

**CONSTITUTION AND BY-LAWS**

**DISTRICT 21-B**

**LIONS CLUBS INTERNATIONAL**

**Prepared by D21-B Constitution and Bylaws Committee**

AMENDED BY DISTRICT 21-B DELEGATES – April 19, 2008

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# CONSTITUTION

## DISTRICT 21-B LIONS CLUBS INTERNATIONAL

### ARTICLE I – Name

This organization shall be known as District No. 21-B Lions Clubs International, hereinafter referred to as “District.”

### ARTICLE II – Object

To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this District.

### ARTICLE III – District Membership and Boundary Lines

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

The boundary lines of this District as approved by MD21 and Lions Clubs International shall be as follows:

To be bounded on the South by Mexico and on the East by the State of New Mexico. On the North by a line starting at the border of the State of New Mexico, the County Line between Greenlee and Apache Counties, at Latitude 33 degrees 46 minutes 38 seconds, then West to the Salt River, then Westerly following the Salt River to a point East of Mesa, due North to Val Vista Drive, then South to Baseline Road, then West to Interstate 10, South to the Northern boundary of the Gila River Indian Reservation, then Westerly to Longitude 112 degrees 04 minutes 21 seconds, then South to the Arizona-Mexico border.

### ARTICLE IV - District Organization

Section 1. CABINET AND OFFICERS: The District shall have a District Cabinet composed of the District Governor, the Immediate Past District Governor, the Vice District Governor, 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. The members of the District Cabinet shall be the Officers of the District. Each such Officer shall be a member in good standing of a Lions Club in good standing in the District.

Section 2. ELECTION OF DISTRICT GOVERNOR/VICE DISTRICT GOVERNOR: The District Governor and Vice District Governor shall be elected at the annual Convention of the District. The District Governor shall appoint, by the time he/she takes office, the Cabinet Secretary-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, and such other Committee Chairpersons and staff as required or appropriate.

### **ARTICLE V – District Convention**

**Section 1. TIME AND PLACE:** An annual Convention of the District shall be held each year to conclude no less than thirty (30) days of the date set for the Multiple District Convention at a place, date, and time fixed by the District Governor.

**Section 2. DETERMINATION:** The City or Town where a convention shall be held shall be determined by the Vice District Governor at the convention in which he/she is elected as District Governor.

**Section 3. APPLICATION:** Any club desiring to be the Convention Host Club of a convention shall make application in writing to the Cabinet Secretary at least sixty (60) days prior to the date fixed for the Convention at which the decision will be made. Each application will set out particulars of the proposals and the Club's reasons for considering the same to be suitable and shall be considered by the Vice District Governor.

**Section 4. CLUB DELEGATE FORMULA:** Each chartered Club in D21-B in good standing in Lions Clubs International shall be entitled 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. Delinquent dues may be paid and good standing acquired at any time prior to the close of credential certification. Certification closing time shall be established by the rules of the respective Convention.

**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.

### **ARTICLE VI– Amendments**

**Section 1. AMENDING PROCEDURE:** This Constitution may be amended only at a District Convention, by resolution of the Constitution and Bylaws committee and adopted by the affirmative vote of two-thirds (2/3) of the votes cast. Proposed amendments shall be submitted from a Lions Club, cabinet officer or a PDG to the Constitution and By-Laws Committee for consideration at least 120 days prior to the Convention.

**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 sixty (60) days prior to the convening date of the annual District Convention with notice that the same will be voted upon at said Convention. Publishing this information in the MD21 Canyon State Lion is an acceptable method of accomplishing the notice requirement.

**Section 3. MERIT OF AMENDMENT:** Should a proposal be determined not to have merit by the Constitution and Bylaws Committee, the Constitution and Bylaws Committee shall refer the proposal to the District Governor. If the District Governor decides the proposal has merit, then a

resolution may be presented at the Convention directing that the proposal be presented for vote at the following Convention.

Section 4. **EFFECTIVE DATE:** Each amendment shall take effect at the close of the District Convention at which adopted unless otherwise specified in the amendment.

# BY-LAWS

## DISTRICT 21-B LIONS CLUBS INTERNATIONAL

### ARTICLE I – District Convention

Section 1. CONVENTION SITE SELECTION: The District Convention Committee shall submit its report for the Convention site to the Vice District Governor for approval at least twelve (12) months prior to the Convention. All proposals shall set forth such information as prescribed in the District Procedures Manual. The Vice District Governor's decision should be delivered to the District Convention Committee Chairperson no later than ten (10) months prior to the date of the Convention to be hosted.

Section 2. SITE CHANGE: The District Governor shall retain, and have, power to change at any time, for good reason, the Convention site, and neither the District Governor nor the District Cabinet, shall incur any liability thereby to any club or club member in the District. However, funds advanced by clubs as approved by the District Governor or Cabinet, (i.e. security deposits not refunded), may be reimbursed by the District at the approval of the Cabinet.

Section 3. OFFICERS: The members of the District Cabinet shall be the officers of the District Convention.

Section 4. SERGEANT-AT-ARMS: The District Governor shall appoint a Sergeant-at-Arms and any Assistant Sergeants-at Arms deemed necessary.

Section 5. OFFICIAL REPORT: Within sixty (60) days after the close the 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 District a copy shall be furnished to the Club at the cost to the District to copy same.

Section 6. 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 have the powers and perform the duties set forth in Robert's Rules of Order, Newly Revised.

Section 7. 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 8. DISTRICT CONVENTION COMMITTEES: The District Governor shall appoint, designate the Chairperson of, and fill any vacancies occurring in the following District Convention Committees: Resolutions, Nominations & Elections, Constitution & Bylaws, Rules & Procedures, and International Convention. These Committees shall perform such duties, as the District Governor shall designate.

Section 9. FUNDING: All expenses incurred in conducting the Convention shall be borne by the Committee by charging adequate Convention Registration fees. Said Registration Fees shall cover all expenses of the Convention. Within thirty (30) days following the Convention the Convention Committee shall submit all records, including paid vouchers, to the Finance and Planning Committee for audit or review. After the payment of all bills, the Convention Committee shall be permitted to retain for the participating Club(s) the profit from the raffle and program advertising. Each Convention Committee shall establish its own bank account and

financial records. These records shall include income and disbursements and shall be forwarded to the District Finance and Planning Committee for audit or review at the close of each event.

## ARTICLE II – Meetings

### Section 1. DISTRICT CABINET MEETINGS

- (a) **REGULAR:** Regular Cabinet Meetings of the District shall be held each quarter of the fiscal year, The first should be held within thirty (30) days after the adjournment of the preceding International Convention. Ten (10) days written notice of the meeting, setting forth a date, time and place, shall be given to each member by the Cabinet Secretary/Treasurer.
- (b) **DETERMINATION:** The Cities or Towns where a Cabinet Meeting will be held will be determined by the Vice District Governor at the Convention where he/she is elected District Governor
- (c) **APPLICATION:** Any Club desiring to host a Cabinet Meeting shall make application in writing to the Cabinet Secretary at least sixty (60) days prior to the date fixed for the convention at which the decision will be made. Each application will set out particulars of the proposal and the Clubs reasons for considering the same to be suitable and shall be considered by the Vice District Governor.
- (d) **SPECIAL:** Special meetings of the Cabinet may be called by the District Governor at his/her discretion, and shall be called upon written request made to the District Governor or the Cabinet Secretary/Treasurer, by a majority of the members of the Cabinet. Not less than five (5) and not more than twenty (20) days written (including letters, electronic mail, facsimile transmission, or cable) 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/Treasurer.
- (e) **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, Immediate Past District Governor, Vice District Governor, Region Chairpersons, (if utilized during the district governor's term) Zone Chairpersons, and the Cabinet Secretary and Cabinet Treasurer (or Cabinet Secretary/Treasurer).

### Section 2. REGIONS AND ZONES.

- (a) **ORGANIZATIONAL:** The district governor shall divide the district into regions of nor 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 governors 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 and Appointments**

**Section 1. NOMINATING COMMITTEE:** The District Governor shall appoint, a Nominating Committee of three (3) members, each of whom shall be a member in good standing of different Lions Clubs in good standing in the District, and shall at the time of their appointment not hold any District or International Office. The names and addresses of the Lions so appointed shall be printed in the Directory.

**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 at least sixty (60) days prior to the Convention. Evidence must be furnished of his/her qualifications as set out in the International Constitution and Bylaws. The Nominating Committee shall present, at the District Convention, the names of all qualified candidates. If none are received or qualified, then, but then only, nominations for the office may be made from the floor. Each candidate shall be allowed one nominating speech of not more than five minutes duration and one seconding speech of not more than three minutes duration.

**Section 3. VICE DISTRICT GOVERNOR ELECTION PROCEDURES:** Any member of a club in the district seeking the office of vice district governor shall file his /her intention to so run in writing with the Nominating Committee at least sixty (60) days prior 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 present 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 4. BALLOT:** The election shall be by secret written ballot. When two or more candidates are placed in nomination, the candidate receiving the simple majority of the votes cast shall be elected. 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, balloting shall continue on the tied candidates until one is elected.

**Section 5. DISTRICT GOVERNOR VACANCY:** In event of a vacancy in the office of District Governor, the vacancy shall be filled in accordance with the provisions of the Lions Clubs International Constitution and Bylaws.

**Section 6. VICE DISTRICT GOVERNOR AND OTHER VACANCIES:** Any vacancy in office except that of District Governor or Vice District Governor shall be filled by appointment from the District governor for the unexpired term. In event of a vacancy in the office of Vice District Governor, the District Governor shall convene a meeting of the members of the existing Cabinet and all Past International Officers who are members in good standing of a District Lions Club in good standing. It shall be the duty of the attendees to appoint a qualified Vice District Governor for the remainder of the term. In filling the vacancy, it shall be the duty of the District Governor, or if not available, the most recent Past District Governor to send out invitations to

attend the meeting and it shall also be his/her responsibility to preside as Chairperson of the meeting. The Chairperson shall convey the results to the Lions Clubs International Office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion entitled to receive an invitation to attend and is present at the meeting shall be entitled to one vote for the Lion of his/her choice.

**Section 7. 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) years.

**Section 8. 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, in 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 of District Officers/Cabinet**

**Section 1. DISTRICT GOVERNOR:** Under the general supervision of the Lions Clubs International Board of Directors, shall represent the Association in the District. The District Governor shall be the chief administrative officer in the District and shall have or delegate direct supervision over the Region Chairpersons, Zone Chairpersons, the Cabinet Secretary/Treasurer, and such other Cabinet members as may be provided for in the District Constitution and Bylaws. The specific responsibilities shall be to:

- (a) Further the Purpose and Objects of this Association;
- (b) Supervise the organization of new Lions Clubs;
- (c) Preside, when present, over Cabinet, Convention and other District meetings. During any period the District Governor is unable to preside, the presiding officer at the meeting shall be the Vice District Governor, but if he/she is not available, the District Officer chosen by the attending members shall preside;
- (d) Promote the Lions Clubs International Foundation and all service activities of the Association;
- (e) Promote harmony among the Chartered Lions Clubs;
- (f) Endeavor to visit each Club at least once during his/her term of office;
- (g) Exercise such supervision and authority over Cabinet Officers and District Committee appointees as is provided in this District Constitution and Bylaws;
- (h) Submit a current itemized statement of total receipts and expenditures to his/her District Convention and each Cabinet Meeting;
- (i) Deliver within thirty (30) days of the termination of the term of office, all District accounts and records to the 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 by the International Board of Directors through the District Governor's Manual and other directives

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

- (a) Further the purposes of this Association;
- (b) Familiarize himself/herself with the duties of the District Governor so in the event of a vacancy in the office of District Governor he/she will be better prepared to assume the duties and responsibilities of the office;
- (c) Perform such administrative duties as may be assigned by the District Governor;
- (d) Perform such other functions and acts as may be required by the International Board of Directors through the Vice District Governor's manual and other directives;
- (e) Actively participate in all Cabinet and Council meetings and conduct all meetings in the absence of the District Governor;
- (f) Participate in the preparation of the District Budget;
- (g) Be actively engaged in all matters to be continued during the next year;
- (h) Participate in the review of the strengths and weaknesses of the Clubs of the District, identify potentially weak Clubs within the District, and establish plans to strengthen them; and
- (i) At the request of the District Governor supervise appropriate District Committees.
- (j) Will chair the District MERLO team.

**Section 3. 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 the office, including, but not limited to the following:
  - 1). Keep an accurate record of the proceedings of all meetings of the Cabinet, and within fifteen (15) days after each meeting forward copies of the same to all members of the Cabinet and The Office of Lions Clubs International;
  - 2). Take and keep minutes of the District Convention and furnish copies to Lions Clubs International, the District Governor, Vice District Governor, and Secretary of each Club in the District;
  - 3). Make reports to the Cabinet as the District Governor or Cabinet may require;
  - 4). Collect and provide a receipt for all per capita dues levied on members and Clubs in the District, deposit the same in such federally insured financial institution as the District Cabinet shall determine and disburse the same by order of the District Governor as approved by the District Cabinet;
  - 5). Remit to the Multiple District Council Treasurer the Multiple District per capita dues if any, collected by the District, and secure a proper receipt;
  - 6). Keep accurate books and records of account, and minutes of all Cabinet and District meetings, and permit inspection of same by the District Governor, any Cabinet member and any Club (or any authorized agent of any of them) at any reasonable time for a proper purpose. Upon direction of the District Governor or the Cabinet, the Cabinet Secretary/Treasurer shall furnish the books and records requested to the Finance and Planning Committee or a special auditor appointed by the District Governor or Cabinet.
  - 7). Secure bond for the faithful performance of his/her duties in the sum and with the sureties as may be required by the District Cabinet.

- (c) Perform such other functions and acts as may be required directives of the International Board of Directors.
- (d) If separate offices of Cabinet Secretary and Cabinet Treasurer are adopted, the duties listed in (b) are to be attributed to each of the offices according to the nature of such duties

**Section 4. 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 the Region. Specific responsibilities shall be to:

- (a) Further the Purposes of this Association;
- (b) Supervise the activities of the Zone Chairpersons in the Region and such District Committee Chairpersons as may be assigned 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 the Region at least once during his/her term of office, reporting the findings to the District Governor;
- (e) Endeavor to have every club in his/her region operating under a duly adopted club constitution and by-laws.
- (f) Promote representation at International, District and Multiple District Conventions by at least a full quota of delegates to which Clubs in his/her Region are entitled;
- (g) Perform such additional assignments as shall be given from time to time by the District Governor;
- (h) Perform such other functions and acts as may be required by the International Board of Directors through a Region Chairman's Manual and other directives. In the event the Region 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 remainder of the term.

**Section 5. ZONE CHAIRPERSON:** The Zone Chairperson, subject to supervision and direction of the District Governor and/or Region Chairperson, shall be the chief administrative officer of the 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 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) to Lions Clubs International, the District Governor, the Vice District Governor, and the Region Chairperson
- (d) Play an active role in organizing new Clubs and keep informed on the activities and well being of all Clubs in the Zone;
- (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, Multiple District, and District Conventions by at least the full quota of delegates to which Clubs in his/her Zone are entitled;

- (i) Visit a regular meeting of each Club in his/her Zone once or more during his/her term of office, reporting the findings to the Region Chairperson – particularly with respect to weaknesses discovered with a copy to the District Governor and Vice District Governor;
- (j) Perform such other functions and acts as may be required 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 the office, or in the event the office is vacated for any reason, the District Governor shall appoint a successor to serve for the remainder of the term.

**Section 6. THE DISTRICT GOVERNORS CABINET:** The District Governor’s Cabinet shall:

- (a) Assist the District Governor in the performance of his/her duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the District;
- (b) Receive, from the Region Chairperson 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, deposit same in a bank or banks approved by the Cabinet, and authorize the payment of all legitimate expenses pertaining to the administration of the affairs of the district.
- (e) Secure, semi-annually or more frequently, sub-district financial reports from the cabinet secretary and treasurer (or cabinet secretary/treasurer).
- (f) Provide for an audit or review of the books and accounts of the cabinet secretary, and cabinet treasurer, or cabinet secretary/treasurer.

**Section 7. 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 Robert’ Rules of Order, Newly Revised.

## **ARTICLE V – District Committees/Duties**

**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 thirty (30) days after the adjournment of the preceding international convention; a second meeting in the month of October, a third meeting in the month of January and a fourth meeting approximately thirty days prior to the 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 GOVERNOR’S HONORARY COMMITTEE:** The District Governor may appoint a District Governor’s Honorary Committee composed of Past International officers who are members in good standing of Clubs within the District. This Committee will meet when and as called upon by the District Governor. It shall act under the direction of the District Governor to promote harmony throughout the District. The Chairman of this Committee shall attend Cabinet Meetings 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 operation of the District. The Committee Chairpersons shall be deemed non-voting members of the District Cabinet.

## **ARTICLE VI – District Administrative Revenues and Expenses**

**Section 1.(a)** To provide revenues to defray the administrative expenses of the District, an annual per capita dues of no more than \$5.00 is to be levied upon each member of the District except Life Members. These dues shall be processed and collected at the same time as dues are collected for the Multiple District using the same time frame and procedures.

**(b)** Two dollars (\$2.00) of said dues may only be used to compensate Region Chairpersons, Zone Chairpersons and District Committee Members for certain mileage expenses incurred in the official performance of their duties.

**Section 2.** It shall be the duty of the Cabinet Secretary/Treasurer to prepare the billings and collect and disperse the funds as authorized by the District Governor.

**Section 3.** The District Governor-Elect shall prepare a budget with the assistance of the Finance and Planning Committee. The budget shall be presented for approval at the first Cabinet Meeting. No funds may be dispersed until the budget has been approved.

**Section 4.** No District Governor or Cabinet shall incur expenses in excess of the income.

**Section 5.** Administrative expenses are as follows but are not limited to:

- (a)** Awards and Trophies;
- (b)** Printing;
- (c)** Office Supplies;
- (d)** District Governor's Cabinet Meeting expense;
- (e)** Vice District Governor's Cabinet Meeting expense;
- (f)** Immediate Past district Governor Cabinet Meeting expense;
- (g)** Cabinet Secretary/Treasurer Cabinet Meeting expense;
- (h)** Committee operating expense;
- (i)** Postage;
- (j)** Gifts to guest speakers (limited to \$100 per individual);
- (k)** \$1000 to incoming District Governor for Cabinet startup expenses; and
- (i)** Miscellaneous

**Section 6.(a)** The authorized meeting expenses as noted in Section 5 d., e., f., g., and h., shall not exceed \$50 per meeting and maximums are established as follows:

District Governor \$200 per annum

Vice District Governor \$200 per annum

Immediate Past District Governor \$200 per annum

Cabinet Secretary \$200 per annum

Cabinet Treasurer \$200 per annum

Cabinet Secretary/Treasurer \$200 per annum

All District Committees expenses maximum \$200 per annum - not to include Convention or Cabinet Meeting Committees.

**(b)** Zone Chair, Region Chairs and Committee members may be reimbursed for mileage expenses at the same rate as the District Governor, after the first fifty miles, for any Zone or Region meeting. Travel expenses for Conventions and Cabinet Meetings are excluded from this reimbursement.

**Section 7.** No equipment shall be purchased unless approved by the Cabinet.

## ARTICLE VII – Rules of Procedure

Except as otherwise specifically provided in this Constitution and Bylaws, or in rules of procedure adopted for a meeting, all questions of order and procedure in any District Meeting or Convention, any meeting of the District Cabinet, Region, Zone, or any group or committee of any one of them shall be determined by Robert's Rules of Order, Newly Revised.

## ARTICLE VIII – Miscellaneous

**Section 1. FINANCIAL OBLIGATIONS:** The district governor and his/her cabinet shall not incur obligations in any fiscal year, which will create an unbalanced budget or deficit in said fiscal year.

**Section 2. 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 it shall be an administrative expense.

**Section 3. AUDIT OR REVIEW OF BOOKS:** All monies received and expended by the District and District Project(s) shall be in accordance with these Rules of Financial Review.

- (a) Each year immediately following the Multiple District Convention, the District Governor-Elect shall open a checking account in a federally insured institution using the \$1,000 that the outgoing District Governor is required to furnish. All remaining monies of the outgoing District Governor shall be transferred to the incoming District Governor within ten (10) days of the fiscal year. Transferring the checking account will meet the transfer of funds requirement.
- (b) The District Governor and one other Cabinet authorized individual must sign all checks and withdrawals.
- (c) A voucher and/or statement shall substantiate all expenditures with appropriate receipt attached. The District Governor shall ensure that all financial records are filed and maintained for seven (7) years.
- (d) The fiscal year of the District is July 1 through June 30. A District Governor shall not incur or pay any bills or expend any district funds before the start or after the end of his/her fiscal year.
- (e) The District Governor shall submit his/her financial records to the Finance and Planning Committee for preliminary financial review at least thirty (30) and not more than sixty (60) days prior to the Multiple District Convention.
- (f) Within twenty (20) days following the adjournment of the International Convention the outgoing District Governor shall submit his/her records to the Finance and Planning Committee for financial review. The Committee shall review the financial records and file a report with the Cabinet, incoming District Governor, and outgoing District Governor within thirty (30) days after receipt of the records.
- (g) The incoming District Governor shall thoroughly review the report received from the Finance and Planning Committee and take appropriate action on any exceptions reported.
- (h) Requirements for financing and reviewing the District Project(s) are stated in Article VII.

- (i) If, after completion of a financial review, the Finance and Planning Committee determines that there are errors, omissions, overpayments, or other violations of the Constitution and Bylaws, the Committee will act to correct the problem. If unable to recover the funds, the Chairman of the Finance and Planning Committee shall call a special meeting of the Finance and Planning and the Constitution and Bylaws Committees. These Committees will determine what action needs to be taken. The Finance and Planning Committee shall request repayment and is empowered to correct the problem, including contact with the bonding company.

**Section 4. DISTRICT PROJECTS:**

- (a) District Project must be proposed by a Lions Club and have the endorsement of that Club prior to submission to the District Governor as if it were an amendment to the Constitution and Bylaws.
- (b) Written notice shall be given to all Clubs of the District sixty (60) days prior to the Convention indicating the purpose and justification of the proposed District Project.
- (c) No more than two spokespersons may speak for the proposed project and no more than two spokespersons may speak against the proposed project at the Convention prior to voting. Each spokesperson may speak no more than five (5) minutes.
- (d) District Projects shall be established by affirmative vote of two-thirds (2/3) of the votes cast.
- (e) All acts performed by District Projects must conform to the principles of Lionism, good business practices, rules established by Lions Clubs International and the District, Rules of Audit, their Bylaws, and their Articles of Incorporation as governed by the State of Arizona.
- (f) All monies received from Lions Clubs shall be placed on deposit in a federally insured institution. Funds received from other sources may be deposited as determined by the Board of Directors. At least two people, one officer and one other signer as determined by the Board of Directors, must sign all checks and withdrawals from the accounts.
- (g) The fiscal year of all District Projects shall be as in their Articles of Incorporation.
- (h) All District Projects must have a financial review performed by a qualified outside auditor at least annually. All such financial reviews shall conform to established practices and include such tests as may be necessary. A financial review of a Project must be completed within ninety (90) days after the end of its fiscal year. The financial review results must be provided to the District Governor and the Finance and Planning Committee upon its completion.
- (i) Board members must be Lions in good standing from Clubs in good standing in the District. The board members shall be elected by secret ballot at the District Convention. No more than two (2) members from any Club may serve on a District Project Board of Directors at any one time.
- (j) No relative of any board member shall be a paid employee except under emergency conditions.
- (k) With the exception of the District Governor, any member of the District shall be limited to membership on only one District Project Board at any one time. The District Governor shall only be an ex-officio member of each District Project Board.
- (l) Should a vacancy occur on a District Project Board, the vacancy shall be filled in accordance with the provisions of its Bylaws. Appointed members shall serve until the next District Convention.

- (m) Any change in a Project's Constitution and Bylaws shall be treated the same as an amendment to the District Constitution and Bylaws except that it shall originate from the Project. The District Governor shall have the authority to suspend any District Project, if in his/her judgment the Project fails to conform to any requirement of this Constitution. The District Governor shall inform the Board of Directors of the Project in writing his/her reason or reasons for the suspension. The District Governor shall lift the suspension as soon as the Project has corrected the reason or reasons for the suspension. If the reason or the reasons have not been corrected, the District Governor shall present his/her case at the next Cabinet Meeting. The District Governor and up to three (3) of the District Project Board members may address the general membership to explain the differences. A vote shall be taken to determine if the Project shall be terminated. It shall require a two-thirds (2/3) vote of the delegates voting to terminate the Project. The District Governor shall notify the Clubs at least sixty (60) days prior to the Convention the reason(s) for the suspension. In the event the suspension occurs within the sixty- (60) day period, the District Governor will notify the Project Board and the Lions Clubs at the same time. Suspension defined: Suspension means that the District Project shall not be able to use the Lions name or emblem nor to solicit or secure funding from the Lions Clubs within the District. It may continue to function as authorized by Arizona law.

### **ARTICLE IX – Amendments**

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

Section 2. Proposed amendments must be submitted from a Lions Club, cabinet officer or a PDG to the Constitution and Bylaws Committee at least 120 days prior to the Convention.

Section 3. Should a proposal be determined not to have merit by the Constitution and Bylaws Committee, the Constitution and Bylaws Committee shall refer the proposal to the District Governor. If the District Governor decides the proposal has merit, then a resolution may be presented at the Convention directing that the proposal be presented for vote at the following Convention.

Section 4. No amendment shall be reported or voted upon unless the same shall have been furnished in writing to each Club or by a Multiple District publication to each member who is listed on the publication's rolls. The Constitution and Bylaws Committee must submit this notice no less than sixty (60) days prior to the convening of the annual District Convention with notice that the amendments will be voted upon at the Convention. A majority of the Committee must agree that the proposal has merit before notice is given.

Section 5. Each amendment shall take effect upon the close of the District Convention at which it is adopted unless otherwise specified in the amendment.

### **ARTICLE X – Initial Adoption of District 21-B Constitution and Bylaws**

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