

# **SOUTH CAROLINA LIONS**

## **DISTRICT 32 - B**



### **CONSTITUTION & BY – LAWS**

**2011 - 2012**

**The International Association of Lions Clubs**

**District 3-B Clubs and officers receiving a copy of the  
finished District 32-B Constitution & BY-Laws for year  
2011 & 12**

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THESE LIONS INTERNATIONAL CABINET CHANGEABLE SAMPLE RULES OF PROCEDURE CANNOT BE CHANGED IF VOTED IN BY DELEGATE VOTE.

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**THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS**

**DISTRICT 32-B CONSTITUTION AND BY-LAWS**

**DISTRICT 32-B CONSTITUTION:**

**ARTICLE I**

**NAME**

**SECTION 1. NAME:** This Organization shall be known as District 32-B, which is a part of both multiple District 32, and of the International Association of Lions Clubs (hereinafter District 32-B may be referred to as district, or 32-B).

**ARTICLE II**

**THE PURPOSE(S) OF THIS DISTRICT SHALL BE:**

**SECTION 1. (a):** To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this District.

- (b)** To create and foster a spirit of understanding among the peoples of the world.
- (c)** To promote the principles of good government and good citizenship.
- (d)** To take an active interest in the civic, cultural, social and moral welfare of the community.
- (e)** To unite the members in the bonds of friendship, good fellowship and mutual understanding.
- (f)** To provide a forum for open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.
- (g)** To encourage service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.

**ARTICLE III**

**MEMBERSHIP AND DISTRICT BOUNDRIES**

**SECTION 1. MEMBERSHIP:** The members of this Organization shall be all Lions Clubs in District 32-B chartered by Lions Clubs International. The boundary lines of this District shall include the counties of Aiken, Allendale, Bamberg, Barnwell, Beaufort, Berkeley, Calhoun, Charleston, Colleton, Dorchester, Hampton, Jasper and Orangeburg.

DISTRICT 32-B CONSTITUTION

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 Nations Safety.

ARTICLE V: CONSTITUTIONAL SUPREMACY

SECTION 1: CONSTITUTIONAL 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 exists a conflict or a contradiction between the provisions set out in the multiple district constitution and by-laws, then the International Constitution and By-Laws shall govern.

ARTICLE VI

ELECTION AND APPOINTMENT OF DISTRICT OFFICERS:

OFFICERS AND DISTRICT CABINET: QUORUM AND VOTE

SECTION 1. DISTRICT OFFICERS: The officers of this district shall be the district governor, the immediate past district governor, the first and second vice district governors, the region chairpersons (if the position is utilized during the district governor's term), the zone chairpersons and a cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer. Each such officer shall be a member in good standing of a Lions club in good standing in the district.

DISTRICT 32-B CONSTITUTION

ARTICLE VI: Cont.

ELECTION AND APPOINTMENT OF DISTRICT OFFICERS:

OFFICERS AND DISTRICT CABINET: QUORUM AND VOTE: CONTINUED:

**SECTION 2: REMOVAL OF CABINET MEMBERS:** 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.

**SECTION 3: DISTRICT CABINET:** The officers of this district shall be the district governor, the immediate past district governor, the first and second vice district governors, the region chairpersons (If the position is utilized during the district governor's term), the zone chairpersons, a cabinet secretary-treasurer, or a cabinet secretary and a cabinet treasurer and such other club members as may be included in this selection as amended in accordance with the amendment procedures contained herein.

**SECTION 4. CABINET QUORUM AND VOTE:** The attendance of a majority of the members of the cabinet shall constitute a quorum for any meeting thereof. The voting privilege shall also extend to the club presidents and secretaries in attendance at the meeting, provided they are members in good standing from a club in good standing, in their district. They shall not count in the (cabinet) quorum required, to have a meeting. Club Presidents and secretaries, or secretary/treasurers, are not granted Cabinet officer membership, or delegate status by the district Cabinet. Delegate status is granted, or not granted, by their club, or Lions International, when required for delegate voting. Their cabinet meeting vote is granted by the district 32-B constitution and by-laws, as stated here, at regular cabinet meetings only, and only on district business.

**SECTION 5. ELECTION/APPOINTMENT OF DISTRICT CABINET & OFFICERS:** The District Governor, 1<sup>st</sup> and 2<sup>nd</sup> Vice District Governors shall be elected by delegate vote, at the Mid-winter convention, of the District. The District Governor shall appoint, either before, or by the time he/she takes office, the Cabinet Secretary/Treasurer, or a secretary and a treasurer, one Region Chairperson for each Region (if the position is utilized during the District Governor's term of office), and one Zone Chairperson for each Zone in the District, the District budget Committee, sergeant at arms and such other Individuals or committees as needed, or included, in this constitution and By-Laws. Work needs to begin AS SOON AS POSSIBLE.

**DISTRICT 32-B CONSTITUTION****ARTICLE VII: CLUB OFFICIAL VISITATION:**

**SECTION 1. CLUB VISITATION:** Under the supervision of the district governor, each Lions club in the district shall be visited by the district governor, or other officer, a minimum of one time every year to facilitate successful administration of the club. The visiting district officer, if not the District Governor, shall submit a visitation report, for each visit, to the district governor, who shall turn this report in, along with his/her expense sheet to Lions Clubs International for reimbursement from their "Rules of Audit". This reimbursement will go to the person that held the meeting, or meetings, or be donated back to the district by this person only.

**DISTRICT CONVENTIONS AND DELEGATE VOTE:**

**SECTION 2. TIME AND PLACE:** District 32-B cabinet meetings involving delegate voting will be held in conjunction with the mid-winter convention of the district, held before, or soon after the last day of January, and also in conjunction with the Multiple district 32 Convention which will conclude no less than thirty (30) days prior to the convening date of the International Convention. The place and time is selected by a previous annual convention of the district, and, or, multiple district, and the dates and times is fixed by the district governor, or governor's, as the case may be. A meeting of the registered delegates of district 32-B, in attendance, at these conventions, of which district 32-B shall be a part, will constitute the scheduled delegate voting conventions of district 32-B.

**SECTION 3. CLUB DELEGATE FORMULA:** Each Chartered Lions Club in good standing in Lions Clubs International and its district(single or sub-and multiple)shall be entitled in each cabinet meeting held in conjunction with the Mid-winter and Multiple-District Convention, of its district, and Multiple District to: one (1) delegate and one (1) alternate for each 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 for each question submitted to the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. All eligible delegates must be members in good standing of a club in good standing in this district. 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: CLUB DELEGATE VOTE:** Each certified delegate present in person shall be entitled to cast one (1) vote only on each question submitted to the respective convention. Delinquent dues may be paid

**DISTRICT 32-B CONSTITUTION****DISTRICT CONVENTIONS AND DELEGATE VOTE: Continued:**

**SECTION 4: CLUB DELEGATE VOTE: Continued:** and good standing acquired at any time prior to the close of credential certification, and such closing time, or times will be established by the rules of the respective convention. **Opening and closing times shall be posted.** Clubs in good standing shall have at least one (1) delegate and one (1) alternate. All eligible delegates and alternates must be members in good standing from clubs in good standing in this district.

**SECTION 5. 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. A majority will be one more than half.

**SECTION 6: SPECIAL CONVENTION:** a Special Convention of the clubs of the District may be called by a two-thirds vote of the District Cabinet at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 30 days prior to the convening date of the International Convention and that such Special Convention shall not be convened for the election of the district governor, first vice district governor or second vice district governor. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the District by the District Cabinet Secretary, no less than 30 days prior to the convening date of the Special Convention.

**ARTICLE VIII****DISTRICT DISPUTE RESOLUTION PROCEDURE**

**SECTION 1: DISPUTES SUBJECT TO PROCEDURE:** All disputes relative to membership, club boundaries, or interpretation, breach of, or application of the district constitution and by-laws, or any policy or procedure adopted from time to time by the district cabinet, or any other internal Lions District matter that cannot be satisfactorily resolved through other means, arising between any clubs in the district, or any club(s) and the district administration, shall be settled by the following dispute resolution procedure. Any time-limits specified in this procedure may be shortened or extended by the district governor, conciliators or the International Board of Directors (or its designee) upon a showing of good cause. All parties to any dispute subject to this procedure shall not pursue administrative or judicial actions during this dispute resolution process.

**SECTION 2: COMPLAINTS AND FILING FEE:** Any Lions club in good standing within the association (the "complainant") may file a written request with the district governor (a "complaint") asking that dispute resolution take place under this procedure. The complaint must be filed with the district governor within thirty 30 days after the complainant(s) knew or should have known of the occurrence of the event upon which the complaint is based. The complainant(s) must

## DISTRICT 32-B CONSTITUTION

ARTICLE VIII: Continued:District Dispute Resolution Procedure Continued:

**SECTION 2: COMPLAINTS AND FILING FEE: Continued:** submit minutes signed by the club secretary certifying that a resolution in support of filing the complaint has been adopted by a majority of the entire membership of the club.

A complaint filed under this procedure must be accompanied by a US\$750.00 filing fee, or its equivalent in the respective national currency, payable by each complainant to the district which shall be submitted to the district governor at the time the complaint is filed. In the event the complaint is settled or withdrawn prior to a final decision by the conciliators, US\$100.00 shall be retained by the district as an administrative fee and US\$325.00 shall be refunded to the complainant and US\$325.00 shall be paid to the respondent (which shall be shared on an equal basis if there is more than one respondent). In the event the selected conciliators find the complaint to have merit and the complaint is upheld, US\$100.00 shall be retained by the district as an administrative fee and US\$650.00 shall be refunded to the complainant. In the event the selected conciliators deny the complaint for any reason, US\$100.00 shall be retained by the district as an administrative fee and US\$650.00 shall be paid to the respondent (which shall be shared on an equal basis if there is more than one respondent). In the event the complaint is not settled, withdrawn, upheld or denied within the time frames established by this procedure (unless an extension has been granted for good cause), then the entire fee will be automatically retained by the district as an administrative fee and shall not be refunded to any party. All expenses incurred relative to this dispute resolution procedure are the responsibility of the district, unless established district policy provides that all expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute.

**SECTION 3: RESPONSE TO COMPLAINT:** The respondent(s) to the complaint may file a written response to the complaint with the district governor within ten (10) days of receiving notice of the complaint. A copy of the response shall be sent to the complainant(s).

**SECTION 4: CONFIDENTIALITY:** Once a complaint has been filed, communications between the complainant(s), respondent(s), district governor and conciliators should be kept confidential to the extent possible.

**Section 5: SELECTION OF CONCILIATORS:** Within fifteen (15) days of filing the complaint, each party to the dispute shall select one (1) neutral conciliator and the selected conciliators shall select one (1) neutral conciliator, who will serve as chairperson. The selected conciliators' decision relative to the selection of the conciliator/ chairperson shall be final and binding. All of the selected conciliators shall be Lion leaders, preferably past district

**DISTRICT 32-B CONSTITUTION****ARTICLE VIII: Continued:****District Dispute Resolution Procedure: Continued:****Section 5: SELECTION OF CONCILIATORS: CONTINUED:**

governors, who are members in good standing of clubs in good standing, other than a club which is a party to the dispute, in the district in which the dispute arises, and shall be impartial on the matter in dispute and without loyalties to any party to the dispute. Upon completion of the selection process, the conciliators shall be deemed appointed with all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure. In the event the selected conciliators cannot agree on the selection of the conciliator/chairperson within fifteen (15) days then the selected conciliators shall be automatically deemed to have resigned for administrative reasons and the parties must select new conciliators ("the second team of selected conciliators") who shall then select one (1) neutral conciliator/chairperson in accordance with the selection procedures and requirements described above. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within the district in which the dispute arises, the selected conciliators may select one (1) neutral conciliator/chairperson who is a member of a club in good standing outside the respective district. In the event the second team of conciliators cannot agree on the conciliator/chairperson from within or outside the district in which the dispute arises, then the past international director who most recently served on the International Board of Directors from within the district in which the dispute arises or from an adjacent district, whichever is closest in proximity shall be appointed as conciliator/chairperson.

**SECTION 6: CONCILIATION MEETING AND DECISION OF CONCILIATORS:** Upon being appointed, the conciliators shall arrange a meeting of the parties for the purpose of conciliating the dispute. The meeting shall be scheduled within thirty (30) days of the appointment of the conciliators. The objective of the conciliators shall be to find a prompt and amicable resolution to the dispute. If such conciliation efforts are unsuccessful the conciliators shall have the authority to issue their decision relative to the dispute. The conciliators shall issue their decision in writing no later than thirty (30) days after the date on which the initial meeting of the parties was held, and the decision shall be final and binding on all parties. The written decision shall be signed by all the conciliators, with the dissent of any conciliator properly noted, and a copy of the written decision shall be provided to all parties, the district governor and, upon request, to the legal division of Lions Clubs International. The decision of the conciliators must be consistent with any applicable provisions of the International, Multiple District and District Constitutions and By-Laws and policies of the International Board of Directors, and is subject to the authority of and further review by the International Board of Directors at the sole discretion of the International Board of Directors or its designee. Failure to comply

**DISTRICT 32-B CONSTITUTION****ARTICLE VIII: Continued:****District Dispute Resolution Procedure: Continued:****SECTION 6: CONCILIATION MEETING AND DECISION OF CONCILIATORS: Cont:**

with the final and binding decision of the conciliators constitutes conduct unbecoming a Lion and is subject to loss of membership privileges and/or charter cancellation.

**ARTICLE IX: AMENDMENTS**

**SECTION 1. AMENDING PROCEDURE:** This constitution may be amended only at a district convention, by resolution of the Constitution and By-Laws Committee and adopted by the affirmative vote of two-thirds (2/3) of the votes cast by the delegates present and voting. Delegate voting will take place at the Midwinter, the MD-32 conventions, or a Special Called Convention of the District (only one (1) allowed per yr.). A 2/3 affirmative vote of the district cabinet members is required to have this special Cabinet meeting. This two-thirds (2/3) majority of the votes cast is based on the total number of cabinet members only. Club Presidents and secretaries are excluded, unless they are members of the cabinet.

**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, in writing, to each club no less than thirty (30) days prior to the convening day of the annual Mid-winter Convention, annual MD-32 Convention, or Special Called District Convention, with notice that the same shall be voted upon at said convention. Notice will be either by hard copy, or by electronic means such as e-mail attachment, disc or web-mail.

**SECTION 4. EFFECTIVE DATE:** Each amendment shall take effect at the close of the Lion's year, at which adopted, unless otherwise specified in the amendment.

**DISTRICT 32-B BY-LAWS****ARTICLE 1: NOMINATION AND ENDORSEMENT SECOND VICE PRESIDENT AND INTERNATIONAL DIRECTOR NOMINEES: Note:**

**SECTION 1. (a); 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 second vice-president shall: (a) Deliver (by e-mail or in person) written notice

**BY-LAWS: ARTICLE I: Continued:**

**SECTION 1. (a); ENDORSEMENT PROCEDURE: Continued.** 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. With multiple nominees it may be necessary to drop candidates, receiving smaller vote counts, in order to elect a candidate.

**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 1 have been met.

**BY-LAWS 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 more than five (5) members, each of whom shall be a member in good standing of

**BY-LAWS: ARTICLE II: Section 1: Continued:**

a different Lions club in good standing in the district, and shall not at the time of their appointment hold any district or international office.

**SECTION 2: DISTRICT GOVERNOR ELECTION PROCEDURES:** Any qualified member of a club in the district seeking the office of district governor shall file his/her intention to so run in writing with the Nominating Committee five (5) days prior to the day of its report to the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the name, or names of all candidate(s) so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

**SECTION 3: FIRST AND SECOND VICE DISTRICT GOVERNOR ELECTION PROCEDURES:** Any member of a club in the district seeking the office of first or second vice district governor shall file his/her intention to so run in writing with the Nominating Committee five (5) days prior to the day of its report to the convention. The Nominating Committee shall place in nomination at the district convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations may be made from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

**SECTION 4: BALLOT:** The election shall be by secret written ballot, with the candidate or candidates required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected; for purpose of such election, a majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. If, on the first ballot, and subsequent ballots, no candidate receives a majority, the candidate or tied candidates receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority. In case of a tie on any ballot representing a majority of the votes, balloting shall continue on the tied candidates until one is elected. (Added to keep a minority tie from determining the winning candidate).

**SECTION 5: DISTRICT GOVERNOR VACANCY:** In the event of a vacancy in the office of district governor, the same shall be filled in accordance with the provisions of the International Constitution and By-Laws. The immediate past district governor, first and second vice district governors, the region chairpersons, zone chairpersons, the cabinet secretary and cabinet treasurer (or secretary/treasurer) and

**BY-LAWS: ARTICLE II: Continued:**

**SECTION 5: DISTRICT GOVERNOR VACANCY: Continued:** the district governors honorary committee shall convene at a date, time and place called and determined by the immediate past district governor, or most immediate past district governor available, to select a replacement for recommendation to the International Board of Directors. (See Exhibit B at the end of this Constitution and By-Laws.)

In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of district governor, he/she must:

- (a) Be an Active Member in good standing of a chartered Lions Club in good standing in his/her single or sub-district.
- (b) Have served or will have served at the time he/she takes office as district governor:
  - (i) As officer of a Lions club for a full term or major portion thereof.
  - (ii) As a member of the district cabinet for two (2) full terms or major portion thereof;
  - (iii) With none of the above being accomplished concurrently.

It is encouraged that the first vice district governor fulfill his/her full term of office and other qualified Lions be considered for filling a vacancy in the office of district governor.

**SECTION 6. FIRST AND SECOND VICE DISTRICT GOVERNORS AND OTHER VACANCIES.** Any vacancy in office except that of district governor and first and second vice district governors shall be filled by appointment from the district governor for the unexpired term. In the event of a vacancy arising in the office of first or second vice district governor, the district governor shall convene a meeting of the members of the existing cabinet as provided for in the International Constitution and By-Laws and all past international officers who are members in good standing, of a chartered Lions club in good standing, in the district. It shall be the duty of the attendees at this meeting to appoint a qualified club member as first or second vice district governor in filling said vacancy 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 chairperson of the meeting. The chairperson shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion who is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one vote for the Lion of his/her choice.

**BY-LAWS: ARTICLE II: Continued:**

**SECTION 6. Continued: FIRST AND SECOND VICE DISTRICT GOVERNORS AND OTHER VACANCIES.** In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of first or second vice district governor, he she must:

- (a) Be an active member in good standing of a chartered Lions club in good standing in his/her single or sub-district.
- (b) Have served or will have served at the time he/she takes office as first or second vice district governor;
  - (i) As officer of a Lions club for a full term or major portion thereof; and
  - (ii) As a member of the district cabinet for a full term or major portion thereof.
  - (iii) With none of the above being accomplished concurrently.

**SECTION 7. REGION/ZONE CHAIRPERSON QUALIFICATIONS: EACH REGION OR ZONE CHAIRPERSON SHALL:**

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

**SECTION 8. APPOINTMENT/ELECTION OF REGION/ZONE CHAIRPERSON:** The district governor shall appoint, by the time he/she takes office, one region chairperson for each region (if the position is utilized during the district governor's term), and one zone chairperson for each zone, in the district. These chairpersons should be a member in good standing from a club in good standing in the region, or zone that they have been appointed the chairperson of.

**SECTION 9. REGION/ZONE CHAIRPERSON VACANCY.** If any region chairperson or zone chairperson shall cease to be a member of a club in the region or zone, as the case may be, to which he/she was appointed, his/her term of office shall thereon cease and the district governor shall appoint a successor to fill said office. Provided, however, the district governor in his/her discretion may determine not to use the position of region chairperson for the remainder of the term. See page 18 section 5: (i).

**ARTICLE III****DUTIES OF DISTRICT OFFICERS/CABINET**

**SECTION 1. DISTRICT GOVERNOR.** Under the general supervision of the International Board of Directors, he/she shall represent the association in his/her district. In addition, he/she shall be the chief administrative officer in his/her district and shall have direct supervision over the first and second vice district governor,

**BY-LAWS: ARTICLE III: Continued:****DUTIES OF DISTRICT OFFICERS/CABINT: Continued.**

**SECTION 1. DISTRICT GOVERNOR Continued:** region chairpersons, the zone chairpersons, the cabinet secretary-treasurer and such other cabinet members as may be provided for in this district constitution and by-laws. His her specific responsibilities shall be to:

- (a) Administer and promote membership growth and new club development.
- (b) Administer and promote leadership development at the club and district levels.
- (c) Promote the Lions Clubs International Foundation and all service activities of the association.
- (d) Preside when present, over cabinet, convention and other district meetings. During any period he/she is unable to so preside, the presiding officer at any such meeting shall be the first or second vice district governor, but if he/she is not available, the district officer chosen by the attending members shall preside.
- (e) Promote harmony among the chartered Lions clubs.
- (f) Exercise such supervision and authority over cabinet officers and district committee appointees as is provided in this district constitution and by-laws.
- (g) Ensure that each Lions club in the district be visited by the district governor or other district officer once every year to facilitate successful administration of the club, and that the visiting officer submit a visitation report to the International Headquarters for each visit.
- (h) Submit a current itemized statement of total district receipts and expenditures to his/her district convention or annual meeting of his/her district convention or annual meeting of his/her district at a multiple district convention.
- (i) Deliver, in a timely manner, at the conclusion of his/her term in office, the general and/or financial accounts, funds and records of the district to his/her successor in office.
- (j) Report to Lions Clubs International all known violations of the use of the association's name and emblem.
- (k) 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.

**BY-LAWS: ARTICLE III: Continued**

**DUTIES OF DISTRICT OFFICERS/CABINET:**

**SECTION 2. FIRST VICE DISTRICT GOVERNOR:** The first vice district governor, subject to the supervision and direction of the district governor, shall be the chief administrative assistant and representative of the district governor. His/her specific responsibilities shall be, but not limited, to:

- (a) Further the purposes of this association.
- (b) Perform such administrative duties assigned by the district Governor.
- (c) Perform such other functions and acts as required by the International Board of Directors.
- (d) Participate in the cabinet meetings, and conduct meetings in the absence of the district governor, and participate in cabinet meetings as appropriate.
- (e) Assist the district governor in the review of the strengths and weaknesses of the clubs in the district, identifying the existing and potential weak clubs and establishing plans to strengthen them.
- (f) Conduct club visitation as the representative of the district governor when requested by the district governor.
- (g) Work with the District Membership Committee, and the District Extension Committee, and assist them to reach their goals of the year.
- (h) Work with the District Leadership Development Committee and assist the committee to develop and implement a district-wide leadership development plan to enhance the enthusiasm and capability of the district officers and members to serve effectively through utilization of the district MERL Team and integration of the team's work with the District's leadership development efforts.
- (i) Work with the District Convention Committee and assist the committee to plan and conduct the annual district convention and assist the district governor to organize and promote other events within District 32-B.
- (j) At the request of the district governor, supervise other district committees.
- (k) Participate in the planning of the next year including the district 32-B budget.

**BY-LAWS: ARTICLE III: Continued**

**DUTIES OF DISTRICT OFFICERS/CABINT: Continued:**

**SECTION 2. FIRST VICE DISTRICT GOVERNOR: Continued:** (1) Familiarize himself/herself with the duties of the district governor so that, in the event of a vacancy in the office of the district governor he/she would be better prepared to assume the duties and responsibilities of said office as the acting district governor until the vacancy is filled according to these by-laws and rules of procedure adopted by the International Board of Directors.

**SECTION 3. SECOND VICE DISTRICT GOVERNOR:** The second vice district governor, subject to the supervision and direction of the district governor, shall be an assistant in the administration of the district, and representative of the district governor. His/her specific responsibilities shall be, but not limited, to:

- (a) Further the purposes of this administration.
- (b) Perform such administrative duties assigned by the district governor.
- (c) Perform such other functions and acts required by the International Board of Directors.
- (d) Participate in the cabinet meetings, and conduct meetings in the absence of the district governor, and participate in council meetings as appropriate.
- (e) Familiarize himself/herself with the health and status of the clubs in the district, review the monthly financial report and assist the district governor and the first vice district governor in identifying and strengthening the existing and potentially weak clubs.
- (f) Conduct club visitation, as a representative of the district governor, when requested by the district governor.
- (g) Assist the district governor and first vice district governor in planning and conducting the annual district convention.
- (h) Work with the District Retention Committee, and assist the committee to prevent loss of clubs and members, particularly due to inactive club administration and/or financial suspension or other problems.
- (i) Work with the District LCIF Coordinator and assist the committee to achieve the goals of the year through regular distribution of LCIF information and materials to increase understanding and support of LCIF.

**BY-LAWS: ARTICLE III: Continued:**

**DUTIES OF DISTRICT OFFICERS/CABINET: Continued:**

**SECTION 3. SECOND VICE DISTRICT GOVERNOR: Continued:**

(j) Work with the district information Technology Committee and assist the committee to promote the use of the association's web site and the internet among the clubs and members to obtain information, file reports, purchase club supplies, etc.

(k) At the request of the district governor, supervise other district committees.

(l) Assist the district governor, first vice district governor, and the cabinet in planning of the next year, including the district budget.

(m) Familiarize himself/herself with the duties of the district governor so that, in the event of a vacancy in the offices of district governor and first vice district governor, he/she would be better prepared to assume the duties and responsibilities of said offices as the acting district governor or acting vice district governor until the vacancies are filled according to these by-laws and rules of procedure adopted by the International Board of Directors.

**SECTION 4. CABINET SECRETARY-TREASURER:** He/she shall act under the supervision of the district governor. His/her specific responsibilities shall be to:

(a) Further the Purposes of this association;

(b) Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:

- 1) Keep an accurate record of the proceedings of all meetings of the cabinet, and within five (5) 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 district.
- 3) Make reports to the cabinet as the district governor or cabinet may require.
- 4) Collect and receipt for all per capita 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.

**BY-LAWS: ARTICLE III: Continued:**

**DUTIES OF DISTRICT OFFICERS/CABINET: Continued:**

**SECTION 4. CABINET SECRETARY-TREASURER: Continued:** He/she shall act under the supervision of the district governor. His/her specific responsibilities shall be to:

- 5) Remit and pay over to the multiple district council secretary-treasurer the multiple district per capita tax, 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, he/she 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 his/her 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 his/her term of office, the general and/or financial accounts, funds and records of the district to his/her successor in office.
- (c) Perform such other functions and acts as may be required of each by directives of the International Board of Directors.
- (d) If separate offices of cabinet secretary and cabinet treasurer are adopted, the duties listed in (b), on page 16, are to be attributed to each of the offices according to the nature of such duties.

**SECTION 5. REGION CHAIRPERSON:** (if the position is utilized during the district governor's term). The region chairperson subject to the supervision and direction of the district governor, shall be the chief administrative officer in his/her region. His/her specific responsibilities should be to:

- (a) Further the purposes of this association.
- (b) Supervise the activities of the zone chairpersons in his/her region and such district committee chairpersons as may be assigned to him/her by the district governor.
- (c) 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.

**BY-LAWS: ARTICLE III: Continued:****DUTIES OF DISTRICT OFFICERS/CABINET: Continued:**

**SECTION 5. REGION CHAIRPERSON: Continued:** (if the position is utilized during the district governor's term).

- (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 (sub and multiple) 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.

In addition, the region chairperson shall perform such other functions and acts as may be required by the International Board of Directors through a region chairperson's manual and other directives.

In the event the region chairperson 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 the unexpired term. See section 9 page 12.

**SECTION 6. ZONE CHAIRPERSON:** The zone chairperson, subject to the supervision and direction of the district governor and/or region chairperson, shall be the chief administrative officer in his/her zone. His/her specific responsibilities shall be to:

- (a) Further the Purposes of this association.
- (b) Serve as chairperson of the District Governor's Advisory Committee in his/her zone and as such chairperson to call regular meetings of said committee.
- (c) 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 chairperson.
- (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.

**BY-LAWS: ARTICLE III: Continued:**

**DUTIES OF DISTRICT OFFICERS/CABINET: Continued:**

**SECTION 6. ZONE CHAIRPERSON: Continued:**

- (e) Represent each club in his/her zone in any problems with district, multiple district council chairperson 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 (sub and multiple) 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 chairperson 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 directives of the International Board of Directors.

In the event the zone chairperson for any reason cannot or, in the judgment of the district governor, does not 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. DISTRICT GOVERNORS CABINET:** The district governors' 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 sub-district.
- (b) Receive, from the district chairpersons or other assigned district cabinet members, reports and recommendations which concern the clubs and zone.
- (c) Supervise the collection of all per capita 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.

**BY-LAWS: ARTICLE III: Continued:**

**DUTIES OF DISTRICT OFFICERS/CABINET: Continued:**

**SECTION 7. DISTRICT GOVERNORS CABINET: Continued:**

(e) Secure, semi-annually or more frequently, sub-district financial reports from the 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 a definite schedule of dates, times and places of cabinet meetings to be held during the fiscal year.

**SECTION 8. SERGEANT-AT-ARMS.** The Sergeant at arms shall maintain order and decorum at the respective conventions and meetings and perform such other duties as are incident to his/her office under ROBERTS RULES OF ORDER, NEWLY REVISED.

**BY-LAWS: ARTICLE IV**

**DISTRICT COMMITTEES**

**SECTION 1. DISTRICT GOVERNOR'S ADVISORY COMMITTEE:** In each zone, the zone chairperson and the 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 thirty or more days prior to the multiple district convention. It shall assist the zone chairpersons in an advisory capacity, procure recommendations affecting the welfare of Lionism and the clubs in the zone, and relay the same through the zone chairperson to the district governor and his/her cabinet.

**SECTION 2. DISTRICT GOVERNORS 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 a club in good standing 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 3. DISTRICT CABINET COMMITTEES:** The district governor may establish and appoint such other committees and/or chairpersons as he/she deems necessary and appropriate for the efficient operations of the district. Such committee chairpersons shall be deemed non-voting members of the district cabinet.

**BY-LAWS: ARTICLE V****MEETINGS****SECTION 1. DISTRICT CABINET MEETINGS:**

1. (A) **REGULAR MEETINGS**. 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. The

Voting privilege, at regular meetings, extends to district 32-B presidents and secretaries in attendance at cabinet meetings, who are in good standing, from clubs in good standing in district 32-B. They are not granted any automatic delegate status and must be certified delegates to vote at cabinet meetings requiring delegate vote.

(B) **SPECIAL MEETINGS**: Special meetings of the cabinet may be called by the district governor at his/her discretion, and shall be called upon written request made to the district governor or the cabinet secretary by a majority of the members of the cabinet. No fewer than five (5) nor more than twenty (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 the district cabinet shall constitute a quorum for any cabinet meeting. A quorum is one more than one-half (1/2), of the cabinet members, in attendance at the meeting. Presidents and secretaries who are not cabinet members do not count either for or against the quorum requirement at regular, or other cabinet meetings not requiring delegate voting.

(D) **VOTE**. The voting privilege shall extend to all members of the district cabinet. Presidents and secretaries also have a vote at regular cabinet meetings, by our district constitution and by-laws.

**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 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.

**BY-LAWS: ARTICLE V**

**MEETINGS**

**SECTION 4. REGIONS AND ZONES:**

**(A) ORGANIZATIONAL.** Regions and zones shall be subject to change by the district governor, when in his/her sole discretion; he/she shall deem the same necessary to the best interest of the district and the association. The district should be divided into regions of sixteen (16) to ten (10) Lions clubs. Each regions should be divided into zones of between eight (8) and four (4) Lions clubs, giving due regard to the geographical locations of the clubs.

**(B) REGION MEETINGS.** Meetings of representatives of all clubs in a region, with the region chairperson (if the position is utilized during the district governor's term) or other district cabinet member as may be assigned by the district governor presiding, should be held during the fiscal year at times and places fixed by the region chairperson of the respective region.

**(C) ZONE MEETINGS.** Meetings of representatives of all the clubs in a zone, with the zone chairperson presiding, shall be held during the fiscal year at times and places fixed by the zone chairperson

**ARTICLE VI**

**DISTRICT CONVENTION**

**SECTION 1. CONVENTION SITE SELECTION:** The district governor shall receive invitations in writing from the District Convention Site Selection Committee, or a Lion's club, from places desiring to entertain the succeeding (following) year(s) Midwinter convention. All invitations shall set forth such information as the seated district governor shall from time to time require and shall be delivered to him/her no later than thirty (30) days prior to the convention, at which the convention site shall be voted upon, by the delegates of said convention. The Procedure to be followed, in the investigation of bids, and in presentation of the same to conventions, as well as the action-(s) to be taken by a convention, in the event no bids are acceptable to, or so received by, the seated district governor, shall be determined by the seated district governor.

**SECTION 2. OFFICIAL CALL.** The district governor shall issue an official printed call for the annual district convention not less than thirty (30) 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, the power to change at any time, for good reason, the convention site chosen by a previous district convention, provided that the

**BY-LAWS: ARTICLE VII****DISTRICT CONVENTION**

**SECTION 3: SITE CHANGE: Continued:** convention site shall be located within the district, 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 sixty (60) days prior to the convening day of the annual convention.

**SECTION 4. OFFICERS OF THE CONVENTION:** The members of district 32-B's cabinet shall be the officers of the annual Mid-Winter and annual MD-32 Cabinet Meetings held in conjunction with these conventions.

**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 sixty (60) 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 an e-mail copy will be furnished to the club.

**SECTION 7. CREDENTIALS COMMITTEE:** The Credentials Committee of the district 32-B convention shall be composed of the district governor, as chairperson, the cabinet/secretary treasurer and two (2) other non-officers of the district appointed by the district governor. The district governor has the authority to appoint someone to act as chairperson in his/her behalf. The credentials committee shall have the powers and perform the duties set forth in ROBERTS RULES OF ORDER, NEWLY REVISED.

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

**SECTION 9. DISTRICT CONVENTION COMMITTEES:** The district governor shall appoint, designate the chairperson of, and fill any vacancies occurring in the following district convention committees: Resolutions, Election, 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.

**BY-LAWS: ARTICLE VII****DISTRICT CONVENTION FUND**

**SECTION 1. CONVENTION FUND TAX:** In lieu of or in addition to a district convention registration fee, an annual per-capita district convention fund tax of (insert value in national currency \_\_\_\_\_) may be levied upon each member of each club in the district and shall be collected and paid in advance by each club, except newly chartered and reorganized clubs, in two (2) semi-annual payments as follows; (insert value in national currency \_\_\_\_\_) per club member on September tenth of each year to cover the semi-annual period July 1 to December 31; and (insert in national currency \_\_\_\_\_) per club member on September tenth of each year to cover the semi-annual period July 1 to December 31 and (insert \_\_\_\_\_) value in national currency \_\_\_\_\_) per club member on March tenth of each year to cover the semi-annual period January 1 to June 30, with billings of said tax to be based upon the roster of each club as of the first days of September and March respectively. 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 or re-organization, as the case may be.

This tax shall be collected from the clubs by, and be remitted to, the cabinet secretary or cabinet treasurer (or secretary/treasurer), who shall deposit the monies so collected in a special account in a bank or other depository chosen by the district governor. The fund so collected shall be used exclusively for defraying expenses of district conventions and shall be expended only by district checks drawn and signed by the cabinet treasurer and countersigned by the district governor. These funds shall not be mixed with other funds.

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

**SECTION 3: FEE COLLECTION:** Such fee as the district governor shall set may be collected, under procedures set by the district governor, from each delegate, alternate and guest attending the convention to defray the actual cost of convention meals and entertainment.

**ARTICLE VIII****DISTRICT ADMINISTRATIVE FUND**

**SECTION 1: DISTRICT REVENUE:** To provide revenue for approved district projects and to defray the administrative expenses of the district, an annual district administrative fund per capita tax of (set out value in national currency \_\_\_\_\_) is hereby levied upon each member of each club in the district and shall be collected and paid in advance by each club in two semi-annual payments as follows:

**BY-LAWS: ARTICLE VIII; Continued****DISTRICT ADMINISTRATIVE FUND: Continued:**

**SECTION 1: DISTRICT REVENUE: Continued:** (value in national currency \_\_\_\_\_) per club member on September tenth of each year to cover the semi-annual period July 1 to December 31: and (value in national currency \_\_\_\_\_) on March 10 of each year, to cover the semi-annual period January 1 to June 30, with billings of the same to be based upon the roster of each club as of the first days of July and January, respectively. Said tax shall be paid to the cabinet secretary or cabinet treasurer (or secretary/treasurer) by each club in the district, 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 administrative expenses of the district and only upon approval by the district governor's cabinet, and club presidents and secretaries in good standing from clubs in good standing (if voted at regular cabinet meetings) in district 32-B. Disbursement there from shall be by checks drawn and signed by the cabinet treasurer and countersigned by the district governor.

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

**ARTICLE IX****MISCELLANEOUS****SECTION 1: DISTRICT GOVERNOR EXPENSES-INTERNATIONAL CONVENTION:**

Expenses of the district governor in connection with his/her attending the international convention shall be considered a district administrative expense. Reimbursement for such expenses shall be made by the district on the same basis as outlined in the Rules of Audit of Lions Clubs International.

The district governor's convention fund is listed in our policy manual. The yearly funding is based on where the Lions Clubs International Convention is held, either in the USA or outside the USA. Since more and more conventions are held outside the USA this fund is funded with this in mind.

**BY-LAWS: ARTICLE IX****MISCELLANEOUS: Continued.****SECTION 2: DIST. GOV. REMAINING INT. CONVENTION FUNDS:**

All money put into the district governor's convention fund that is not expended, as per policy manual maximum amount, will remain in said fund for future use. These funds must be kept separate, in this account, and not mixed with any other funds.

**Section: 3: FINANCIAL OBLIGATIONS:** The district governor and his/her cabinet shall not incur obligations in any fiscal year which will effect an unbalanced budget or deficit in said fiscal year.

**SECTION: 4: CABINET SECRETARY-TREASURER BOND:** The cabinet secretary/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: 5: AUDIT OR REVIEW OF BOOKS:** The district governor's cabinet shall provide for an annual or more frequent audit of the books and accounts of the cabinet secretary/treasurer (or secretary and treasurer).

**SECTION 6: COMPENSATION:** No officer shall receive any compensation for any service rendered to this district in his/her official capacity with the exception of the cabinet secretary, cabinet treasurer (or secretary treasurer).

**SECTION 7: FISCAL YEAR:** The fiscal year of this district shall be from July 1<sup>st</sup> to June 30<sup>th</sup>.

**SECTION 8: 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 in any district meeting, or convention, or 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 ROBERTS RULES OF ORDER, NEWLY REVISED.

**SECTION 9: METHOD OF CLUB NOTIFICATION:** District 32B's club's e-mail addresses and phone numbers should be checked for accuracy, by a committee, as soon as the PU 101 Forms have been sent in. This will insure club contact can be made. A Committee representing the regional areas should be appointed, with the 2<sup>nd</sup> Vice District Governor as chairperson to do this job. The incoming club presidents and secretaries' names, home addresses, phone number(s) and e-mail addresses, are to be supplied by the district governor, or his/her designee, from district 32-B PU-101 forms, and verified by the committee, prior to publishing, if possible. They should be compiled in a district 32-B list so e-mail can be used to supply clubs with notices of meetings, statements, draft constitution and by-laws and

other necessary items. It is much faster, more dependable, easier, and cheaper than snail mail, and the cost of printing.

**26.**

**BY-LAWS: ARTICLE X:**

**CANDIDACY REQUIREMENTS FOR DISTRICT AND VICE DISTRICT GOVERNORS:**

**SECTION 1: 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 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.

**SECTION 2: DISTRICT PROCEDURAL REQUIREMENTS:** Except for procedures which concern the time and manner of announcing intention to run for any International offices and the vote required for candidacy endorsement, which may be determined by the respective single or multiple district constitution and by-laws, no qualifications in addition to those set forth in the constitution may be required of any candidate for any international office. Such procedures may not contain requirements which cannot be fully met in each association year.

**SECTION 3: CANDIDACY REQUIREMENTS FOR 1<sup>ST</sup> VICE DISTRICT GOVERNOR:** A candidate for the office of 1<sup>st</sup> 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.**

**BY-LAWS: ARTICLE X: CONTINUED:**

**CANDIDACY REQUIREMENTS FOR DISTRICT AND VICE DISTRICT GOVERNORS:**

**Continued:**

**SECTION 4: CANDIDACY REQUIREMENTS FOR 2<sup>ND</sup> VICE DISTRICT GOVERNOR: A candidate for the office of 2<sup>nd</sup> 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 2<sup>nd</sup> 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 or region chairperson and cabinet secretary and/or treasurer for a full term or major portion thereof.**
  - (c) With none of the above being accomplished concurrently.****

**Note: These Candidacy Requirements were taken directly from the Lions Clubs International Constitution, from pages 34 through 38, printed in year 2010 & 11. No changes were shown for this year.**

**BY-LAWS: ARTICLE X**

**AMENDMENTS**

**Section 1. AMENDING PROCEDURE:** These by-laws may be amended only at a district convention having delegate voting, which are held in conjunction with the Midwinter, the Multiple District-32 convention, or a Special Called District Convention Meeting (by the district governor), which all have delegate vote. Only one special called meeting having delegate vote is allowed per Lion's year. Amendments are passed by resolution of the Constitution and By-Laws Committee, and adopted by the affirmative vote of a two-thirds (2/3) majority of the valid votes cast by the delegates present and voting.

**BY-LAWS: NOTICE**

**Section 2. 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 day of the annual Midwinter convention, the MD-32 Convention, or a Special Called District Convention meeting, having delegate vote, with 30 days notice that the same shall be voted on at said convention or special convention meeting. Notice will be either by hard copy, or electronic means, such as e-mail attachment, disc or web-mail.

**BY-LAWS: ARTICLE X**

**AMENDMENTS**

**Section 1. AMENDING PROCEDURE:** These by-laws may be amended only at a district convention having delegate voting, which are held in conjunction with the Midwinter, the Multiple District-32 convention, or a Special Called District Convention Meeting (by the district governor), which all have delegate vote. Only one special called meeting having delegate vote is allowed per Lion's year. Amendments are passed by resolution of the Constitution and By-Laws Committee, and adopted by the affirmative vote of a two-thirds (2/3) majority of the valid votes cast by the delegates present and voting.

**BY-LAWS: NOTICE**

**Section 2. 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 day of the annual Midwinter convention, the MD-32 Convention, or a Special Called District Convention meeting, having delegate vote, with 30 days notice that the same shall be voted on at said convention or special convention meeting. Notice will be either by hard copy, or electronic means, such as e-mail attachment, disc or web-mail.

**EFFECTIVE DATE**

**Section 3. EFFECTIVE DATE:** Each amendment shall take effect at the close of the Lion's year, in which adopted, unless stated otherwise in the amendment.

**EFFECTIVE TIME**

**Section 4: EFFECTIVE TIME:**

These by-laws shall take effect at the start of the Lion's year following ratification by delegate vote, or on the effective date as specified in the amendment-(s) so passed.

**Constitution and By-laws Effective Date: July 1, 2011**

**Effective time: July 1 at 12:01 am 2011**

**To: June 30 at 12:00 pm 2012**

EXHIBIT A

RULES OF PROCEDURE (ADOPTED) BY DELEGATE VOTE)

These sample rules of procedure are guidelines and may be amended by the district cabinet, unless adopted by the delegates of the convention.

DISTRICT 32-B CONVENTION GUIDELINES:

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. A majority is one over half of the registered delegates present and voting.

RULE 2. Except as otherwise provided, in the Lions Clubs International's constitutions and By-Laws, the District 32-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 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 hour's of \_\_\_\_\_ and \_\_\_\_\_.

(c) THE NUMBER OF CERTIFIED DELEGATES SHALL BE ANNOUNCED: To the convention upon the close of certification and prior to the commencing of voting.

Section 7. RULES OF PROCEDURE DISTRICT 32-B CONVENTION:

RULE 4. NOMINATIONS COMMITTEE APPOINTMENT:

(a). 60 days prior to the convening of the convention, the district governor, unless otherwise provided, shall appoint, and designate

**EXHIBIT A (CONTINUED)**

**SAMPLE RULES OF PROCEDURE: Continued:**

**SECTION 7 RULE 4: Continued:**

the chairperson of a nominations committee consisting of three (3) members. It shall be the committee's responsibility to review the qualifications of each nominated candidate within 5 days prior to the election and rule on the eligibility of the same.

**(b)** A 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 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 eight 8 minutes total time for each nominee.

**RULE 7.**

**(a)** Prior to the convention the district governor shall appoint, and designate the chairpersons of, an election 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 election 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.

**EXHIBIT A**

**SAMPLE RULES OF PROCEDURE: Continued:**

**RULE 7: ELECTION COMMITTEE APPOINTMENT:**

(c) The election committee shall prepare a comprehensive report of the election results containing the following components: date, time and place of election; specific voting results by candidate; signature of each committee member and observer. The district governor, council chairperson and all candidates shall be provided a copy of the committees report.

**RULE 8. VOTING:**

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

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

(c) The voter shall indicate his/her vote by placing a mark in the appropriate location by the name of the candidate of his/her choice. The mark must be placed in the proper location to constitute a valid vote.

Any ballot containing votes for more than the specified number of offices to be filled in any section shall be declared invalid to that particular section.

(d) A majority vote shall be necessary to elect the district governor, first vice district governor and, second vice district governor. A majority vote is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. If a majority vote is not received in the election of the district governor, first vice district governor and second vice district governor, section (e) below will be used.

**RULE 9. VOTING METHOD:** The election shall be by secret written ballot, with the candidate, or candidates required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected; Should more than one candidate be running for the same office, a simple majority (one (1) over half) may not be obtainable after one or more ballots. Should this occur, the candidate, or candidates, with the lowest amount of votes shall be eliminated and balloting shall continue on the tied candidates until one candidate is elected, for each office, having more than one candidate running for it.

**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 acting district governor, immediate past district governor, first and second vice district governors, the region chairpersons, zone chairpersons, and the secretary and treasurer or secretary/treasurer 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, in District 32-B,** 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 days of receipt of notification. The immediate past district governor, or the most immediate past district governor available will serve as the meeting chairperson. He/she 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 **(15) days.**

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

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

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

**RULE 6. (a) Voting:** 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 selected another voting method.

**(c) Each qualified Lion** 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.

**EXHIBIT B: CONTINUED:**

**RULES OF PROCEDURE:**

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

(d) A majority vote shall be necessary to recommend a member for appointment as district governor. In the event that 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 majority vote. It may be necessary to drop the candidate-(s) receiving the least votes allowing more votes available for the candidates receiving higher scores. Voting will continue until there is a winner.

**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 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:

VACANCY OCCURRING IN THE OFFICE OF DISTRICT GOVERNOR

BETWEEN ELECTIONS:

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 the immediate past District Governor first and second vice District Governors, the secretary/treasurer 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, in District 32-B. The invitations should state the date, time and location for the meeting.
3. **The chairperson 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 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 majority of votes cast by those present and voting is necessary to be recommended.** If no one candidate secures a majority vote (one-(1) over half). Voting continues as outlined in the rules of procedure.
7. **The chairperson forwards** the meeting results at the conclusion of the meeting.
8. **A copy of the attendance record,** a sample of the invitations sent to meeting attendees, and the name, address, phone number and qualifications of the new District Governor are to be sent to Lions International when the meeting is over. This must be done within seven days.

## EXHIBIT C

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

**Rule 1.** In the event a vacancy arises in the office of first or second vice district governor, the district governor shall convene a meeting of the members of the existing cabinet as provided for in the International Constitution and By-Laws and all past international officers who are members in good standing of a chartered Lions Club in good standing in the district. It shall be the duty of the attendees at this meeting to appoint a qualified club member as first or second vice district governor for the remainder of the term.

**Rule 2.** In filling said vacancy, it shall be the duty of the district governor, or if not available, the most recent past district governor who is available, to send out written invitations to attend said meeting and it shall also be his/her responsibility to preside as chairperson of the meeting. The district governor, as the meeting chairperson, shall have the authority to select the meeting site, date and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time.

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

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

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

(c). **Method of voting:** 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, unless another method of voting has been chosen.

**EXHIBIT C (continued)**

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

**(d). A majority vote shall be necessary to recommend a member for appointment as (vice) district governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place as outlined in this rule 6 until such time as one candidate secures a 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 Lions International Office together with evidence of invitations sent and attendance at the meeting.**

**EFFECTIVE DATE**

**Section 3. EFFECTIVE DATE: Each amendment shall take effect at the close of the Lion's year, in which adopted, unless stated otherwise in the amendment.**

**EFFECTIVE TIME**

**Section 4: EFFECTIVE TIME:**

These by-laws shall take effect at the start of the Lion's year following ratification by delegate vote, or on the effective date as specified in the amendment-(s) so passed.

**Constitution and By-laws Effective Date: July 1, 2011**

**Effective time: July 1 at 12:01 am 2011**

**To: June 30 at 12:00 pm 2012**