

**The International Association
Of Lions Clubs**

**DISTRICT CONSTITUTION
AND BY-LAWS**

District No. 13-B

State of Ohio

Adopted: March 25, 2001

**With amendments adopted through:
May 14, 2015**

THE INTERNATIONAL ASSOCIATION OF
LIONS CLUBS
DISTRICT CONSTITUTION AND BY-LAWS

ARTICLE I

Name

Section 1. This Organization shall be known as District No. 13-B of The International Association of Lions Clubs (hereinafter referred to as "Lions Clubs International").

ARTICLE II

Objects

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

ARTICLE III

Membership

Section 1. The members of this Organization shall be all Lions Clubs in the District chartered by Lions Clubs International.

The boundary lines of this District shall be as follows: Ottawa, Sandusky, Erie, Lorain, Seneca, Huron, Wyandot, Crawford, Richland, and Ashland counties.

ARTICLE IV

District Organization

Section 1. **Cabinet and Officers**

- A. The District shall have a District Cabinet composed of the District Governor, the Immediate Past District Governor, the 1st Vice District Governor, the 2nd Vice District Governor, the Region Chairman (if the position is utilized during the District Governor's term), the Zone Chairmen, a Cabinet Secretary, a Cabinet Treasurer, and all committee District appointees and all Past District Governors in good standing. The members of the District Cabinet shall be the Officers of the District. Each such Officer shall be a member in good standing of a Lions Club in good standing in the District.
- B. The District Governor, 1st Vice District Governor, and 2nd Vice District Governor shall be elected at the annual convention of the District. The District Governor shall appoint, by the time he/she takes office, the Cabinet Secretary, one Region Chairman for each Region (if the position is utilized during the District Governor's term), and one Zone Chairman for each Zone in the District. A Cabinet Treasurer shall be appointed every three (3) years.
- C. Any vacancy in any District office, except that of District Governor, 1st Vice District Governor, or 2nd Vice District Governor, shall be filled by appointment of

the District Governor for the unexpired term thereof. In filling any vacancy arising in the office of 1st Vice District Governor or 2nd Vice District Governor, the District shall convene a meeting of the members of the existing cabinet as provided for in the International Constitution and By-Laws and all Past District Governors who are members in good standing of a chartered Lions Club in good standing in the District. It shall be the duty of the attendees at this meeting to appoint a qualified club member as 1st Vice District Governor or 2nd Vice District Governor for the remainder of the term. In filling said vacancy, it shall be the duty of the District Governor, or if not available, the most recent Past District Governor who is available, to send out invitations to attend said meeting and it shall also be his/her responsibility to preside as chairman of the meeting. The chairman shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion who is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one vote for the Lion of his/her choice.

D. Each Region and Zone Chairman shall:

1. Be an active member in good standing in his/her respective Region or Zone; and
2. Have served or will have served at the time of taking office as Region or Zone Chairman, as president of a Lions Club for a full term or major portion thereof, and a member of the Board of Directors of a Lions Club for no less than two (2) additional years.

E. If any Regional Chairman or Zone Chairman shall cease to be a member of a Club in the Region or Zone as the case may be, to which he/she was appointed, his/her term of office shall thereupon cease and the District Governor shall appoint a successor to fill said office. Provided, however, the District Governor in his/her discretion may determine not to use the position of Region Chairman for the remainder of the term.

F. No salary shall be paid to any officer of the District.

Section 2. **District Cabinet Meetings**

- A. **Regular.** A regular meeting of the Cabinet shall be held in each quarter of the fiscal year. Ten (10) days written notice of meetings setting forth a time and place determined by the District Governor shall be given to each member by the Cabinet Secretary.
- B. **Special.** Special meetings of the Cabinet may be called by the District Governor at his/her discretion, and shall be called upon written request made to the District Governor or the Cabinet Secretary by a majority of the members of the Cabinet. Not fewer than five (5) nor more than ten (10) days written notice of special meetings, setting forth the purposes thereof and a date, time, and place determined by the District Governor, shall be given to each member by the Cabinet Secretary.

- C. **Quorum and Vote.** The attendance of a majority of the members of the Cabinet shall constitute a quorum for any meeting thereof. In all such meetings, the voting privilege shall extend to the District Governor, the Immediate Past District Governor, 1st Vice District Governor, 2nd Vice District Governor, the Region Chairmen (if the position is utilized during the District Governor's term), the Zone Chairmen, the Cabinet Secretary, the Cabinet Treasurer, all District appointees, and all Past District Governors in good standing.

Section 3. **Regions and Zones**

- A. The District Governor shall divide the District into Regions of no more than sixteen (16) and no fewer than ten (10) Lions Clubs, and each such Region into Zones of no more than eight (8) and no fewer than four (4) Lions Clubs, giving due regard to the geographical locations of the clubs. All such Regions and Zones shall be subject to change by the District Governor when, in his/her sole discretion, he/she shall deem the same necessary to the best interests of Lions Clubs International.
- B. **Regional Meetings.** Meetings of representatives of all clubs in a Region, with the Region Chairman (if the position is utilized during the District Governor's term) or other District cabinet member as may be assigned by the District Governor presiding, shall be held during the fiscal year at times and places fixed by the Zone Chairman or other assigned cabinet member of the respective Region.
- C. **Zone Meetings.** Meetings of representatives of all the clubs in a Zone, with the Zone Chairman presiding, shall be held during the fiscal year at times and places fixed by the Zone Chairman of the respective Zone.

Section 4. **District Committees**

- A. **District Governor's Advisory Committee.** In each Zone, the Zone Chairman, the Presidents, the 1st Vice Presidents, and the Secretaries of the clubs in the Zone shall compose a District Governor's Advisory Committee, with the Zone Chairman as Chairman thereof. At a date, time, and place called by the Zone Chairman, 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.
- B. **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 District. This Committee shall meet when and as called upon by the District Governor.

ARTICLE V

District Administration Fund

Section 1. To provide revenue to defray the non-convention administrative expenses of the District, an annual District Administration Fund Per Capita Tax of (set out value in national currency) is hereby levied upon each member of each club in the District. It

shall be collected and paid in advance by each club in two (2) semi-annual payments as follows: (value in national currency) per club member on November 30 of each year to cover the semi-annual period January 1 to June 30; and (value in national currency) per club member on May 31 of each year to cover the semi-annual period July 1 to December 31. Said tax shall be so paid to the Cabinet Treasurer by each club, except newly chartered and reorganized clubs, which shall collect and pay said per capita tax on a pro-rata basis from the first day of the second month following the date of their organization or reorganization, as the case may be. Said per capita tax shall be disbursed only for non-convention administrative expenses of the District and only upon approval by the District Governor. Disbursements therefrom shall be by checks drawn and signed by the Cabinet Treasurer. Any club hosting the District Convention, in order to qualify for assistance from the District Convention Fund, must submit a budget to the Cabinet at the second meeting in the fiscal year of the convention, and a final report at the August meeting following the convention.

- A. To provide additional revenue to defray the non-convention administrative expenses of the District, an additional annual District Administration Fund Per Capita Tax of \$1.00 is hereby levied upon each Club in the District. It shall be collected as stated in Article V, Section 1.

Section 2. Registration of the District Governor and spouse in connection with his/her attending the International Convention shall be considered a District administrative expense.

Section 3. The District Governor and his/her Cabinet shall not incur obligations in any fiscal year which will effect an unbalanced budget or deficit in said fiscal year.

Section 4. The Cabinet Treasurer shall be bonded in such amount and with such surety company as shall be approved by the District Governor and the cost of same shall be an administrative expense.

Section 5. The District Governor shall provide for an annual or more frequent audit of the books and accounts of the Cabinet Treasurer, and a statement of the financial condition of the District shall be sent to Lions Clubs International and each club in the District within sixty (60) days after the close of the fiscal year by the District Governor then in office.

Section 6. Monies raised or collected by District Committees or Zones and/or any other sub-entity, excluding clubs, shall be deposited in the District Treasury and kept as an individual restricted account. Distribution by the Cabinet Treasurer upon proper documentation by committee, zone or sub-entity.

ARTICLE VI

District Convention

Section 1. An Annual Convention of the District shall be held in each year prior to the International Convention with the date and place selected 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.

Section 2. The members of the District Cabinet shall be the officers of the Annual District Convention.

Section 3. Each chartered club in good standing in Lions Clubs International and the District shall be represented by one or more delegates at the annual District convention and shall be entitled in each such convention to one voting delegate and one alternate for each ten members, 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 or more members. Each certified delegate present in person may cast one vote only for each office to be filled by, and one vote only on each issue to be voted on by the members of said convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. Delinquent dues may be paid and good standing acquired at any time prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

Section 4. All Past District Governors in good standing shall be delegates-at-large at the District Convention.

Section 5. The attendance in person of a majority of the delegates registered at a convention shall constitute a quorum at any session of the convention.

Section 6. Within sixty (60) days after the close of each Single and Sub- District Convention, the Secretary thereof shall transmit one copy of the complete proceedings thereof to the International Office. Upon written request from any club in the respective District a copy shall be furnished to said club.

ARTICLE VII District Convention Contingency Fund

Section 1. An annual per capita District Convention Fund Tax of **twenty (25) cents** may be levied upon each member of each club in the District until a maximum of ten thousand (\$10,000) dollars is reached in a Fund. At such time the tax of **twenty (25) cents** per member will be suspended until such time as the fund falls below ten thousand (\$10,000) dollars at which time the tax of **twenty (25) cents** per member will be reinstated. The Tax shall be collected and paid in advance by each club, except newly chartered and reorganized clubs, in one (1) annual payment, with billing of said tax to be based upon the roster of each club as of November 30. This tax shall be collected from the clubs by, and be remitted to the Cabinet Treasurer, who shall deposit the monies so collected in the District Treasury in a fund designated the District Convention Fund. Any club which is chartered or reorganized in a current fiscal year shall collect and pay said convention per capita tax for said fiscal year on a pro-rata basis from the first day of the second month following the date of its organization, as the case may be.

Section 2. The monies collected by the per capita District Convention Contingency Fund shall be used exclusively for defraying expenses of District Conventions, if and when

unusual circumstances arise or are experienced by the host club beyond the convention budget as approved by the cabinet, and shall be expended only by District checks drawn and signed by the Cabinet Treasurer, following approval by the District Cabinet.

Section 3. The District Governor shall provide for an annual or more frequent audit of the District Convention Contingency Fund and shall give an annual financial report of said Funds to each annual District convention.

ARTICLE VII-A District Convention Operation Fund

Section 1. Such fee as the District Governor shall set may be collected, under procedures set by the District Governor, from each delegate, alternate and guest attending the District Convention to defray the actual cost of convention meals, entertainment, speaker's expenses and fees, meeting space; and other recognized amenities associated with a District Convention. Also included in the fund is any additional monies raised by raffle, silent auctions, special activities, rebated etc.

Section 2. In any fiscal year, any balance remaining in the District Convention Operation Fund, after payment of all Convention Administrative expenses in that year, shall go to the General Operating Fund with recommendation from the host club. Final determination approved by the District Cabinet. The host club shall not profit by more than two hundred dollars (\$200) on any District Convention.

Section 3. The monies collected by the per capita District Convention Contingency Fund Tax may be used in the event of unforeseen losses by the Host club of the District Convention, If and when unusual circumstances arise or experienced by the Host Club beyond the convention budget as approved by the cabinet, and shall be expended only by District checks drawn and signed by the Cabinet Treasurer, following approval by the District Cabinet.

Section 4. The District Governor shall provide for an annual or more frequent audit of the District Convention Operational Fund and shall give an annual financial report of said Funds to each annual District convention.

ARTICLE VIII Amendments

Section 1. This Constitution may be amended only at a District Convention by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by the affirmative vote of two-thirds (2/3) of the votes cast.

Section 2. 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 be automatically updated in this District Constitution and By-Laws at the close of the convention.

Section 3. 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. Each amendment shall take effect at the close of the Convention at which adopted unless otherwise specified in the amendment.

BY-LAWS

ARTICLE 1

District Nominations and Elections

Section 1. The District Governor shall receive, by written notification at least sixty (60) days prior to the District Convention, the intentions of the candidates.

Section 2. Any qualified member of a club in the District seeking the office of District Governor shall file his/her intention to so run in writing with the District Governor at least sixty (60) days prior to the District Convention, and furnish therewith evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate shall be allowed one nominating speech of no more than five minutes duration, and two seconding speeches of no more than three minutes duration each.

Section 3. Any qualified member of a club in the District seeking the office of 1st Vice District Governor shall file his/her intention to run in writing with the District Governor at least sixty (60) days prior to the District Convention, and furnish therewith evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate shall be allowed one nominating speech of no more than five minutes duration, and two seconding speeches of no more than three minutes duration each.

Section 4. Any qualified member of a club in the District seeking the office of 2nd Vice District Governor shall file his/her intention to run in writing with the District Governor at least sixty (60) days prior to the District Convention, and furnish therewith evidence of his/her compliance with the qualifications for said office set out in the District Constitution and By-Laws. The District Governor's Honorary Committee will interview all candidates prior to the District Convention. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate shall be allowed one nominating speech of no more than five minutes duration, and two seconding speeches of no more than three minutes duration each.

Section 5. The election for District Governor, 1st Vice District Governor and 2nd Vice District Governor shall be by secret ballot.

Section 7. In case there is more than one candidate, the candidate receiving a simple majority of the votes cast shall be declared elected. If, on the first ballot, no candidate receives a

majority, the candidate receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority.

Section 8. 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. The remaining Cabinet officers and members of the District Governor's Honorary Committee shall convene at a date, time, and place called and determined by the Immediate Past District Governor to pick a replacement for recommendation to the International Board of Directors. (See Exhibit B at the end of this booklet.)

ARTICLE II

Duties

Section 1. **District Governor.** Under the general supervision of the International Board of Directors, he/she shall represent the Association in his/her District. In addition, he/she shall be the chief administrative officer of this District and shall have direct supervision over the Vice District Governor, Deputy District Governor, Region Chairmen, the Zone Chairmen, the Cabinet Secretary, the Cabinet Treasurer, and such other Cabinet members as may be provided for in this Constitution By-Laws. His/her specific responsibilities shall be to:

- (a) Further the purposes and objects of this Association;
- (b) Supervise the organization of new Lions Clubs;
- (c) Preside when present, over cabinet, convention and other District meetings. During any period he/she is unable to so preside, the presiding officer at any such meeting shall be the 1st Vice District Governor. If the 1st Vice District Governor is unable to preside, the presiding officer shall be the 2nd Vice District Governor, but if he/she is not available the District Officer chosen by the attending members shall preside;
- (d) Promote cordial relations among the chartered Lions Clubs;
- (e) Endeavor to visit each club at least once during his/her term of office;
- (f) Exercise such supervision and authority over cabinet officers and District committee appointees as is provided for in this Constitution;
- (g) Submit a current itemized statement of total District receipts and expenditures to his/her District Convention or annual meeting of his/her District at a Multiple District Convention;
- (h) Deliver, forthwith, at the termination of his/her term of office, all District accounts and records to his/her successor in office;
- (i) Report all known violations of the use of the Association name and emblem;

- (j) Perform such other functions and acts as shall be required of him/her by the International Board of Directors through the District Governor's Manual and other directives.

Section 2. 1st Vice District Governor. The 1st Vice District Governor, subject to the supervision and direction of the District Governor, shall be chief administrative assistant to the District Governor. His/her specific responsibilities shall be to:

- (a) Further the purposes and objects of this Association;
- (b) Familiarize himself/herself with the duties of the District Governor so in the event of a vacancy in the office of District Governor he/she will be better prepared to assume the duties and responsibilities of said office;
- (c) Perform such administrative duties as may be assigned to him/her by the District Governor;
- (d) Perform such other functions and acts as may be required of him/her by the International Board of Directors through the 1st Vice District Governor's Manual and other directives;
- (e) Actively participate in all cabinet and council meetings and conduct all meetings in the absence of the District Governor;
- (f) Participate in the preparation of the District budget;
- (g) Be actively engaged in all matters to be continued during the next year;
- (h) Participate in the review of the strengths and weaknesses of the clubs of the District;
- (i) At the request of the District Governor supervise appropriate District committees.
- (j) Endeavor to visit each club in his assigned Region at least once during his/her term of office;

Section 3. 2nd Vice District Governor. The 2nd Vice District Governor, subject to the supervision and direction of the District Governor, shall be an administrative assistant to the District Governor. His/her specific responsibilities shall be to:

- (a) Further the purposes and objects of this Association;
- (b) Familiarize himself/herself with the duties of the 1st Vice District Governor so in the event of a vacancy in the office of 1st Vice District Governor he/she will be better prepared to assume the duties and responsibilities of said office;
- (c) Perform such administrative duties as may be assigned to him/her by the District Governor;

- (d) Perform such other functions and acts as may be required of him/her by the International Board of Directors through the 1st Vice District Governor Manual and other directives;
- (e) Actively participate in all cabinet and council meetings and conduct all meeting in the absence of the District Governor and 1st Vice District Governor;
- (f) Participate in the preparation of the District budget;
- (g) Be actively engaged in all matters to be continued during the next year;
- (h) Participate in the review of the strengths and weaknesses of the clubs of the District;
- (i) At the request of the District Governor supervise appropriate District committees.
- (j) Endeavor to visit each club in his assigned Region at least once during his/her term of office;

Section 4. Cabinet Secretary. He/she shall act under the supervision of the District Governor. His/her specific responsibilities shall be to:

- (a) Further the purposes and objects 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 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 District Convention and furnish copies of the same to Lions Clubs International, the District Governor;
 - 3) Make reports to the Cabinet as the District Governor or Cabinet may require;
 - 4) Keep minutes of all Cabinet and District meetings and permit inspection of the same by the District Governor, any Cabinet member, and any club (or any authorized agent of any of them) at any reasonable time for any proper purpose;
- (c) Perform such additional assignments as shall be given to him/her from time to time by the District Governor;
- (d) Perform such other functions and acts as may be required by the International Board of Directors through the Cabinet Secretary Manual and other directives.

Section 5. Cabinet Treasurer. He/she shall act under the supervision of the District Governor. His/her specific responsibilities shall be to:

- (a) Further the purposes and objects 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) He/She shall receive all monies and deposit the same in a bank or banks approved by the District Cabinet, and pay out monies in payment of district obligations. All checks and vouchers shall be signed by the Treasurer;
- 2) Prepare all billings for semi-annual district dues and any other assessments the cabinet may deem necessary;
- 3) Prepare and submit quarterly financial reports, and prepare financial reports for the Cabinet and District Convention for the year;
- 4) All monies from whatever sources should be deposited in bank or banks approved by the cabinet. Treasurer should keep cash receipts records up to date;
- 5) Give bond for the faithful discharges of his/her office in such sum and such surety as determined by the District Cabinet;
- 6) Prepare and present a budget to the District Cabinet meeting in August, to be approved by the District Cabinet;
- 7) Keep the Cabinet and District well informed on the financial condition of the District;
- 8) Make a quarterly analysis of district receipts and distributions, and advise the District how this compares to the budget.

Section **6. Region Chairman.** (If the position is utilized during the District Governor's term.)
The Region Chairman, subject to the supervision and direction of the District Governor, shall be the chief administrative officer in his/her region. His/her specific responsibilities shall be to:

- (a) Further the purposes and objects of this Association;
- (b) Supervise the activities of the Zone Chairmen in his/her Region and such District Committee Chairmen as may be assigned to him/her by the District Governor;
- (c) Play an active role in organizing new clubs and in strengthening weak clubs;
- (d) Visit a regular meeting of each club in his/her Region at least once during his/her term of office, reporting his/her findings to the District Governor;
- (e) Visit a regular Board of Directors Meeting of each club in his/her Region at least once during his/her term of office, reporting his/her findings to the District Governor;

- (f) Endeavor to have every club in his/her Region operating under a duly adopted Club Constitution and By-Laws;
- (g) Promote representation at International and District Conventions by at least the full quota of delegates to which clubs in his/her Region are entitled;
- (h) Carry out such official visitations to club meetings and charter nights as shall be assigned to him/her by the District Governor;
- (i) Perform such additional assignments as shall be given to him/her from time to time by the District Governor.
- (j) Perform such other functions and acts as may be required of him/her by the International Board of Directors through the Region Chairman's Manual and other directives.

In the event the Region Chairman for any reason cannot or does not, in the judgment of the District Governor, perform the duties of his/her office, or in the event the office is for any reason vacated, the District Governor shall appoint a successor to serve for the unexpired term.

Section **7. Zone Chairman.** The Zone Chairman, subject to the supervision and direction of the District Governor and/or Region Chairman, (if utilized), shall be the chief administrative officer in his/her zone. His/her specific responsibilities shall be to:

- (a) Further the purposes and objectives of this Association;
- (b) Serve as Chairman of the District Governor's Advisory Committee in his/her Zone and as such Chairman to call regular meetings of said committee;
- (c) Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to Lions Clubs International and to the District Governor and Region Chairman (if utilized);
- (d) Play an active role in organizing new clubs and keep informed on the activities and well-being of all clubs in his/her Zone;
- (e) Represent each club in his/her Zone in any problems with District, Multiple District, or Lions Clubs International;
- (f) Supervise the progress of District, Multiple District, and Lions Clubs International projects in his/her Zone;
- (g) Endeavor to have every club within his/her Zone operating under a duly adopted Club Constitution and By-Laws;
- (h) Promote representation at International and District Conventions by at least the full quota of delegates to which clubs in his/her Zone are entitled;

(i) Visit a regular meeting of each club in his/her Zone once or more during his/her term of office, reporting his/her findings to the Region Chairman (if utilized)-- particularly with respect to weaknesses he/she may have discovered. (Copy to District Governor);

(j) Perform such other functions and acts as may be required of him/her by the International Board of Directors through the Zone Chairman's Manual and other directives.

In the event the Zone Chairman for any reason cannot or does not, in the judgment of the District Governor, perform the duties of his/her office, or in the event the office is for any reason vacated, the District Governor shall appoint a successor to serve for the unexpired term.

Section **8. District Governor's Cabinet.** The District Governor's Cabinet shall:

(a) Assist the District Governor in the performance of his/her duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the District;

(b) Receive, from the Region Chairmen (if utilized during the District Governor's term) or other assigned District Cabinet members, reports and recommendations which concern the Clubs and Zones.

Section **9. District Governor's Advisory Committee.** It shall assist the Zone Chairman in an advisory capacity; procure recommendations affecting the welfare of Lionism and the clubs in the Zone, and relay the same through the Zone Chairman to the District Governor and his/her Cabinet.

Section **10. District Governor's Honorary Committee.** It shall act under the direction of the District Governor in the promotion of harmony throughout the District. The Chairman of this Committee shall attend meetings of the Cabinet when requested by the District Governor.

ARTICLE III Committees

Section 1. The Credentials Committee of the District Convention shall be composed of the District Governor, as Chairman, the Cabinet Secretary, the Cabinet Treasurer, and two other non-officers of the District appointed by the District Governor. The Credentials Committee shall have the powers and perform the duties set forth in ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 2. The District Governor shall appoint, designate the Chairman of, and fill any vacancies occurring in the following District Convention Committees: Resolutions, Elections, Constitution and By-Laws, Rules, and International Convention. Each Region shall have at least one representative on each such committee. These committees shall perform such duties as the District Governor shall designate.

ARTICLE IV
Rules for Convention Procedure

- Section 1. 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 2. 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 in any District meeting or convention, any meeting of the District Cabinet, a Region, Zone, or member club, or of any other group or committee of any one of them shall be determined by ROBERT'S RULES OF ORDER, NEWLY REVISED.

ARTICLE V
Nomination and Endorsement
International Director and Second Vice-President
Nominees

- Section 1. Subject to the provisions of the International Constitution and By-Laws, any member of a Lions Club in the District seeking endorsement of a District convention as a candidate for the office of International Director or Second Vice-President shall:
- (a) Deliver (by mail or in person) written Notice of Intention to seek such endorsement to the District Governor and, if this District is a Sub-District of a Multiple District, to the Multiple District Council Secretary-Treasurer, no later than January 9 prior to the convening date of the respective 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. 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. Each such nominee for endorsement shall be entitled to one seconding speech of no more than three (3) minutes duration.
- Section 4. 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 by the respective convention shall be made in writing to the International Office by the District officials designated, and in accordance with the requirements therefor set forth, in the International Constitution and By-Laws.

Section 6. No 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 V have been met.

ARTICLE VI

Fiscal Year

Section 1. The fiscal year of this District shall be from July 1 to June 30.

ARTICLE VII

Amendments

Section 1. These By-Laws may be amended only at a District Convention, by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by a majority of the votes cast.

Section 2. 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 3. Each amendment shall take effect at the close of the Convention at which adopted unless otherwise specified in the amendment.

ARTICLE VIII

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

EXHIBIT A

RULES OF PROCEDURE DISTRICT 13-B 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 13-B 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 chairman, the cabinet secretary, the cabinet 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 chairman. The credentials committee's primary responsibility shall be to verify club delegate credentials. In carrying this out 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) Prior to the convention, the District Governor, unless otherwise provided, shall appoint, and designate the chairman of, a nominations committee consisting of three (3) members. It shall be the committee's responsibility to review the qualifications of each nominated candidate and rule on the eligibility of the same.

(b) Candidate may withdraw from the contest at any time prior to the issuance of the final report of the nominations committee.

Rule 5. Replacement of delegates and alternate delegates.

(a) To replace a delegate and/or alternate delegate already certified, the replacement must surrender the copy of the credential certificate issued to the member he/she is replacing.

(b) On the day of voting, a duly certified alternate delegate shall be allowed to obtain a ballot and vote in lieu of a duly certified delegate from the same Lions Club by presenting his/her copy of his/her alternate credential certificate together with the copy of the certified delegate's credential certificate to the voting personnel at which time the voting personnel will make the necessary notation on the credential records marking that a substitution has

been made on the respective club's delegate entitlement. Alternate delegates who were not certified cannot replace a certified or uncertified delegate.

Rule 6. Nominations for the office of District Governor, 1st Vice District Governor, 2nd Vice District Governor, and such other offices to be filled by the convention shall be limited to nominating/seconding speeches not to exceed eleven (11) minutes for each nominee.

Rule 7. (a) Prior to the convention, the District Governor shall appoint, and designate the chairman of, an elections committee consisting of three (3) members. Each duly nominated candidate shall also be entitled to designate one (1) observer through his/her club. The observers may oversee election procedures only, but may not participate directly in the committee's decision making.

(b) The elections committee shall be responsible for the preparing 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 chairman, and all candidates shall be provided a copy of the committee's report.

Rule 8. Voting.

(a) Voting will take place at a predetermined location and time.

(b) To secure a ballot card, the delegate shall present his/her credential certificate to voting personnel for verification. Once verified, the delegate shall be issued a ballot.

(c) The voter shall indicate his/her vote by placing a mark in the appropriate location by the name of the candidate of his/her choice. The mark must be placed in the proper location to constitute a 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 simple majority vote shall be necessary to elect the District Governor. If a simple majority vote is not received in the election of District Governor, a vacancy shall occur and Article IV, Section 7(d) of the International Constitution shall apply, and subsection (e) of this rule shall be followed.

(e) A simple 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 after three (3) ballots, the winner will be decided by chance.

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 all members of the existing Cabinet and all Past International Presidents, Past International Directors, and Past District Governors **who are members in good standing of a chartered Lions Club in the District** for the purpose of recommending a Lion for appointment by the International Board of Directors.

Rule 2. Written invitations to this meeting shall be sent as soon as possible so that the meeting is held within the required **fifteen (15) days** of receipt of notification. The Immediate Past District Governor, as the meeting's chairman, shall have the authority to select the meeting site, date, and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time within the required **fifteen (15) days**.

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

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

Rule 5. Each such nominee shall be entitled to one seconding speech, only, in his/her behalf of not more than three (3) minutes in duration, and may speak personally for five (5) additional minutes. When each nominee has had an opportunity to present his/her remarks, the chairman 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 unless a majority of the members attending the meeting select another voting method.

(c) The member shall indicate his/her vote by writing the name of his/her choice on the ballot. Any ballot containing votes for more than one nominee shall be declared invalid.

(d) A simple 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 after three (3) ballots, the winner will be decided by chance.

Rule 7. At the conclusion of the meeting, but in no event more than **seven (7) days** after the conclusion of the meeting, the chairman 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 VII, Section 9(a)(4) of the International Constitution 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 recommendee or any club member as District Governor for the (remainder of the) term.

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

1. The International office has advised the District to convene a special meeting to recommend a member for appointment as District Governor.
2. The Immediate Past District Governor prepares invitations for the special meeting. Invitations are to be sent to all members of the existing Cabinet and all Past International Presidents, Past International Directors, and Past District Governors who are members in good standing of a chartered Lions Club in the District. The invitations should state the date, time, and location for the meeting.
3. The chairman maintains an attendance roster at the meeting.
4. Nominations are made from the floor. Each nominee may speak for five (5) minutes, and his/her seconder may speak for an additional three (3) minutes.
5. Voting begins immediately after nominations close. Voting is by written ballot unless a majority of attendees select another voting method.
6. A simple majority of votes cast by those present and voting is necessary to be recommended. If no one candidate secures a simple majority vote after three (3) ballots, the winner will be decided by chance.
7. The chairman forwards the meeting results at the conclusion of the meeting.