - (2) Ensure effective club operation
 - (3) Achieve net membership growth
 - (4) Provide leadership development and skills training at the club and district level.
 - (5) Encourage clubs to conduct and report meaningful humanitarian service.
 - (6) Support and promote Lions Clubs International Foundation and encourage club and member contributions to Lions Clubs International Foundation.
- (c) 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.
- (d) Oversee the administrative operation of the district
 - (1) Effectively manage district events to meet member needs.
 - (2) Exercise such supervision and authority over cabinet officers and district committee appointees as is provided in this district constitution.
 - (3) Deliver, in a timely manner, at the conclusion of their term in office, the general and/or financial accounts, funds and records of the district to their successor in office.
 - (4) Submit a current itemized statement of total district receipts and expenditures to their district convention or annual meeting of their district at a multiple district convention.
 - (5) Report to Lions Clubs International all known violations of the use of the association's name and emblem.
- (e) Guide clubs to operate in accordance with the International Constitution and By-Laws, support activities that improve member retention and remain in good standing with the association.
 - (1) Ensure that each Lions club in the district be visited in-person (or virtually if necessary) by the district governor, a district cabinet member, or a Lion appointed by the district governor no less than once every year to facilitate successful administration of the club.

- (2) With the assistance of the zone chairpersons and region chairpersons (when present), monitor the viability of each club in the district to ensure each club remains in good standing, meets the needs of its members and supports the objectives of the association.
- (3) Promote harmony and resolve conflicts among and within the chartered Lions clubs using appropriate methods.
- (f) Preside, when present, over the district convention and cabinet and other meetings.
- (g) Perform such other functions and acts as shall be required of them by the International Board of Directors.

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. Their specific responsibilities shall be, but not limited, to:

- (a) Further the purposes of this association, resulting in membership growth in the district.
- (b) Actively work towards the success of the current district plan.
- (c) With the district governor and second vice district governor, review strengths and weaknesses of the district, refine and further develop a draft of the ongoing district plan focused on and working towards the successful achievement of district goals.
- (d) Identify and prepare a highly effective team for subsequent years to develop and implement action plans for district goals.
 - (1) Understand the actions needed to accomplish district plans.
 - (2) Know the roles and responsibilities, resources, and Lions qualified to serve in roles.
 - (3) Ensure team members are adequately trained to perform in their specific roles.
 - (4) Work closely with club leadership to identify future district leaders.
- (e) Perform such duties and other directives as may be assigned by the district governor or by the policy of the International Board of Directors.
- (f) At the request of the district governor, supervise other district committees.
- (g) Actively participate in all cabinet meetings, and conduct meetings in the absence of the district governor.

- (h) Become familiar with the duties of the district governor so in the event of a vacancy in the office of district governor they will be better prepared to assume the duties and responsibilities of said office.
- (i) Participate in council of governors meetings as appropriate.
- (j) Participate in the preparation of the district budget.
- (k) Conduct club visitation as the representative of the district governor when requested by the district governor.
- (l) Work with the District Governor and the District Convention Committee to assist and plan the annual district convention and assist the district governor to organize and promote other events within the district.

Section 3. **SECOND VICE DISTRICT GOVERNOR.** The second vice district governor, subject to the supervision and direction of the district governor. Their specific responsibilities shall be, but not limited, to:

- (a) Further the purposes of this association, resulting in membership growth in the district.
- (b) Actively work towards the success of the current district plan
- (c) Serve as district liaison (at the direction of the district governor) to region and zone chairpersons working towards successful zone operations in support of club health.
- (d) Become familiar with the strengths and weaknesses of the clubs in the district and the resources that support club development.
- (e) Prepare for role as district governor.
 - (1) Become familiar with the duties of the district governor
 - (2) Assess and develop leadership skills
 - (3) Understand district structure and constitution and by-laws and the resources available
 - (4) Be aware of club health indicators and assess club strengths and weaknesses
 - (5) Understand the programs offered by Lions Clubs International Foundation (LCIF)
 - (6) Prepare to conduct effective club visitations
- (f) Conduct club visitation, as the representative of the district governor, when requested by the district governor.

- (g) Perform such duties and other directives as may be assigned by the district governor or by the policy of the International Board of Directors.
- (h) Assist the district governor and first vice district governor in planning and conducting the annual district convention.
- (i) At the request of the district governor, supervise appropriate district committees.
- (j) Actively participate in all cabinet meetings and conduct all meetings in the absence of the district governor and the first vice district governor.
- (k) Participate in the preparation of the district budget.

Section 4. **CABINET SECRETARY and CABINET TREASURER.** He/ she shall act under the supervision of the district governor. Their 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) 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.
 - (5) 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.
 - (6) Keep accurate books and records of account, and 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. Upon direction of the district governor or the cabinet, they shall furnish any such books and records as requested to any auditor appointed by the district governor.
 - (7) Secure bond for the faithful performance of their duties in such sum and with such sureties as may be required by the district governor.
 - (8) Deliver, in a timely manner, at the conclusion of their term in office, the general and/or financial accounts, funds and records of the district to their 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) 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.** Under the supervision of the district governor, the GST district coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) With the district team, develop and implement the district plan focused on and working to achieve district service and fundraising goals
- (b) Work to increase the percentage of clubs reporting service within the district.
- (c) Have knowledge of and encourage participation in LCI and LCIF service programs and grants, and the use of LCI service resources.
- (d) Act as the advocacy champion for the district, supporting clubs as they raise awareness, educate their community, and advocate for change.
- (e) Share service success stories with Lions and the community to increase visibility and member satisfaction, attract new members, and encourage the sharing of best practices.
- (f) Work to identify potential leaders to participate in a service leadership role.

Section 6. **GLOBAL MEMBERSHIP TEAM (GMT) DISTRICT COORDINATOR.** Under the supervision of the district governor, the GMT district coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) With the district team, develop and implement the district plan focused on and working to achieve district membership goals.
- (b) Train club membership chairpersons on key tools and initiatives and encourage clubs to create membership plans to improve recruitment and member satisfaction
- (c) Support club membership chairs with membership inquiries and provide prompt guidance in line with applicable policies.
- (d) Ensure that prospective members are promptly contacted, and referred to a suitable club based on interest, availability, expectations, and other factors. If a suitable club is not available, guidance and support to starting a new club is provided unless a Global Extension Team district coordinator has been appointed.
- (e) Work to identify potential leaders to participate in a membership leadership role.
- (f) Provide retention strategies to clubs in collaboration with Global Leadership Team and Global Action Team district coordinators.
- (g) Confirm new members are provided an effective member orientation at the club level, in collaboration with the district leadership team coordinator and the club officers.

Section 7. GLOBAL LEADERSHIP TEAM (GLT) DISTRICT COORDINATOR. Under the supervision of the district governor, the GLT district coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) With the district team, develop and implement the district plan focused on and working to achieve district leadership development goals to hold training for club officers, region and zone chairpersons, Certified Guiding Lions and others as appropriate.
- (b) Develop and execute an annual district learning and leadership development plan and report training in Learn.
- (c) Work to identify potential leaders to participate in service, membership or leadership roles.
- (d) Support and facilitate training at district events when appropriate.
- (e) Confirm new members are provided an effective member orientation at the club level, in collaboration with the district membership team coordinator and club officers.

Section 8. Global Extension Team Coordinator Under the supervision of the district governor the district GET coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) Work with the district team (including the district governor and vice district governors) to ensure new club goals of the district are met and sustainable.
- (b) Identify opportunities to charter new clubs in communities, or within groups of a larger community, that are not served or are underserved.
- (c) Collaborate with district leadership to build a team capable of completing the tasks required in the successful chartering of new clubs including membership recruitment, leadership development, and engagement in meaningful service projects.
- (d) Understand and communicate the process and policies of new club development to team members and ensure that accurate information is conveyed to prospective members.
- (e) Enable the success of new clubs by helping sponsor clubs establish mentoring relationships with the new club officers and educating Guiding Lions on expectations of the new club.
- (f) Train and involve Lions interested in new club chartering to expand the district's ability to charter new clubs.
- (g) Ensure new club applications are complete, properly approved, and submitted efficiently.

Section 9. DISTRICT MARKETING CHAIRPERSON. Under the supervision of the district governor, the district marketing chairperson is responsible for marketing and communications efforts and directly supports the District Global Action Team. Their responsibilities include:

- (a) Work with the district team to identify and support opportunities for marketing large- scale events, programs, and initiatives.

- (b) Collaborate directly with the district Global Membership Coordinator to direct any membership leads that come through marketing channels to appropriate clubs.
- (c) Support the district governor and district Global Action Team with marketing and publicity guidance.
- (e) Support district funding opportunities.
- (f) Manage district social media channels and websites, either directly or through an established district marketing committee.
- (g) Maintain a full understanding of the Global Brand Guidelines.
 - a. Champion appropriate and consistent use of global brand assets in all district activities.
 - b. Support use of approved brand templates for story and publicity development.
- (h) Encourage clubs to fill the role of the club marketing chairperson.
 - a. Ensure consistent support for the club marketing chair, holding meetings, trainings, and providing marketing guidance and best practices.
 - (i) Promote the good works and newsworthy stories of LCI and LCIF to Lions and members of the media, through social media channels, and to external audiences.

Section 10. **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. Their responsibilities include:

- (a) Ensure that their team of club coordinators implement LCIF fundraising strategies.
- (b) Educate Lions about the importance and impact of LCIF locally, regionally, and around the world.
- (c) Encourage Lions to support LCIF in all aspects of fundraising across the district.
- (d) Be familiar with LCIF grant opportunities and educate Lions within the district on the various grants and projects supported by LCIF.

Section 11. **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 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.
- (k) Support the district Leo chairperson in organizing Leo clubs and members in areas with no Leo Districts.
- (l) Encourage the formation of a Leo district in areas with the necessary number of clubs and members.

Section 12. **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 their region. Their specific responsibilities should be to:

- (a) Further the Purposes of this association, resulting in membership growth in the region.
- (b) Actively work towards the success of the current district plan and encourage club participation.
- (c) Supervise the activities of the zone chairpersons in their region and such district committee chairperson as may be assigned by the district governor.
- (d) Support club health by identifying club strengths and weaknesses and encouraging growth, leadership excellence and meaningful service.
 - (1) Be knowledgeable of tools available to support club health.
 - (2) Conduct meaningful and effective club visitations in coordination with the zone chairpersons as needed.
 - (3) Communicate with clubs regularly to ensure effective operation.
 - (4) Support new clubs.
 - (5) Utilize LCI Resources, Global Action Team Coordinators and LCIF Coordinators to support club health.

- (e) Perform such duties and directives as may be required by the district officers or by the policy of the International Board of Directors.
- (f) Become familiar with district operations and enhance leadership skills as needed for advancement.
 - (1) Learn the district structure and the importance of each position.
 - (2) Assess personal leadership skills to encourage personal growth.
- (g) Perform such duties and other directives as may be required by the district officers or by the policy of the International Board of Directors.

Section 13. **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 their zone. Their specific responsibilities shall be to:

- (a) Further the Purposes of this association, resulting in membership growth in the zone.
- (b) Actively work towards the success of the current district plan and encourage club participation.
- (c) Serve as chairperson of the District Governor's Advisory Committee (Zone Meeting) in their zone and as such chairperson to call regular meetings of said committee.
- (d) Support club health by identifying club strengths and weaknesses and encouraging growth, leadership excellence and meaningful service.
 - (1) Be knowledgeable of tools available to support club health.
 - (2) Visit each club in their zone once or more during their term of office, reporting their findings to the district governor and the region chairperson (if applicable) particularly with respect to weaknesses they may have discovered.
 - (3) Communicate with clubs regularly to ensure effective operation.
 - (4) Support new clubs.
 - (5) Utilize LCI Resources, Global Action Team and LCIF to support club health.
 - (6) Endeavor to have every club within their zone operating under a duly adopted club constitution and by-laws.
 - (7) Represent each club in their zone in any problems with district, multiple district or Lions clubs International.
- (e) Become familiar with district operations and enhance leadership skills as needed for advancement.

- (1) Learn the district structure and the importance of each position.
- (2) Assess personal leadership skills to encourage personal growth.
- (f) Perform such duties and other directives as may be required by the district officers or by the policy of the International Board of Directors

Section 14. **DISTRICT GOVERNOR’S CABINET.** The district governor’s cabinet shall:

- (a) Assist the district governor in the performance of their 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.
- (e) Secure, semi-annually, or more frequently, sub-district financial reports from the cabinet secretary and cabinet treasurer (or secretary-treasurer).
- (f) Provide for an audit of the books and accounts of the cabinet secretary, cabinet treasurer, or cabinet secretary-treasurer and with the district governor’s approval, set up definite schedule of dates, times and places of cabinet meetings to be held during the fiscal year.

Section 15. **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 their 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 chairpersons, and club membership chairpersons should attend when information is shared that relates 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 their cabinet.

Section 2. **DISTRICT GLOBAL ACTION TEAM.** Chaired by the district governor and includes the district global membership coordinator, district global service coordinator, district global leadership coordinator and district global extension coordinator and is supported by the district marketing chairperson. 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 they deem necessary and appropriate for the efficient operations of the district. Such committee chairpersons shall be deemed non-voting members of the district cabinet.

ARTICLE V

Meetings

Section 1. DISTRICT CABINET MEETINGS.

- (a) Regular. A regular meeting of the cabinet shall be held in each quarter of the fiscal year, with the first of which should be held within thirty (30) days after the adjournment of the preceding international convention. Ten (10) days written notice of meetings setting forth a date, time and place determined by the district governor shall be given to each member by the cabinet secretary.
- (b) Special. Special meetings of the cabinet may be called by the district governor at their discretion and shall be called upon written request made to the district governor or the cabinet secretary by a majority of the members of the cabinet. No fewer than five (5) nor more than twenty (20) days written (including letters, electronic mail, 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 members of the district cabinet as defined in Article VI, Section 2 of this district constitution.

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.

ARTICLE VI District Convention

Section 1. **CONVENTION SITE SELECTION.** The district governor shall receive invitations in writing from places desiring to entertain the succeeding year(s) annual convention. Recommendations for the final three (3) sites of said convention shall be selected at least two (2) years in advance by the delegates of the previous convention. Should no place be designated or qualify for such convention or in case of an emergency, the District Governor shall have full power to select the place and date of such convention.

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 convention¹.

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.

¹ 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.

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

Section 9. **DISTRICT CONVENTION COMMITTEES.** The district governor shall appoint 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 designate.

Article VII

SOLICITING FUNDS

Sec. 1. No money may be raised at any convention by any person, club or organization for any purpose, except when same may be necessary to assist in financing the convention or in the promotion of District sanctioned activities, and then only by the permission and under the supervision of the District Budget and Finance Committee.

Sec. 2. No lions club or any member of any lions club shall solicit funds or anything of material or commercial value from any other lions clubs or club members for any purpose whatsoever; provided, however, that in the event of a major calamity or disaster; the District Cabinet may authorize solicitation of relief aid. This section shall not preclude cooperation projects between clubs and the District.

Sec. 3. Neither this District, nor a subdivision of, nor a club therein, shall employ "Professional Fundraisers."

Article VIII

INTER-CLUB ACTIVITIES

The practice of "borrowing" another lions club's paraphernalia shall be regulated in accordance with the following rules:

Rule 1. The paraphernalia referred to above shall be limited to the club bell and/or gavel. Once any such item is in the hands of a "borrower" it shall be considered in his/her club's possession, without contest until retrieved in accordance with Rule 6 below, and the "borrower" shall give signed receipt for the borrowed paraphernalia to the presiding officer of the club whose paraphernalia is "borrowed."

Rule 2. No other paraphernalia shall be "borrowed."

Rule 3. No paraphernalia shall be taken at any time other than during any regular meeting of the home club. For the purpose of this rule a regular meeting does not include occasional functions such as spouses' Nights, Charter Nights, Zone, or District meetings, or Governor's Annual Visitation.

Rule 4. Any lions club "borrowing" paraphernalia shall notify the losing lions club of the whereabouts of said paraphernalia within ten days of the date of "borrowing."

Rule 5. No cash value shall be placed on the redemption of "borrowed" paraphernalia other than the regular fines.

Rule 6. If the losing club shall visit the "borrowing" club under current District Governor Visitation Contest rules, the paraphernalia shall be returned at the time in exactly the same condition as when borrowed. Should such visitations not be made within sixty (60) days, it shall be incumbent upon the officer of the lions club in possession of such paraphernalia, to return such items to rightful owners in exactly the same condition as when "borrowed".

Rule 7. The “borrowing” club will be responsible for the safekeeping of all “borrowed” equipment and shall not use said equipment for the conduction of its meetings or make said equipment available for “borrowing” by visiting clubs.

Rule 8. When any lion or group of lions visits a club in a District other than his/her own, equipment or paraphernalia of the host club may be borrowed only in accordance with the rules of the District in which the host club is located.

Article IX
INSTALLATIONS

Sec. 1. The District Governor shall provide for the installation of each Vice District Governor, Cabinet Secretary, Cabinet Treasurer, Region Chair, Zone Chair and Standing Committee Members at a regular or special meeting.

Article X
SCHOOL OF INSTRUCTION

Sec. 1. The District Governor, in cooperation with the Past District Governor, shall arrange and conduct a school of instruction for all incoming District Officers, Committee Chairs and Club Officers prior to or in conjunction with the first District Cabinet Meeting of the ensuing year

Article XI
Incorporation

Sec. 1. The International Association of Lions Clubs, District 4-C5, shall be incorporated as a Nonprofit Benefit Corporation under the laws of the State of California. It shall operate exclusively for the purposes set forth in the Internal Revenue Code Section 501 C 4.

Article XII
RESOLUTIONS

Sec. 1. Any resolution or proposition calling for the expenditure of money not provided for in the budget shall be presented to the Budget and Finance Committee at least 15 days prior to a District Convention or meeting of the District Governor’s Cabinet. Such resolution shall specifically set forth the source of the funds to be expended. Upon favorable recommendation by the Committee, the resolution may be presented to the convention or cabinet meeting and may be adopted by a majority vote of the delegates or alternates, or two-thirds vote of the District Governor’s Cabinet.

Article XIII
FINANCIAL REVIEW/AUDIT

Sec. 1. The District Budget shall allocate sufficient funds as deemed reasonable and appropriate by the Budget and Finance Committee for professional fees to complete the “final review or audit”.

ARTICLE XIV
STUDENT SPEAKERS

Sec. 1. The per capita dues paid to District 4-C5 shall be increased by two dollars (\$2.00) to aid the funding of the Student Speakers Contest and the Student Speakers Foundation.

Sec. 2. The monies collected and allocated annually by the District Budget shall be accounted for, and any excess funds over the District Student Speaker Contest requirements shall be donated to the “Fourth District Student Speakers Foundation, Inc.”

Article XV

POLITICS AND RELIGION

Sec. 1. This organization or its subordinate groups may provide a forum for the open discussion of all matters in the public interest, provided, however, that partisan politics and sectarian religion shall not be debated by members.

Sec. 2. No resolution giving endorsement to any movement shall be considered at any meeting unless said movement is in full accord with the principles and purposes of the International Association of Lions Clubs.

ARTICLE XVI

Miscellaneous

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

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

Section 3. **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 4. **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).

Section 5. **COMPENSATION.** No officer shall receive any compensation for any service rendered to this district in their 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 6. **FISCAL YEAR.** The fiscal year of this district shall be from July 1st to June 30th.

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

ARTICLE XVII

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.

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.

DISTRICT 4C5 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 4C5 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) Candidates 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.
- (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 their copy of their 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 their 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 with 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 their credential certificate to voting personnel for verification. Once verified, the delegate shall be issued a ballot.
- (c) The voter shall indicate their vote by placing a mark in the appropriate location by the name of the candidate of their 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 of 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.

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 be sent 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, they shall use their 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 their choice from the floor.

Rule 5. Each such nominee shall be entitled to one seconding speech, only, in their 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 their 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 members shall indicate their vote by writing the name of their 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

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 symbol 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 symbol² 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).

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 D

**Nominating Committee Checklist
District Governor Candidate**

This checklist must be completed for each candidate and submitted to the Elections Committee.

Name of Candidate: _____

Name of Candidate’s Lions Club: _____

Date of Nominating Committee Meeting: _____

Date of Election: _____

Candidate has submitted sufficient evidence showing that they have met the following Requirements:

- Candidate is an active member in good standing of a chartered Lions Club in Good Standing* in their single or sub-district.
- Candidate endorsed by their 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 their 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 E

**Nominating Committee Checklist
First Vice District Governor Candidate**

This checklist must be completed for each candidate and submitted to the Elections Committee.

Name of Candidate: _____

Name of Candidate’s Lions Club: _____

Date of Nominating Committee Meeting: _____

Date of Election: _____

Candidate has submitted sufficient evidence showing that they have met the following Requirements:

- Candidate is an Active Member in good standing of a chartered Lions Club in Good Standing* in their single or sub-district.
 - Candidate endorsed by their 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,
 - Has not completed a full term, or majority portion thereof, as district governor
- *This amendment shall take effect on July 1, 2022

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 their 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 F

Nominating Committee Checklist
Second Vice District Governor Candidate

This checklist must be completed for each candidate and submitted to the Elections Committee.

Name of Candidate: _____

Name of Candidate's Lions Club: _____

Date of Nominating Committee Meeting: _____

Date of Election: _____

Candidate has submitted sufficient evidence showing that they have met the following Requirements:

- Candidate is an Active Member in good standing of a chartered Lions Club in Good Standing* in their single or sub-district.
 - Candidate endorsed by their 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.
 - Has not completed a full term, or majority portion thereof, as district governor
- *This amendment shall take effect on July 1, 2022

**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 their 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 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 symbol³ 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 symbol⁴ 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).

Position	Name	Preference/ Rank
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³ Please note that the district should indicate the appropriate symbol to use, or approved stamp provided to all voters.

⁴ 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.

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).

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.

