

CONSTITUTION AND BYLAWS

DISTRICT 21-C

LIONS CLUBS INTERNATIONAL

EFFECTIVE March 27, 2010

ADOPTED BY D21-C MD21 CONVENTION DELEGATES – MAY 23, 2004
ADOPTED BY D21-C MD21 CONVENTION DELEGATES – MAY 14, 2006
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ADOPTED BY THE D21-C CONVENTION DELEGATES– MARCH 15, 2009
ADOPTED BY THE D21-C CONVENTION DELEGATES– MAY 16, 2009
ADOPTED BY THE D21-C CONVENTION DELEGATES– March 27, 2010

Prepared by D21-C Constitution and Bylaws Committee

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**CONSTITUTION
DISTRICT 21-C
LIONS CLUBS INTERNATIONAL**

ARTICLE I – Name

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

ARTICLE II – Object

To provide an administrative structure with which to advance the Purposes of Lions Clubs International in District 21-C in a manner that is consistent with the MD21 Constitution and Bylaws and the International Association of Lions Clubs Constitution and Bylaws. In the event of a discrepancy the Constitution and Bylaws of MD21 and/or the International Association of Lions Clubs will prevail.

ARTICLE III – District Membership and Boundary Lines

The members of this organization shall be all Lions Clubs in this District 21-C chartered by Lions Clubs International.

The boundary line of District 21-C as approved by MD21 and Lions Clubs International shall be as follows:

To be bounded on the North by the State of Utah and on the East by the State of New Mexico, south to the County Line between Greenlee and Apache Counties, at Latitude 33 degrees, 46 minutes, 38 seconds. West to the Salt River, then Westerly following the Salt River to a point in Mesa, due North of Val Vista Drive, then South to Baseline Road, then West to Central Avenue in Phoenix. North on Central Avenue to Dunlap Avenue and continuing North on Longitude 112 degrees, 04 minutes, 22 seconds to Latitude 34 degrees, 20 minutes. Then West to Longitude 113 degrees, then North to the Utah border.

Window Rock will be in District 40-N of New Mexico

ARTICLE IV - District Organization

Section 1. The District shall have a District Cabinet composed of the District Governor, the Immediate Past District Governor, the First and Second Vice District Governor, the Region Chairpersons, 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. The District Governor, the First and Second 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 required or appropriate, 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. An annual Convention of the District should be held each year in the first ninety (90) days of the calendar year at a place, date, and time fixed by the District governor.

Section 2. Each chartered Club in D21-C in good standing in Lions Clubs International and in D21-C 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 Convention.

Section 3. 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 – Rules of Financial Review

Section 1. All monies received and expended by the District and District Project(s) shall be in accordance with these Rules of Financial Review.

Section 2. 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 following termination of the fiscal year. Transferring the checking account will meet the transfer of funds requirement.

Section 3. All checks and withdrawals must be signed by the District Governor and one other Cabinet authorized individual.

Section 4. 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.

Section 5. The fiscal year of the District is July 1 through June 30. A District Governor shall not incur or pay any bills before the start or after the end of his/her fiscal year.

Section 6. 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.

Section 7. 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 Council, incoming District Governor, and outgoing District Governor within thirty (30) days after receipt of the records.

Section 8. The incoming District Governor shall thoroughly review the report received from the Finance and Planning Committee and take appropriate action on any exceptions reported.

Section 9. Requirements for financing and reviewing the District Project(s) are stated in Article VII.

Section 10. 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.

ARTICLE VII – District Projects

Section 1. Formation of a District Project.

- a. 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 and shall indicate 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.

Section 2. 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 Financial Review, their Bylaws, and their Articles of Incorporation as governed by the State of Arizona.

Section 3. 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.

Section 4. The fiscal year of all District Projects shall be as specified in their Articles of Incorporation.

Section 5. 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.

Section 6. 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.

Section 7. No relative of any board member shall be a paid employee except under emergency conditions.

Section 8. 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.

Section 9. 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.

Section 10. Any change in a Projects 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.

Section 11. The District Governor shall have the authority to suspend any District Project, if in his/her judgement 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 Convention. The District Governor and three (3) of the District Project Board 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 solicit or secure funding from the Lions Clubs within the District. It may continue to function as authorized by Arizona law.

ARTICLE VIII – Amendments

Section 1. This Constitution may be amended only at a District Convention, by an amendment proposed by the Constitution and Bylaws committee and adopted by the affirmative vote of two-thirds (2/3) of the votes cast. Amendments to this Constitution, that are required as a result of changes to the Lions Clubs International Constitution and Bylaws and/or the MD21 Constitution and Bylaws, will be prepared by the D21-C Constitution and Bylaws Committee as soon as the changes are effective, presented to the D21-C Cabinet for review and concurrence at their next Cabinet Meeting, and implemented immediately with notification to the Clubs in the next issue of the Canyon State Lion.

Section 2. No amendment shall be so reported or voted upon unless the same shall have been furnished in writing to each club no less than 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. 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. Each amendment shall take effect at the close of the District Convention at which adopted unless otherwise specified in the amendment

**BYLAWS
DISTRICT 21-C
LIONS CLUBS INTERNATIONAL**

ARTICLE I – District Convention

Section 1. The District Convention Committee should submit its proposal for the Convention site to the First 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 Multiple District Procedures Manual. The First Vice District Governor's decision should be delivered to the Committee Chairman no later than ten (10) months prior to the date of the Convention to be hosted.

Section 2. 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.

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

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

Section 5. Within sixty (60) days after the close the 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 cost.

Section 6. 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. 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. 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. All expenses incurred in running the Convention shall be borne by the Committee by charging adequate fees to 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 financial 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 financial review at the close of each event

ARTICLE II – Meetings

Section 1. District Cabinet Meetings.

- a. Regular Cabinet Meetings of the Cabinet shall be held in each quarter of the fiscal year, The first should be held within sixty (60) days after the adjournment of the preceding International Convention. At least 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. Special meetings of the Cabinet may be called by the District Governor or 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 ten (10) days written notice of special meetings, setting forth the purpose thereof and at a date, time and place determined by the District Governor, shall be given to each member by the Cabinet Secretary/Treasurer.
- c. The attendance of a majority of the members of the Cabinet shall constitute a quorum for any meeting thereof. In all such meetings, the voting privilege shall extend to the District Governor, First and Second Vice District Governor, Immediate Past District Governor, Regional Chairpersons, Zone Chairpersons, and the Cabinet Secretary/Treasurer.
- d. All Business shall be conducted in a meeting open to all Lions with the exception that, in the case of an emergency or other special circumstance, business can be transacted by "mail", subject to

ratification by the Cabinet at its next regular meeting. Business by “mail” (including letters, electronic mail, facsimile transmission, and/or telephonic Conference call) shall become effective only when approved in writing by two-thirds (2/3) of the voting members of the Cabinet. Such action may be initiated by the District Governor or any three members of the Cabinet with the concurrence of the Chairpersons of both the Constitution and Bylaws and Finance and Planning Committees. For votes thereon to be acted upon they must be sent in writing to the Cabinet Secretary within seven (7) days after the action “by mail” is taken.

Section 2. Regions and Zones.

- a.** Each District Governor shall divide his District into Regions and Zones as directed by Lions International, giving due regard to the geographical location of the clubs. All such Regions and Zones shall be subject to change by the District Governor, when in his sole discretion, he shall deem the same necessary in the best interest of the Association and the Lions Clubs of the District.
- b.** Regional Meetings of representatives of all clubs in a region, with the Region Chairperson 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.

Section 3. In each Zone, the Zone Chairperson and the Presidents and Secretaries of the Clubs in the Zone shall comprise a District Governor’s Advisory Committee, with the Zone Chairperson as Chairperson. At a date, time and place designated by the Zone Chairperson, this Committee should hold its first meeting within ninety (90) days after the adjournment of the preceding International Convention. A second meeting should be held in the month of October or November; and a third meeting in the month of February or March.

ARTICLE III – District Nominations and Elections

Section 1. The District Governor shall appoint, a Nomination/Election 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. Any member in the District seeking the office of District Governor, First Vice District Governor, or Second Vice District Governor shall file his/her intention in writing with the Nomination/Election Committee at least sixty (60) days prior to the District Convention. Each candidate shall be a member in good standing of a chartered Lions club in District 21-C and shall have secured the endorsement of his/her club or from a majority of the clubs in District 21-C. Evidence must be furnished of his/her qualifications as set out in the Lions Clubs International Constitution and Bylaws. The candidate for the office of District Governor shall currently be serving as the First Vice District Governor within District 21-C. The candidate for the office of First Vice District Governor shall currently be serving as the Second Vice District Governor within District 21-C. The Nomination/Election Committee shall present, at the District Convention, the names of all qualified candidates. If none are received or qualified, then 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. The election for the offices of District Governor, First Vice District Governor, and Second Vice District Governor shall be by secret written ballot at the District Convention in accordance with the Lions Clubs International Constitution and Bylaws. To be elected the candidate for each office must receive a “Yes” vote from the majority of the Delegates present and voting. 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. If no Candidate for the office of District Governor, First Vice District Governor and/or Second Vice District Governor receives a Majority of “Yes” votes from the Delegates present and voting on the first ballot or on any subsequent ballot, the District Governor shall convene a meeting of the District Officers, all Past International Officers and Directors, and all Past District Governors, who are members in good standing of a Lions Club in District 21-C, to appoint a qualified District Governor, First Vice District Governor and/or Second Vice District Governor to fill the term of office. The District Governor will preside at the meeting and will convey the results to the Lions Clubs International Office for their acceptance within seven (7) days following the meeting along with evidence of the invitations sent and the meeting attendance. Each invited attendee present at the meeting will be entitled to one (1) vote for the Lion(s) of his/her choice.

Section 4. 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 5. Any vacancy in office except that of District Governor, First Vice District Governor or Second Vice District Governor shall be filled by appointment from the District governor for the remaining term. In event of a vacancy in the office of First and/or Second Vice District Governor, the District Governor shall convene a meeting of the members of the existing Cabinet, and all Past International Officers and Directors and Past District Governors, 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 First Vice District Governor and/or Second Vice District Governor for the remainder of the term(s). In filling the vacancy(s), it shall be the duty of the 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 for their acceptance 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.

ARTICLE IV – Duties of District Officers/Cabinet

Section 1. The 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 First Vice District Governor, but if he/she is not available, to the Second Vice District Governor and 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 at the Convention and each Cabinet Meeting;
- i. Deliver at 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. The first 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. Play an active role in membership development including extension of new clubs and leadership development within the District;
- c. 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;
- d. Perform such administrative duties as may be assigned by the District Governor;
- e. 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;
- f. Actively participate in all Cabinet and Council meetings and conduct all meetings in the absence of the District Governor;
- g. Participate in the preparation of the District Budget;
- h. Be actively engaged in all matters to be continued during the next year;
- i. 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

- j. At the request of the District Governor supervise appropriate District Committees.
- k. Will chair the District MERLO team.

Section 3. Second Vice District Governor. The second vice district governor is subject to the supervision and direction of the district governor. His/her specific responsibilities shall be to:

- a. Further the purposes of this association.
- b. Actively participate and inspire other district officers to administer and promote effective membership growth and new club organization.
- c. Familiarize himself/herself with the duties of the District Governor and First Vice District Governor so he/she will be better prepared to assume the duties and responsibilities of the office;
- d. Perform such duties as assigned by the district governor, including assisting the district retention chairperson.
- e. Perform such other functions and act as required by the policy of the association.
- f. Actively participate in all cabinet meetings and conduct all meetings in the absence of the district governor and the first vice district governor.
- g. Participate in the preparation of the district budget.
- h. Actively engage in all matters to be continued during the following year.
- i. At the request of the district governor, supervise appropriate district committees.
- j. Participate in the review of strengths and weaknesses of the district.

Section 4. The Cabinet Secretary/Treasurer shall act under the supervision of the District Governor.

Specific responsibilities shall be to:

- a. 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 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 Governor shall determine and disburse the same by order of the District Governor;
 - 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 Governor.
- b. Perform such other functions and acts as may be required directives of the International Board of Directors.
- c. If separate offices of Cabinet Secretary and Cabinet Treasurer are adopted, the duties listed in a. are to be attributed to each of the offices according to the nature of such duties

Section 5. Region Chairperson

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 and objects 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. Promote representation at International, District and Multiple District Conventions by at least a full quota of delegates to which Clubs in the Region are entitled;

- f. Perform such additional assignments as shall be given from time to time by the District Governor;
- g. 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 Chairman for any reason cannot or does not, in the judgement of the District Governor, perform the duties of his/her office, or in the event the office is for any reason vacated, the District Governor shall appoint a successor to serve for the remainder of the term.

Section 6. 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. Specific responsibilities shall be to:

- a. Further the Purposes and Objects of this Association;
- b. Serve as Chairperson of the District governor's Advisory Committee in his/her Zone and as the Chairperson call regular meetings of the Committee;
- c. Make a report of each District Governor's Advisory Committee meeting and send copies 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. Promote representation at International, Multiple District, and District Conventions by at least the full quota of delegates to which Clubs in the Zone are entitled;
- f. Visit a regular meeting of each Club in the Zone once or more during the 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;
- g. 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 judgement 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 7. The District Governor's Cabinet shall:

- a. Assist the District Governor in the performance of duties and in the formulation of administrative plans 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. Designate a depository for the funds received and authorize the payment of all legitimate expenses pertaining to the administration of affairs of the District.

Section 8. 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's Rules of Order, Newly Revised.

ARTICLE V – District Committees/Duties

Section 1. For the District Governor's Advisory Committee see Article II Section 3 and Article IV Section 5 b).

Section 2. 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. 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. To provide revenues to defray the administrative expenses of the District, an annual per capita dues of \$5.00 is to be levied upon each member of the District except Life Members prior to July 1, 2007. \$2.00 of these dues is expressly designated to provide financial support for Region and Zone Chairpersons and Committee persons upon presentation of appropriate documentation and shall not be used for any other purpose. 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.

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. Miscellaneous

Section 6. 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
- First Vice District Governor \$200 per annum
- Second Vice District Governor \$200 per annum
- Immediate Past District Governor \$200 per annum
- Cabinet Secretary/Treasurer \$200 per annum
- Committee expense maximum \$200 per annum

Section 7. No equipment shall be purchased unless approved at a regularly scheduled Cabinet Meeting.

ARTICLE VII – Nomination and Endorsement for International Office

Section 1. Subject to the provisions of The International Association of Lions Clubs Constitution and Bylaws, any member of a Lions Club in the Multiple District seeking the endorsement of his District and of the Multiple District as a candidate for International Office shall deliver by mail or in person a letter of nomination to his/her District Governor and the Nominations and Elections Committee Chairpersons of both his/her District and the Multiple District no less than sixty (60) days prior to the convening date of the Multiple District Mid-Year Conference immediately preceding the District Convention where the District endorsement will be sought. This notification on the part of one candidate shall open the process of nominations for all other Lions qualified and interested in seeking the nomination for International Office. All letters of nomination shall include evidence of fulfillment of qualifications for the office as set forth in the International Constitution and an endorsement by the candidate's Club, signed by the President and Secretary, and dated within thirty (30) days of the submission.

Section 2. Notification of impending endorsement election(s) at the upcoming District Convention(s) shall be furnished in writing to each club or by a Multiple District publication (such as the Canyon State Lion) to each member who is listed on the publication rolls at least 60 days prior to the convening of the District Convention(s) where the endorsement election(s) are to be held. Notification will also be given by the Multiple District Council of Governors that the next upcoming Multiple District Mid-Year Conference will be designated as a Multiple District Special Mid-Year Convention for the purpose of electing an endorsed Multiple District candidate for the International Office being sought.

Section 3. Once it has been announced that there will be candidate endorsement election(s) at the upcoming District Convention(s), any other candidates may deliver letters of nomination to their District Governor and the Nominations and Elections Committee Chairpersons of his/her District and of the Multiple District up to sixty (60) days prior to the convening of their District Convention.

Section 4. The District and Multiple District Nomination and Elections Committees shall determine if each candidate is qualified. The appropriate District Governor will be notified of the candidate's qualification determination as soon as possible.

Section 5. Notification of the District(s) Endorsed Candidate shall be furnished in writing to each club or by Multiple District publication (such as the Canyon State Lion) to each member who is listed on the publication rolls at least 60 days prior to the convening of the Multiple District Special Mid-Year Convention where the Multiple District Endorsement Election will be held. At the Multiple District Special Mid-Year Convention each District's endorsed candidate seeking Multiple District endorsement shall be entitled to one nominating speech of five (5) minutes duration and two seconding speeches of no more than three (3) minutes duration at the first General Session.

Section 6. At the District Conventions and at the Multiple District Special Mid-Year Convention the vote on the question of endorsement shall be by written ballot. The ballot shall contain, in addition to the names of the candidates seeking endorsement, an option that no candidate be endorsed. A candidate must receive a majority of the "yes" votes cast by the delegates to be declared endorsed. In the event that no candidate receives a majority of the "yes" votes cast, balloting shall continue with the candidate receiving least number of "yes" votes being dropped from the ballot in each successive balloting. If the "no candidate" option receives a majority of the votes cast, there will be no candidate endorsed.

Section 7. A Multiple District endorsement for International Director shall be for the next two International Conventions which includes the upcoming International Convention.

Section 8. A Multiple District endorsement for Second Vice President or higher International Officer shall be for the two International Conventions following the upcoming International Convention.

Section 9. The Certification of endorsement by the Multiple District shall be made in writing to the International Office by the Multiple District officials designated, and in accordance with the requirements set forth, in the International Constitution and Bylaws.

ARTICLE VIII – 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 Club or any group or committee of any one of them shall be determined by Robert's Rules of Order, Newly Revised.

ARTICLE IX – Amendments

Section 1. These Bylaws may be amended only at a District Convention by an amendment proposed by the Constitution and Bylaws Committee and adopted by a majority of the votes cast. Amendments to these Bylaws, that are required as a result of changes to the Lions Clubs International Constitution and Bylaws and/or the MD21 Constitution and Bylaws, will be prepared by the D21-C Constitution and Bylaws Committee as soon as the changes are effective, presented to the D21-C Cabinet for review and concurrence at their next Cabinet Meeting, and implemented immediately with notification to the Clubs in the next issue of the Canyon State Lion.

Section 2. Proposed amendments must be submitted 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 at the close of the District Convention at which adopted unless otherwise specified in the amendment.

ARTICLE X – Initial Adoption of District 21-C Constitution and Bylaws

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