

District 25-F
THE INTERNATIONAL ASSOCIATION
OF LIONS CLUBS



DISTRICT CONSTITUTION
AND BY-LAWS

This Constitution and By-Laws Adopted by the District
As amended March 12, 2016

Lion Sarah Getts
Cabinet Secretary
Lion Richard Getts

DG John Brown
District Governor
DG John Brown

Lion Paul Shane
Constitution & By-Laws Chair
Lion Paul Shane

Lions Clubs International

PURPOSES

- TO ORGANIZE, charter and supervise service clubs to be known as Lions clubs.
- TO COORDINATE the activities and standardize the administration of Lions clubs.
- TO CREATE and foster a spirit of understanding among the peoples of the world.
- TO PROMOTE the principles of good government and good citizenship.
- TO TAKE an active interest in the civic, cultural, social and moral welfare of the community.
- TO UNITE the clubs in the bonds of friendship, good fellowship and mutual understanding.
- TO PROVIDE a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.
- TO ENCOURAGE service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.

VISION STATEMENT

TO BE the global leader in community and humanitarian service.

MISSION STATEMENT

TO EMPOWER volunteers to serve their communities, meet humanitarian needs, encourage peace and promote international understanding through Lions Clubs.

TABLE OF CONTENTS

CONSTITUTION

	PAGE
ARTICLE I – NAME AND GENDER	6
SECTION 1 – Name	6
SECTION 2 – Gender	6
ARTICLE II – OBJECTIVE	6
ARTICLE III – MEMBERSHIP	6

ARTICLE IV – EMBLEM, COLORS, SLOGAN AND MOTTO	7
SECTION 1 – Emblem	7
SECTION 2 – Use of Name and Emblem	7
SECTION 3 – Colors	7
SECTION 4 – Slogan	7
SECTION 5 – Motto	7
 ARTICLE V – SUPREMACY	 7
 ARTICLE VI – OFFICERS AND DISTRICT CABINET	 7
SECTION 1 – Officers	7
SECTION 2 – District Cabinet	7
SECTION 3 – Election/Appointment of District Governor	7
SECTION 4 – Removal	8
 ARTICLE VII – DISTRICT CONVENTION	 8
SECTION 1 – Time and Place	8
SECTION 2 – Club Delegate Formula	8
SECTION 3 – Quorum	8
SECTION 4 – Special Convention	8
SECTION 5 – Official Report	9
 ARTICLE VIII – DISTRICT DISPUTE RESOLUTION PROCEDURE	 9
SECTION 1 – Disputes Subject To Procedure	9
SECTION 2 - Complaints and Filing Fee	9
SECTION 3 – Response To Complaint	10
SECTION 4 – Confidentiality	10
SECTION 5 – Selection of Conciliators	10
SECTION 6 – Conciliation Meeting and Decision of Conciliators	10
 ARTICLE IX- AMENDMENTS	 11
SECTION 1 – Amending Procedure	11
SECTION 2 – Automatic Update	11
SECTION 3 – Notice	11
SECTION 4 – Effective Date	11
 ARTICLE X – REGIONS AND ZONES	 11
SECTION 1 - Setup	11
SECTION 2 – Region Meetings	11
SECTION 3 – Zone Meetings	11
 ARTICLE XI – DISTRICT GOVERNOR’S ADVISORY COMMITTEE	 12
Section 1 – Committee Members	12
SECTION 2 – District Governor’s Honorary Committee	12
 ARTICLE XII – CLUB VISITATION	 12
 ARTICLE XII – DISTRICT ADMINISTRATION FUND	 12
SECTION 1 – Assessment of Dues	12

SECTION 2 – Financial Obligation	12
SECTION 3 – Cabinet Treasurer Bond	12
SECTION 4 – Audit	12
SECTION 5 – Compensation	13

ARTICLE XIV – DISTRICT CONVENTION FUND	13
SECTION 1 – Funding	13

BY-LAWS

	PAGE
ARTICLE I – DISTRICT CONVENTION	14
SECTION 1 – Convention Site Selection	14
SECTION 2 – Officers	14
SECTION 3 – Sergeant-At-Arms	14
SECTION 4 – Official Report	14
SECTION 5 – Credentials Committee	14
SECTION 6 – Order of Convention Business	15
SECTION 7 – District Convention Committees	15
ARTICLE II – MEETINGS	15
SECTION 1 – District Cabinet Meetings	15
A – Regular	15
B – Special	15
C – Quorum and Vote	15
SECTION 2 – Regions and Zones	16
A – Organizational	16
B – Regional Meetings	16
C – Zone Meetings	16
ARTICLE III – DISTRICT NOMINATIONS AND ELECTIONS	16
SECTION 1 – Committee Appointments	16
SECTION 2 – Duties	16
SECTION 3 – District Governor Election Procedures	16
SECTION 4 – First and Second Vice District Governor Election Procedures	17
SECTION 5 – Ballot	17
SECTION 6 – District Governor/First and Second Vice District Governor Vacancy	17
SECTION 7 – District Governor Qualifications	17
SECTION 8 – First and Second Vice District Governor Qualifications	18
SECTION 9 – Region/Zone Chairperson Qualifications	18
SECTION 10 – Region/Zone Chairperson Vacancy	18
ARTICLE IV – DUTIES	19
SECTION 1 – District Governor	19
SECTION 2 – First and Second Vice District Governor	19
SECTION 3 – Cabinet Secretary-Treasurer	20
SECTION 4 – Region Chairperson	21
SECTION 5 – Zone Chairperson	21
SECTION 6 – Sergeant-At-Arms	22

SECTION 7 – District Governor’s Cabinet	22
SECTION 8 – District Governor’s Advisory Committee	22
SECTION 9 – District Governor’s Honorary Committee	22
SECTION 10 – Emergency Response Team	22
ARTICLE V – COMMITTEES	23
SECTION 1 – Credentials	23
SECTION 2 – District	23
ARTICLE VI – PROCEDURES	24
SECTION 1 – Order of Business	24
SECTION 2 – Rules of Procedures	24
ARTICLE VII – NOMINATIONS AND ENDORSEMENTS	24
INTERNATIONAL DIRECTOR AND SECOND	
VICE PRESIDENT	
ARTICLE VIII – STATE PROJECT REPRESENTATIVES	25
SECTION 1 – Number	25
SECTION 2 – Candidates	25
SECTION 3 – Vacancy	25
SECTION 4 – Voting	25
SECTION 5 – Support	25
SECTION 6 – State Projects	25
ARTICLE IX – CORPORATION TRUSTEE	26
SECTION 1 – Trustee	26
SECTION 2 – Election	26
ARTICLE X – DISTRICT PROJECT	26
ARTICLE XI – DISTRICT PROGRAM	27
ARTICLE XII – DISTRICT COMMITTEE	28
ARTICLE XIII – FISCAL YEAR	29
ARTICLE XIV – AMENDMENTS	29
SECTION 1 – Amendment Notice	29
SECTION 2 – Amending Procedures	29
SECTION 3 – Effective Date	29
EXHIBIT A – RULES OF PROCEDURE-DISTRICT 25-F CONVENTION	30
EXHIBIT B – RULES OF PROCEDURE-SPECIAL MEETING TO	32
RECOMMEND A LION FOR APPOINTMENT AS DISTRICT GOVERNOR	
SUMMARY OF RULES-SPECIAL MEETING TO RECOMMEND	33
A LION FOR APPOINTMENT AS DISTRICT GOVERNOR	

District 25-F
The International Association of
Lions Clubs
District Constitution

ARTICLE I

Name

SECTION 1.

The organization shall be known as District 25-F Inc. of The International Association of Lions Clubs (hereinafter referred to as "Lions International").

SECTION 2.

Wherever the male gender or pronoun appears in this Constitution and By-Laws, it shall be interpreted to mean both male and female Lions or persons.

ARTICLE II

Purposes

SECTION 1.

The purposes of this district shall be:

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

ARTICLE III

Membership

SECTION 1.

The members of this organization shall be all Lions Clubs in this District chartered by Lions Clubs International. The boundary lines of this District shall be those Counties designated in the Constitution of "The Lions of Indiana" Multiple District #25.

ARTICLE IV
Emblem, Colors, Slogan and Motto

Section 1. EMBLEM. The emblem of this association and each chartered club shall be of a design as follows:

Section 2. USE OF NAME AND EMBLEM. Use of the name, goodwill, emblem and other logos of the association shall be according to the guidelines established from time to time in the by-laws.

Section 3. COLORS. The colors of this association and of each chartered club shall be purple and gold.

Section 4. SLOGAN. Its Slogan shall be: Liberty, Intelligence, Our Nation's Safety.

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

ARTICLE V
Supremacy

The Standard Form District Constitution and By-Laws shall govern the district unless otherwise amended so as not to conflict with the Multiple District and International Constitution & By-Laws and policies of Lions Clubs International. Whenever there may exist a conflict or a contradiction between the provisions set out in the district constitution and by-laws and the multiple district constitution and by-laws then the multiple district constitution and by-laws shall govern. Whenever there may exist a conflict or a contradiction between the provisions set out in the district constitution and by-laws and the International Constitution and By-Laws, then the International Constitution and By-Laws shall govern

ARTICLE VI
Officers and District Cabinet

Section 1. OFFICERS. The officers of this district shall be the District Governor, the Immediate Past District Governor, the First and Second Vice District Governors, the Region Chairpersons (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.

Section 2. DISTRICT CABINET. The District shall have a District Cabinet composed of the District Governor, the Immediate Past District Governor, the first and second Vice District Governors, the Region Chairpersons (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 3. ELECTION/APPOINTMENT OF DISTRICT CABINET.

The District Governor and First and Second Vice District Governors shall be elected at the annual convention of the district. The District Governor shall appoint, by the time he/she takes office, the Cabinet Secretary-Treasurer or a Cabinet Secretary and a Cabinet Treasurer, 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, Sergeant at Arms and such other club members as may be included in the district cabinet.

Section 4. REMOVAL.

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 5. No salary shall be paid to any Officer of District 25-F Lions.

ARTICLE VII
District Convention

Section 1. TIME AND PLACE.

An annual convention of the district shall be held in each year to conclude no less than thirty (30) days prior to the convening of the international convention at a place selected by the delegates of a previous annual convention of the district and at a date and time fixed by the district governor. A meeting of the registered delegates of the district in attendance at the annual convention of the multiple district of which this district shall be a part may constitute the annual convention of the district.

Section 2. CLUB DELEGATE FORMULA.

Each chartered club in good standing in Lions Clubs International and its district (single or sub- and multiple) shall be entitled in each annual convention of its district (single or sub- and multiple) to one (1) delegate and one (1) alternate for each ten (10) members, who have been enrolled for at least one year and a day in the club or major fraction thereof, of said club as shown by the records of the international office on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be five (5) or more members. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to, the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be 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 3. QUORUM.

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

Section 4. SPECIAL CONVENTION.

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

Section 5 -Official Report.

Within thirty (30) days after the close of the Convention, an official report of the Convention proceedings shall be mailed to Lions International and each club in the District by the Cabinet Secretary-Treasurer.

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 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 governors, who are currently 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 selected conciliators cannot agree on the selection of 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 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.

Section 2. AUTOMATIC UPDATE.

When amendments to the International Constitution and By-Laws are passed at the International Convention, any amendments that would have an effect on this District Constitution and By-Laws shall automatically be updated in this district constitution and by-laws at the close of the convention.

Section 3. NOTICE.

No amendment shall be so reported or voted upon unless the same shall have been published by regular post or electronic means to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

Section 4. EFFECTIVE DATE.

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

ARTICLE X **Regions and Zones**

Section 1 - The District Governor shall divide the District into Regions and each such Region into Zones, 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 the District Governor shall deem the same necessary to the best interests of Lions International.

Section 2 -Region Meetings-Meetings of representatives of all the Clubs in a Region, with the Region Chairperson presiding, may be held during the fiscal year at times and places fixed by the Region Chairperson of the respective Region.

Section 3 -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 of the respective Zone.

ARTICLE XI

District Governor's Advisory Committee

Section 1 -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 thereof. At a date, time and place called by the Zone Chairperson, this Committee shall hold a first meeting within sixty (60) days after the adjournment of the preceding International Convention: subsequent meetings shall be held consistent with the instructions received from Lions International or as directed by the District Governor.

Section 2 -District Governor's Honorary Committee

The District Governor may appoint a District Governor's Honorary Committee composed of Past District Governors and 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 XII

Club Visitation

Section 1. Under the supervision of the District Governor, each Lions Club in the District may be visited by District Governor or other District Officer once every year to facilitate successful administration of the Club. The visiting District Officer shall submit a Visitation Report for each visit.

ARTICLE XIII

District Administration Fund

Section 1 - Assessment of Dues.

The sum specified in the Multiple District 25 Constitution and By-Laws shall provide the revenue to defray the administrative expenses of the District Governor. In addition a \$2.60 (two dollar and sixty cents) per Lion per year assessment will be charged by the Cabinet Secretary and/or Treasurer. An Assessment of \$1.30 (one dollar and thirty cents) will be made during each installment of dues each year.

Section 2 - Financial Obligation.

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

Section 3 -Cabinet Treasurer Bond

The Cabinet Secretary-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, unless otherwise purchased by the State Council.

Section 4 - Audit.

The District Governor shall provide for an annual, or more frequent, audit of the books and accounts of the Cabinet Secretary-Treasurer and a statement of the financial condition of the District shall be sent to Lions International and each Club in the District within thirty (30) days after the close of the fiscal year by the District Governor.

Section 5 - 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) whose compensation, if any, shall be fixed by the District Cabinet.

ARTICLE XIV
District Convention Fund

SECTION 1. In lieu of collecting a separate fund for District Conventions, payment of dues pursuant to the State and International Constitution and By-Laws shall be the only assessment for conducting District Conventions.

**DISTRICT 25-F
THE INTERNATIONAL ASSOCIATION OF
LIONS CLUBS
BY-LAWS**

**ARTICLE I
District Convention**

SECTION 1. Convention Site Selection.

The District Governor shall select the location, date, and time for the District Convention to be held.

SECTION 2. Officers.

The members of the District Cabinet shall be the officers of the annual District Convention.

SECTION 3. 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 4. 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 a copy shall be furnished to said Club.

SECTION 5. Credentials Committee.

The Credentials Committee of the District Convention 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. The Credentials Committee shall certify delegates for voting privileges and provide each delegate with proper identification for voting as specified below.

- A. Delegates Club has no outstanding debt with Lions Club International, Lions of Indiana, or District 25-F Lions.
- B. Delegate has a paid up dues card from a Chartered Lions Club in District 25-F.
- C. Delegates dues card is signed by the delegate.

SECTION 6. 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 7. District Convention Committees.

The District Governor shall appoint, designate the Chairperson 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 II
Meetings**

SECTION 1. District Cabinet Meetings.

(A) Regular.

A Regular Meeting of the Cabinet shall be held in each quarter of the fiscal year, with the first of which should be held within thirty (30) days after the adjournment of the preceding International Convention. Ten (10) days written notice of meetings setting forth a date, time and place determined by the District Governor shall be given to each member by the Cabinet Secretary.

(B) Special.

Special Meetings of the Cabinet may be called by the District Governor at his/her discretion, and may 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 and Vote.

The attendance of a majority of the members of the Cabinet shall constitute a quorum for any meeting. In all such meetings, the voting privilege shall extend to the District Governor, the Immediate Past District Governor, First and Second Vice District Governor, the Region Chairpersons (if the position is utilized during the District Governor's term), Zone Chairpersons, Cabinet Secretary and Cabinet Treasurer (or Cabinet Secretary Treasurer). *(The voting privilege may be extended to such other Members of the District Cabinet as may be provided.)*

SECTION 2. REGIONS AND ZONES.

(A) Organizational.

The District Governor shall divide the District into Regions of no more than sixteen (16) and no less than ten (10) Lions Clubs, and each such Region into Zones of no more than eight (8) and no less 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 the association.

(B) Regional 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 III

District Nominations and Elections

SECTION 1. Committee Appointment.

The District Governor shall appoint, prior to the District Conventions, a Nominations and Elections Committee of not more than three (3) members, each of whom shall be a member in good standing of a Lions Club in good standing in the District and shall not at the time of their appointment hold any District or International office. The name and address of the Chairperson of this committee shall be sent to all Lions Clubs in the District prior to the convening of a District Convention.

SECTION 2. Duties.

The Nominations and Elections Committee Chairperson shall place in nomination for election at the March Cabinet Meeting the name of the Vice-District Governor for the position of District Governor. The District Governor election shall be conducted by a secret written ballot, with the District Governor candidate required to secure a simple majority of the affirmative votes cast by the delegates present and voting in order to be declared elected.

SECTION 3. District Governor Election Procedures.

Any member of a Lions Club in the District seeking the office of District Governor shall file intention to run in writing with the Nominations and Elections Committee Chairperson at least thirty (30) days prior to that Chairperson's report to the Convention of the District, and furnish therewith evidence of compliance with the required qualifications for the office as set out in the International Association of Lions Clubs Constitution and By-Laws. The Nominations and Elections Committee Chairperson shall place in nomination for election at the Annual District Convention the names of all

candidates so qualified. If none are so received and or so qualified, then, and then only, nominations for the office may be made from the floor. Each candidate shall be allowed one (1) seconding speech of not more than three (3) minutes.

SECTION 4. First and Second Vice District Governor Election Procedures.

Any member of a Club in the District seeking the offices of First and Second Vice District Governor shall file his/her intention to so run in writing with the Nominating Committee 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 names of all candidates 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. 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 5. Ballot.

The elections shall be by secret written ballot. The candidate receiving the largest number of favorable votes cast shall be declared elected. In event of a tie on the ballot for the two (2) receiving the highest number of votes, balloting shall continue on the tied candidates only until one (1) is elected.

SECTION 6. District Governor/First and Second Vice District Governor Vacancy.

In the event a vacancy occurs in the office of District Governor under these By-Laws or the Constitution, the First Vice District Governor shall act as District Governor and shall perform the duties of, and have the same authority as, the District Governor until such time as said vacancy is filled by the International Board of Directors for the remainder of the term. In the event a vacancy occurs in the office of First Vice District Governor the Second Vice District Governor shall act as First District Governor and shall perform the duties of, and have the same authority as, the First District Governor, said vacancy shall be filled in accordance with the District (Single, Sub- and Multiple) Constitution and By-Laws.

SECTION 7. District Governor Qualifications.

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) Have served as a Vice District Governor.
- (D) Only in the event the current Vice District Governor does not stand for election as District Governor, or if a vacancy in the position of Vice District Governor exists at the time of the District Convention, any Club Member who fulfills the qualifications for the office of 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 8. First and Second Vice District Governor Qualifications.

A candidate for the office of First and Second Vice District Governor shall:

- (A) Be an Active Member in good standing of a chartered Lions Club in good standing in his/her single or Sub-District.
- (B) Secure the endorsement of his/her Club or a majority of the Clubs in his/her single or Sub-District.
- (C) Have served or will have served at the time he/she takes office as Vice District Governor:
 - (1) 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
 - (2) As Zone Chairperson or Region Chairperson or Cabinet Secretary and/or Treasurer for a full term or major portion thereof.
 - (3) With none of the above being accomplished concurrently.

SECTION 9. Region/Zone Chairperson Qualifications.

Each Region and 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 10. 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.

ARTICLE IV
Duties

SECTION 1. District Governor.

The District Governor shall act under the general supervision of the International Board of Directors as the representative of Lions International in this District and shall have general supervision over all Lions Clubs therein. In Addition, the District Governor shall:

- A. Further the purposes and Objects of Lions International;
- B. Supervise organization of new Lions Clubs;
- C. Promote cordial relations among the chartered Lions Clubs;
- D. Preside over all Cabinet, Convention, and other District Meetings;
- E. Endeavor to visit each Club at least once during the term of office;
- F. Exercise such supervision and authority over Cabinet Officers and District Committee Appointees as is provided in this Constitution, including, but not by way of limitation, the following:
 - 1) Supervise the collection of all per capita taxes by the Cabinet Secretary-Treasurer, designate a depository (s) for said funds, and authorize the payment from of all legitimate expenses pertaining to the administration of the affairs of the District;
 - 2) Secure, semi-annually or more frequently, District financial reports from the Cabinet Secretary-Treasurer;
 - 3) Provide for an annual or more frequent audit of the books and accounts of the Cabinet Secretary-Treasurer;
 - 4) Set up a definite schedule of dates, time and places of Cabinet Meetings to be held during the fiscal year;
 - 5) Submit a current itemized statement of total District receipts and expenditures to the annual District Convention.
 - 6) Submit such other reports and perform such other duties as may be required by the International Board of Directors; and,
 - 7) Deliver, forthwith, at the termination of his/her term of office all District accounts, funds and records to his/her successor in office.

SECTION 2. First and Second Vice District Governor.

The First and Second Vice District Governor, subject to the supervision of the District Governor, shall be the Chief Administrative Assistant to the District Governor, and shall perform such other functions as may be required by the International Association of Lions Clubs through their First and Second Vice District Governor's manual and other directives.

SECTION 3. Cabinet Secretary-Treasurer.

Under the supervision and direction of the District Governor, the Cabinet Secretary-Treasurer shall:

- A.** 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 International;
- B.** Take and keep minutes of the District Convention and furnish copies of the same to Lions International, the District Governor, and the Secretary of each club in the District;
- C.** Assist the District Governor and the Cabinet in conducting the business of the District and perform such other duties as are specified or implied in the Constitution and By-Laws, or as many be assigned from time to time by the District Governor or the Cabinet;
- D.** Make an annual report to the Cabinet at its meeting at the Annual Convention, and such other reports at such other times as the District Governor or Cabinet may require;
- E.** Collect all per capita taxes levied on members and Clubs in the District, deposit the same in such bank(s) as the District Governor shall determine, and disburse the same by order of the District Governor.
- F.** Remit and pay over to the Multiple District Comptroller monthly, the Multiple District per capita assessments collected in the District;
- G.** Keep accurate books and records of accounts and minutes of all Cabinet and District meeting, and permit inspection of the same by the District Governor, any Cabinet member and any Club (or authorized agent of any of them) at any reasonable time for any proper purpose.
- H.** The books and records of the Cabinet Secretary-Treasurer shall be audited at the end of the term of office. An Auditing Committee consisting of three Lions appointed by the outgoing District Governor shall audit the books and records and promptly make a report thereon to the District Governor and the incoming District Governor;
- I.** Secure bond for the faithful performance of duties in such sum and with such sureties as may be required by the District Governor. (This may be provided by the State Council.)
- J.** Remit and pay over to the various projects money received on a monthly basis.

SECTION 4. Region Chairperson.

Under the control and supervision of the District Governor, the Region Chairperson shall:

- A. Attend the regular and special meetings of the Cabinet;
- B. Assist the District Governor in promoting Lionism in the Region by performing such duties as may be delegated from time to time by the District Governor;
- C. Recommend qualified Lions in the Region for appointment as Zone Chairperson, when requested by the District Governor.
- D. Endeavor to have every Club in the Region operating under a duly adopted Club Constitution and By-Laws.
- E. Promote representation at International and District Conventions by at least the full quota of delegates to which Clubs in the Region are entitled; and,
- F. Assist the Zone Chairperson of the Region in the performance of their official duties and cooperate with them in arranging and holding Zone Meetings and District Governor's Advisory Committee Meetings.

When a District Governor does not appoint Region Chairs. The District Governor shall designate the 1st Vice District Governor and/or the 2nd Vice District Governor to assume the duties and responsibilities of all Regions that have unfilled positions.

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

SECTION 5. Zone Chairperson. Under the control and supervision of the District Governor, the Zone Chairman shall:

- A. Make a report of each District Governor's Advisory Committee Meeting and send copies within five (5) days thereafter to Lions International and to the District Governor and Region Chairperson;
- B. Endeavor to have every Club within the Zone operating under a duly adopted Club Constitution and By-Laws;
- C. Arrange regularly scheduled Zone meetings;
- D. Encourage Inter-Club Meetings and social activities;
- E. Promote attendance at charter nights of newly organized Clubs; and

- F. Promote representation at International, Multiple, and District Conventions by at least the full quota of delegates to which Clubs in the Zone are allowed.

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

SECTION 6. Sergeant-At-Arms.

The Sergeant-At-Arms is the person who acts as a doorkeeper, maintains order at the direction of the presiding officer, and is responsible for the comfort of the assembly.

SECTION 7. 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 Sub-District;
- (B) Receive, from the Region Chairpersons or other assigned District Cabinet Members, reports and recommendations which concern the Clubs and Zones;
- (c) Supervise the collection of all 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;
- (e) Secure, semi-annually or more frequently, Sub-District financial reports from the Cabinet Secretary and Cabinet Treasurer (or Secretary-Treasurer).
- (f) Provide for an audit of the books and accounts of the Cabinet Secretary, Cabinet Treasurer, or Cabinet Secretary-Treasurer and with the District Governor's approval, set up definite schedule of dates, times and places of cabinet meetings to be held during the fiscal year.

SECTION 8. District Governor's Advisory Committee.

The members of the District Governor's Advisory Committee shall assist the Zone Chairperson 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.

SECTION 9. District Governor's Honorary Committee.

The members of the District Governor's Honorary Committee shall act under the direction of the District Governor in the promotion of harmony throughout the District. The District Governor may designate the Lion to act as Chairperson of this Committee.

SECTION 10. Emergency Response Team.

This will be a plan of action and an organized team of trained coordinators for the Lions of District 25-F, to identify and respond to emergencies.

- A. Emergencies are defined as but not limited to: weather, natural disaster (e.g. earthquake), or terrorist related activities.
- B. The First Vice District Governor, under the supervision of the District Governor, shall serve as the District Emergency Response Chairperson. The Second Vice District Governor, under the supervision of the District Governor, shall serve as the District Emergency Response Vice-Chairperson.
- C. The Region Chairperson, as appointed by the District Governor, shall serve as the coordinator of the Region assisted by the Zone Chairperson.
- D. Should no Region Chairperson be appointed, the Zone Chairperson shall serve as coordinators.
- E. An Emergency Response Plan will be developed and revised as needed and required. Each Region and Zone Chairperson will receive a copy of the current plan and be trained upon its use annually.

ARTICLE V **Committees**

SECTION 1. Credentials.

The Cabinet Secretary-Treasurer shall serve as the Credentials Committee Chairman for the District.

SECTION 2. District.

The District Governor shall appoint, designate the Chairperson of, and fill any vacancies occurring in the following District Committees:

Resolutions, Constitution and By-Laws, Rules, Necrology (Chaplain), Activities, Membership Development, Membership Retention, Parliamentarian, Public Relations, Sergeant-at Arms, Leo Clubs, Lioness Clubs, Lions Clubs International Foundation, Environmental, Youth Camp and Exchange Program, Extension, Budget and Finance, Leadership Development, Nominations and Elections, Conventions, Audit, and Long Range Planning, Sight Conservation, Opportunities for Youth, Lions Quest.

The District Governor may appoint any additional Committees deemed appropriate during the year.