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Nov 2, 2019 vote

The International Association of Lions Clubs

CONSTITUTION AND BYLAWS

MULTIPLE DISTRICT 21

EFFECTIVE JULY 01, 2020

ADOPTED BY MD21 REDISTRICTING DELEGATES – NOV 03, 2019

Prepared by the MD21 Redistricting Committee

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.*

STANDARD MULTIPLE DISTRICT CONSTITUTION

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STANDARD MULTIPLE DISTRICT CONSTITUTION

ARTICLE I

Name

This organization shall be known as Lions Multiple District No. 21, hereinafter referred to as “multiple district.”

ARTICLE II

Purposes

The purposes of this multiple district shall be:

- (a) To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this multiple 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

The members of this organization shall be all Lions clubs in this multiple district chartered by Lions Clubs International.

This multiple district shall consist of two sub-districts, (21-N and 21-S), with boundary lines as adopted by a multiple district convention and approved by the International Board of Directors of Lions Clubs International. Each Sub-District will have its own Constitution and Bylaws as adopted by a District Convention and approved by Lions Clubs International. The boundary lines for each Sub-District will be contained in that District’s Constitution.

See EXHIBIT “A” for specifics and visual representation.

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 bylaws.

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

ARTICLE VI Officers and Council of Governors

Section 1. **COMPOSITION.** There shall be a Council of Governors composed of all the district governors in the multiple district and shall also include a past district governor who shall serve as council chairperson (these are the voting members of the Council). The officers of this multiple district shall be the members of the Council of Governors. Each member of the council of governors, including the council chairperson, shall have one (1) vote on each question requiring action of the council of governors. The council chairperson shall serve for a one-year term only and cannot serve in that capacity again. (Note: Article II, Section 4 of the International Bylaws permits the multiple district, by provision in its constitution and bylaws, to include certain other Lions as members of the Council of Governors.) In addition, the Immediate Past District

Governors, and the First and Second Vice District Governors of Multiple District 21 shall be non-voting members of the Council.

Section 2. **OFFICERS.** The officers of the Council of Governors shall be a chairperson and vice-chairperson, secretary/treasurer and such other officers as the Council of Governors shall deem necessary, all of whom shall be selected annually by the Council of Governors.

Section 3. **POWERS.** Except where inconsistent with and contrary to the provisions of the articles of incorporation and constitution and bylaws of Lions Clubs International, the powers granted therein to the board of directors of said association, and the policies and acts of said board of directors, the Council of Governors shall:

- (a) Have jurisdiction and control over all officers and agents, when acting as such, of the Council of Governors and all committees of the multiple district and multiple district convention;
- (b) Have management and control over the property, business and funds of the multiple district;
- (c) Have jurisdiction, control and supervision over all phases of the multiple district convention and all other meetings of the multiple district;
- (d) Have original jurisdiction, when authorized under policy of the international board of directors and under rules of procedure prescribed by said board, to hear and rule upon any complaint of a constitutional nature raised by any sub-district or districts, and Lions club, or any member of a Lions club, in the multiple district. All such rulings of the Council of Governors shall be subject to review and decision by said international board;
- (e) Have control and management of all budgetary matters of the multiple district and committees of the multiple district and multiple district convention. No obligation may be approved or made which shall effect an unbalanced budget or deficit in any fiscal year.
- (f) The subsequent Councils shall not be financially committed except to allow a deposit to reserve an approved date and location for a Multiple District Convention or Multiple District Mid-Year Conference and Leadership Forum.

Section 4. **REMOVAL.** At the request of the majority of the Council of Governors, a Special Meeting of the Council may be called for the purpose of removal of the Council Chairperson. Regardless of the manner in which the Council Chairperson is selected or elected, the Council Chairperson may be removed from the Council for cause by an affirmative vote of 2/3 the entire number of the Council of Governors.

Article VII

Multiple District Convention and Multiple District Mid-Year Conference and Leadership Forum

Section 1. **TIME AND PLACE.** An annual convention and a mid-year conference and leadership forum of this multiple district shall be held at a place, date and time selected by the host committee and approved by the Council of Governors. The Multiple District Mid-Year Conference and Leadership Forum shall be held in the first half of the year. The Multiple District convention shall be held no later than thirty (30) days prior to the international convention.

Section 2. **CLUB DELEGATE FORMULA.** Each chartered club in good standing in Lions Clubs International, and its district, and this multiple district shall be entitled in each convention of this multiple district to one (1) delegate and one (1) alternate for each ten (10) members or major fraction thereof, who have been enrolled in the club for at least one year and a day in the club, 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 up to fifteen (15) days prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

Section 3. **QUORUM.** A majority of the delegates in attendance at any session of a sub- or multiple district convention shall constitute a quorum.

Section 4. **SPECIAL CONVENTION.** A Special Convention of the clubs of the Multiple District may be called for a specific purpose by a two-thirds vote of the Council of Governors at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 15 days prior to the convening date of the International Convention. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the Multiple District by the Multiple District Council Secretary, no less than 30 days prior to the convening date of the Special Convention.

ARTICLE VIII

Multiple District Dispute Resolution Procedure

All disputes or claims relative to membership, club boundaries, or interpretation, breach of, or application of the multiple district constitution and bylaws, or any policy or procedure adopted from time to time by the multiple district council of governors, or any other internal Lions multiple district matter that cannot be satisfactorily resolved through other means, shall be resolved in accordance with the Dispute Resolution Procedures established by the International Board of Directors.

ARTICLE IX

Amendments

Section 1. **AMENDING PROCEDURE.** This constitution may be amended only at a multiple district convention, by resolution reported by the Convention Committee on Constitution and Bylaws and adopted by the affirmative vote of two-thirds (2/3) of the votes cast.

- (a) Proposed amendments must be submitted to the Constitution and Bylaws Committee at least 120 days prior to the Convention to be placed on the ballot.

- (b) Should a proposal be determined by the Constitution and Bylaws Committee not to have merit, the Constitution and Bylaws Committee shall refer the proposal to the Council. If the Council decides the proposal does have merit, then a Resolution may be presented at the Convention directing that the proposal be presented for a vote at the following Convention

Section 2. **AUTOMATIC UPDATE.** When amendments to the International Constitution and Bylaws are passed at the International Convention, any amendments that would have an effect on this Multiple District Constitution and Bylaws shall automatically be updated in this multiple district constitution and bylaws at the close of the convention. The Constitution and Bylaws Committee will inform the Council of Governors of the action.

Section 3. **NOTICE.** No amendment shall be so reported or voted upon unless the same shall have been published by the Constitution and Bylaws Committee by regular post or electronic means to each club no less than sixty (60) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention. Should a proposal be determined by the Constitution and Bylaws Committee not to have merit, the Constitution and Bylaws Committee shall refer the proposal to the Council. If the Council 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 upon the commencement of the fiscal year following the close of the convention at which adopted unless otherwise specified in the amendment.

BYLAWS

ARTICLE I

Nominations and Endorsement Third Vice President and International Director Nominees

Section 1. **ENDORSEMENT PROCEDURE.** Subject to the provisions of the International Constitution and Bylaws, any member of a Lions club in the multiple district seeking endorsement of the convention of the multiple district as a candidate for the office of international director or third vice-president shall:

- (a) Deliver (by mail or in person) written notice of intention to seek such endorsement to his/her District Governor and the multiple district council secretary no less than sixty (60) days prior to the convening date of the Multiple District Mid-Year Conference and Leadership Forum (special Convention) 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.

- (b) Deliver with said notice of intention evidence of fulfillment of the qualifications for such office set forth in the International Constitution and Bylaws.

Section 2. **NOMINATION.** Each notice of intention so delivered shall be transmitted forthwith by the council chairperson and council secretary-treasurer to the Nominating Committee of the respective convention, which shall review and perfect the same by obtaining from each prospective candidate any additional evidence of such intention and qualifications as may be necessary under the International Constitution and Bylaws, and shall place in nomination at the respective convention the name of each such prospective candidate who has fulfilled said procedural and constitutional requirements.

Section 3. **NOMINATING & SECONDING SPEECH.** At the Multiple District Special Mid-Year Convention, held for the purpose of getting a Multiple District endorsement, each District's endorsed candidate 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 a General Session.

Section 4. **VOTE.** 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 5. **SUB DISTRICT ENDORSEMENT.** Any candidate seeking endorsement at the Multiple District Convention must first have secured the endorsement of his/her sub-district.

Section 6. **CERTIFICATION OF ENDORSEMENT.** Certification of endorsement by the multiple district convention 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.

Section 7. **VALIDITY.** No endorsement of any candidacy of any member of a Lions club in this multiple district shall be valid unless and until the provisions of this Article have been met.

ARTICLE II

Appointment of Council Chairperson

The council chairperson shall be appointed by the District Governors of the multiple district provided that such chairperson shall be a past district governor in good standing when he/she takes office. The council chairperson shall serve for a one-year term only and cannot serve in that capacity again. A meeting of the district governors of the multiple district who will be in office during the term of the council chairperson appointed shall be called no later than thirty (30) days preceding the multiple district annual convention prior to their taking office

ARTICLE III

Duties of Multiple District Council of Governors and Committees

Section 1. MULTIPLE DISTRICT COUNCIL OF GOVERNORS.

The Council of Governors shall:

- (a) Make all contracts and approve all bills relating to multiple district administrative expenses.
- (b) Designate a depository for multiple district funds.
- (c) Determine the amount of surety bond for the council secretary-treasurer, and approve the surety company issuing said bond.
- (d) Receive financial reports, semi-annually or more frequently, from the council secretary-treasurer, and provide for a review or audit at the end of the fiscal year of the books and accounts of the council secretary- treasurer.

Section 2. **MULTIPLE DISTRICT COUNCIL CHAIRPERSON.** The multiple district council chairperson shall be the administrative facilitator of the multiple district. All actions are subject to the authority, direction and supervision of the multiple district Council of Governors.

In cooperation with the Council of Governors, the council Chairperson shall,

- (a) Further the Purposes of this association;
- (b) Serve as the Global Action Team Multiple District Chairperson to administer and promote membership growth, leadership development and humanitarian service throughout the multiple district by:
 - (1) Ensuring the selection of a qualified Lion leader for the positions of GST multiple district coordinator, GMT multiple district coordinator and GLT multiple district coordinator.

- (2) Ensure regular meetings to discuss and advance initiatives established by the multiple district Global Action Team.
- (3) Collaborate with area leaders and district Global Action Teams
- (c) Assist in communicating information regarding international and multiple district policies, programs and events;
- (d) Document and make available the goals and long range plans for the multiple district as established by the Council of Governors;
- (e) Convene meetings and facilitate discussion during council meetings;
- (f) Facilitate the operations of the multiple district convention;
- (g) Support efforts initiated by the International Board of Directors or the Council of Governors that are intended to create and foster harmony and unity among district governors;
- (h) Submit reports and perform such duties as may be required by the multiple district constitution and bylaws;
- (i) Perform such other administrative duties as may be assigned by the multiple district council of governors; and
- (j) Facilitate, at the close of his/her term of office, the timely presentation of all multiple district accounts, funds, and records to his/her successor in office.

Section 3. MULTIPLE DISTRICT COUNCIL SECRETARY-TREASURER. Under the supervision and direction of the Council of Governors, the council secretary-treasurer shall:

- (a) Keep an accurate record of the proceedings of all meetings of the Council of Governors, and within twenty (20) days after each meeting forward copies to all members of the Council of Governors, and the office of Lions Clubs International.
- (b) Assist the Council of Governors in conducting the business of the multiple district, and perform such other duties as are specified or implied in the constitution and bylaws, or as may be assigned to him/her from time to time by the Council of Governors.
- (c) Receive and give proper receipts for all dues required to be paid over to him/her by the sub-district cabinet secretary-treasurers, deposit the same in a bank or banks designated by the Council of Governors, and disburse the same under the supervision and control of the Council of Governors by checks drawn against said deposits signed by himself/herself and countersigned by the council chairperson or other duly authorized council member.
- (d) Keep accurate books and records of accounts and minutes of all Council of Governors and multiple district meetings, and permit inspection of the same by any member of the Council of Governors or any club in the multiple district (or any duly authorized agent of either) at any reasonable time for any proper purpose.
- (e) Secure bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the Council of Governors.
- (f) Deliver, in a timely manner, at the conclusion of his/her term in office, the general and/or financial accounts, funds and records of the multiple district to his/her successor in office.
- (g) In the event that separate offices of council secretary and council treasurer are adopted the duties herein are to be attributed to each of the officers according to the nature of the duties.

Section 4. **MULTIPLE DISTRICT PROTOCOL CHAIRPERSON.** The Council of Governors shall appoint annually a protocol chairperson for the multiple district. Under the supervision and direction of the Council of Governors, the protocol chairperson shall:

- (b) At all events attended by visiting dignitaries, provide seating charts in keeping with the association's official protocol; insure that spoken introductions are based on the same. Insure that dress requirements are clear for all events.
- (c) Arrange for proper airport (or other arrival) greetings; arrange suitable transportation to hotel or other lodging, inspect hotel room in advance to insure its suitability, and provide appropriate amenities (flowers, fruit, etc.).
- (d) Arrange for the proper escort of visitors to each function on the schedule.
- (e) Arrange courtesy calls on local government leaders (or regional and/or national leaders if the location suggests this as a possibility), as the visitor's schedule permits.
- (f) Coordinate public relations media exposure such as television, radio and print media, as necessary.
- (g) Coordinate departure from hotel, and transportation to airport (or other departure venue).

Section 5. **GLOBAL SERVICE TEAM (GST) MULTIPLE DISTRICT COORDINATOR.** The GST multiple district coordinator is a member of the Multiple District Global Action Team. His/her responsibilities include:

- (a) Develop and execute an annual multiple district action plan and monitor progress toward goals. Support districts and offers motivation to reach district goals.
- (b) Collaborate with GMT and GLT multiple district coordinators and the Global Action Team Multiple District Chairperson (council chairperson) to further initiatives focused on leadership development, membership growth, and expanding humanitarian service.
- (c) Support local community service projects that create a sense of belonging and pride to the Lions and Leos in the multiple district.
- (d) Collaborate with GMT and GLT to provide retention strategies to districts.
- (e) Communicate regularly with GST district coordinators to inform them of LCI and LCIF programs, partnerships and grants.
- (f) Serve as a resource and content expert for regional best practices in service project implementation for LCI initiatives.
- (g) Encourage GST district coordinators to promote service projects that attract multiple generational participant, including the integration and leadership development of Leos.
- (h) Increase LCIF coordinator collaboration at the multiple district and district level to maximize LCIF resources and fundraising.
- (i) In coordination with the LCIF multiple district coordinator, monitor LCIF Grants given to the multiple district.

Section 6. **GLOBAL MEMBERSHIP TEAM (GMT) MULTIPLE DISTRICT COORDINATOR.** The GMT multiple district coordinator is a member of the Multiple District Global Action Team. His/her responsibilities include:

- (a) Collaborate with the GLT and GST multiple district coordinators and the Global Action Team Multiple District Chairperson (council chairperson) to further initiatives focused on leadership development, membership growth and expanding humanitarian service.

- (b) Develop and execute an annual multiple district membership development plan.
- (c) Communicate regularly with the GMT district coordinators to ensure that they are aware of available membership programs and resources.
- (d) Monitor each district's progress towards membership goals. Offer motivation and support to help district reach their goals.
- (e) Encourage GMT district coordinators to include diverse populations to participate in Global Action Team initiatives.
- (f) Respond quickly to prospective member leads provided by LCI, track recruitment and provide status report of the lead.
- (g) Complete requirements and submit applications to receive multiple district funding from LCI for membership development activities.
- (h) Provide retention strategies to districts in collaboration with GLT and GST multiple district coordinators.
- (i) Motivate districts to charter specialty clubs.

Section 7. GLOBAL LEADERSHIP TEAM (GLT) MULTIPLE DISTRICT COORDINATOR. The GLT multiple district coordinator is a member of the Multiple District Global Action Team. His/her responsibilities include:

- (a) Collaborate with your GMT and GST multiple district coordinators and Global Action Team Chairperson (council chairperson) to further initiatives focused on leadership development, membership growth and expanding humanitarian service.
- (b) Develop and execute an annual multiple district leadership development plan.
- (c) Communicate regularly with GLT district coordinators to ensure they are aware of leadership development programs and resources available.
- (d) Provide ongoing motivation to and monitors progress of GLT district coordinators, zone chairpersons and club leadership to achieve leadership development goals.
- (e) Encourages GLT district coordinators to include diverse populations to participate in Global Action Team initiatives.
- (f) Promote leadership development opportunities that encourages participation all levels of the association.
- (g) Organize and facilitate instructor-led and web-based training in coordination with LCI.
- (h) Collaborate with GMT and GST multiple district coordinators to provide retention strategies to districts.
- (i) Include diverse populations to participate in Global Action Team initiatives.
- (j) Identify potential and new leaders to participate in service, membership and leadership development opportunities.
- (k) Complete requirements and submits applications to receive multiple district funding from LCI for leadership development activities.

Section 8. LCIF MULTIPLE DISTRICT COORDINATOR. The LCIF Multiple District Coordinator is appointed by the LCIF chairperson and LCI president to serve for a three-year term. This position serves as an ambassador for Lions Clubs International Foundation and reports directly to LCIF chairperson and LCIF Board of Trustees. His/her responsibilities include:

- (a) Identify, recruit and train a Lion in each district to serve a three-year term as the LCIF district coordinators.

- (b) Be familiar with LCIF initiatives and educate Lions within the multiple district on the various grants and projects supported by LCIF. Assist district governors with grant applications to LCIF, as needed.
- (c) Promote foundation initiatives in multiple district publications, during district and multiple district events and to the public at large.
- (d) Ensure that LCIF-funded projects within the multiple district receive proper promotion and follow grant-criteria guidelines.
- (e) Encourage all Lions within the multiple district to contribute to LCIF and promote recognition programs as incentives to donate to LCIF.
- (f) Identify potential major gift donors, local foundations, corporations, and businesses with the potential to support LCIF and, and when appropriate, be involved in the gift-request process.
- (g) Assist with the submission of LCIF funds, MJF applications, and other donation information when necessary.
- (h) Report progress quarterly to the area LCIF Trustee.

ARTICLE IV

Multiple District Committees

Section 1. **CREDENTIALS COMMITTEE.** The Credentials Committee of the multiple district convention shall be composed of the current district governors, first and second vice district governors and cabinet-secretary treasurers. The chairperson of this committee shall be the council chairperson. Each such Credentials Committee shall have the powers and perform the duties set forth in ROBERT’S RULES OF ORDER, NEWLY REVISED.

Section 2. **MULTIPLE DISTRICT GLOBAL ACTION TEAM.** Chaired by the council chairperson and includes the GMT multiple district coordinator, GST multiple district coordinator and GLT multiple district coordinator. Develops and initiates a coordinated plan to help expand humanitarian service, achieve membership growth, and develop future leaders within the multiple district. Meets regularly to discuss the progress of the plan and initiatives that may support the plan. Collaborates with area leaders and members of district Global Action Teams to share best practices, achievements and meet challenges.

Section 3. **MULTIPLE DISTRICT CONVENTION COMMITTEES.** The Council of Governors shall appoint, designate the chairperson of, and fill any vacancies occurring in the following multiple district convention committees: Resolutions, Nominations, Elections, Constitution and Bylaws, Rules and International Convention. Each sub-district shall have at least one representative on each such committee. These committees shall perform such duties as the Council of Governors shall designate.

Section 4. **OTHER COUNCIL COMMITTEES.** The Council of Governors may create and appoint such other committees and positions as it deems necessary and appropriate for efficient operation of the multiple district.

- (a) The Council shall appoint the following Multiple District Standing Committees:
Constitution and Bylaws, Finance and Planning, Nominations and Elections, International

Convention and Information Technology. Each committee shall consist of three members with one being appointed by each District Governor and a third member appointed by the Council Chairperson who shall serve as the chairperson.

- (b) Members of the Standing Committees shall be selected for terms of two years with the exception of the chairperson who shall serve for one year. The chairperson shall be from a different district each year. The duties and functions of each Committee shall be as defined in the Procedures Manual.
- (c) The Convention and Conference Committees shall be composed of three members from the Host District. The duties and function of each Committee shall be as defined in the Procedures Manual.
- (d) The Council may appoint such other committees as may be necessary, including, but not limited to the following: Pin Trading, Publications/Internet Technology, White Cane, International Relations, Leo Club Liaison, and Youth Exchange. Each committee (except Publications) shall consist of three members with one being from each District and a chairperson for one year appointed above by the Council Chair as noted above
- (e) The Council shall appoint a Historical Committee with one member being from each District. It shall be their duty to maintain a history of Lionism in Multiple District 21 and provide this information to the Council on request. Archives shall be maintained at the Lions Foundation of Arizona Office.
- (f) There shall be a Long Range Planning and Implementation Committee consisting of two members from each District. Appointments shall be for three years. Council shall select the Chairperson from the two members with one year remaining on their terms. Duties and responsibilities shall be as outlined in the Procedures Manual.

ARTICLE V

Meetings

Section 1. **COUNCIL MEETINGS.** The Council of Governors shall hold a regular meeting within sixty (60) days after the date on which the district governors officially take office and three additional meetings, one at the mid-year conference and leadership forum, one in the third quarter of the fiscal year and one at the multiple district convention. The council chairperson, or the secretary at the chairperson's direction, shall issue a written call for each meeting of the Council of Governors, with the time and place to be set out in the call and to be determined by the chairperson. The date of any meeting save the first, which shall be set by the chairperson, shall be determined by the Council of Governors.

Section 2. **ALTERNATIVE MEETING FORMATS.** Regular and/or special meetings of this council may be held through the use of alternative meeting formats, such as teleconference and/or web conference. Such action may be initiated with approval of the majority of the Council of Governors.

Section 3. **QUORUM.** The personal presence of a majority voting members of the Council of Governors shall constitute a quorum at any meeting.

Section 4. **BUSINESS TRANSACTED BY MAIL.** This Council of Governors may transact business by mail (including letters, electronic mail, facsimile transmission, or cable), provided

that no such action shall be effective until approved in writing by two-thirds (2/3) of the entire number of the members of the council of governors. Such action may be initiated by the Council Chairperson or any two (2) members of said council.

ARTICLE VI

Multiple District Convention

Section 1. CONVENTION SITE SELECTION. An annual Convention of this Multiple District shall be held each year at least thirty (30) days prior to the International Convention at a place, time, and date as recommended by the Convention Committee and approved by the Council. An annual Multiple District Mid-Year Conference and Leadership Forum shall be held in October or November each year at a place, time, and date as recommended by the Conference Committee and approved by the Council.

- (a) The MD Convention Committee shall submit its proposal for the convention site to the Council for approval at least twelve (12) months prior to the Convention. All proposals shall set forth such information as prescribed in the Procedures Manual. The Council decision shall be delivered to the Committee Chairman no later than ten(10) months prior to the date of the Convention to be hosted.
- (b) The MD Mid-Year Conference and Leadership Forum Committee shall submit its proposal for the Conference site to the Council for approval at least twelve (12) months prior to the Conference. All proposals shall set forth such information as prescribed in the Procedures Manual. The Council decision shall be delivered to the Committee Chairperson no later than 10 months prior to the date of the Conference to be hosted.

Section 2. OFFICIAL CALL. The Council of Governors shall issue an official printed call for the annual multiple district convention and annual multiple district mid-year conference and leadership forum not less than sixty (60) days prior to the date fixed for holding the same, stating the place, day and hour thereof.

Section 3. SITE CHANGE. The Council of Governors shall retain, and have, absolute power to change at any time, for good reason, the convention site chosen by a multiple district convention, or multiple district mid-year conference and leadership forum, and neither the Council of Governors nor the multiple district nor any sub-district or sub-districts shall incur any liability thereby to any club or sub-district. Notice of this site change shall be furnished in writing to each club in the multiple district no less than sixty (60) days prior to the convening date of the annual convention.

Section 4. OFFICERS. The members of the Council of Governors shall be the officers of the annual multiple district convention.

Section 5. ORDER OF CONVENTION BUSINESS. The multiple district Council of Governors shall arrange the order of business for the multiple district convention and the multiple district mid-year conference and leadership forum, and the same shall be the order of the day for all sessions.

Section 6. **RULES OF ORDER AND PROCEDURE.** Except as otherwise specifically provided in this constitution and bylaws, or in the rules of procedure adopted for a meeting, all questions of order and procedure in any convention, any meeting of the Council of Governors, or multiple district committee shall be determined by ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 7. **SERGEANT-AT-ARMS.** A convention sergeant-at-arms and such assistant sergeants-at-arms as it deems necessary shall be appointed by the Council of Governors.

Section 8. **OFFICIAL REPORT.** Within sixty (60) days after the close of the multiple district convention, an official report shall be forwarded to Lions Clubs International and each club in the multiple district by the Council of Governors, or, at its direction, by the council secretary.

Section 9. **SUB-DISTRICT CONVENTION.** A meeting of the registered delegates of a sub-district in attendance at a multiple district convention may constitute the annual convention of said sub-district.

Section 10. **REGISTRATION FEE COLLECTION.** Such fee as the Council of Governors shall set may be collected, under procedures set by the Council of Governors, from each delegate, alternate, and guest attending the multiple district convention to defray the actual cost of the convention expenses not paid for by the convention fee.

ARTICLE VII

Multiple District Funding

Section 1. **MULTIPLE DISTRICT REVENUE.** To provide revenue for approved multiple district projects and to defray the administrative expenses of the multiple district, annual multiple district dues of \$14.00 is hereby levied upon each member of each club in the multiple district except for student members and life members. It shall be collected and paid in advance by each club in two (2) semi-annual payments as follows: \$7.00 per club member on July first of each year to cover the semi-annual period July 1 to December 31; and \$7.00 per club member on January first of each year, to cover the semi-annual period January 1 to June 30, with billings of the same to be based upon the roster of each club as of the 30th of June and 31st of December, respectively. Said fee shall be paid to their respective District secretary-treasurer by each club in the multiple district who will then forward said collections to the council secretary-treasurer, except newly chartered and reorganized clubs, which shall collect and pay said fee on a pro-rata basis from the first day of the second month following the date of their organization or reorganization, as the case may be. Said fee shall be disbursed only for administrative expenses of the multiple district and only upon approval by the Council of Governors. Disbursement therefrom shall be by checks drawn and signed by the council secretary-treasurer and countersigned by the council chairperson or other duly authorized council member.

NOTE: Student members pay only one-half (1/2) assessed dues.

Section 2. **STUDENT MEMBERS AND LIFE MEMBERS.** Annual per capita dues for student members shall be fifty percent (50%) of regular club member dues, and life members shall be exempt from the annual per capita dues assessment.

Section 3. **DISTRIBUTION OF FUNDS.** Funds collected will be distributed as per EXHIBIT “B”

Section 4. **REMAINING FUNDS.** In any fiscal year, any balance remaining in the multiple district administrative funds after payment of all multiple district expenses in that year shall be placed in the growth fund and become available for future multiple district administrative expenses and be treated as income in any fiscal year in which expended or made available solely for payment of such expenses.

ARTICLE VIII **Procedures Manual**

Section 1. **AUTHORIZATION.** There shall be a Procedures Manual, which supplements this Constitution and Bylaws. The objective of the Procedures Manual is to give guidelines and provide recommended methods of operation to carry out the intent of this Constitution and Bylaws.

Section 2. **CHANGE.** The manual may be changed by the Council or by a vote of the majority of the delegates at a Convention on any proposal presented and treated as an amendment to the Procedures Manual. Any change may only become effective commencing with the next fiscal year, following the International Convention, unless an earlier implementation date is recommended by the Council and concurred in by a majority of the Constitution and Bylaws Committee.

Section 3. **CONFLICT** Should there be any conflict between the Constitution and Bylaws and the Procedures Manual, the Constitution and Bylaws shall prevail.

ARTICLE IX **Multiple District Projects**

Section 1. **DESIGNATED PROJECTS** There are projects designated as Multiple District Projects as follows:

- (a) The Melvin Jones Lions International Memorial
- (b) Lions Camp Tatiyee
- (c) Lions Foundation of Arizona
- (d) Arizona Lions Vision and Hearing Foundation

Section 2. **FORMATION OF NEW MULTIPLE DISTRICT PROJECTS.**

- (a) A new Multiple District Project must be proposed by a Lions Club and have the full endorsement of that Club prior to submission to the Council as if it were an amendment to the Constitution and Bylaws.

- (b) Written notice shall be given to all Clubs of the Multiple District sixty (60) days prior to the Convention indicating the purpose and justification of the proposed Multiple District Project.
- (c) No more than two spokespersons may speak for the proposed new project and no more than two spokespersons may speak against the proposed new project at the Convention prior to voting. Each spokesperson may speak no more than five (5) minutes.
- (d) Multiple District Projects shall be established by a two-thirds (2/3) of the voting delegates at the Convention.

Section 3. **CONFORM TO PRINCIPLES OF LIONISM** All acts performed by these Multiple District Projects must conform to the principles of Lionism, good business practices, rules established by Lions Clubs International and Multiple District 21, Rules of Financial Review, their Bylaws, and their Articles of Incorporation as governed by the State of Arizona.

Section 4. **FISCAL YEAR** The fiscal year of all Multiple District Projects shall be as in their Articles of Incorporation.

Section 5. **FUNDS** 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, should sign all checks and withdrawals from the accounts.

Section 6. **FINANCIAL REVIEW** All Multiple 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 each project must be completed within ninety (90) days after the end of its fiscal year. The financial review must be presented to the Council and the Finance and Planning Committee upon its completion.

Section 7. **NUMBER OF BOARD SEATS** All Multiple District Projects shall comply with Lions Clubs International policy, which requires an equal number of board seats for each district. The board members shall be elected at the Multiple District Convention by secret ballot in accordance with the provisions relative to voting as outlined in the MD21 Procedures Manual. A Project which has received permission from Lions Clubs International to raise funds from outside the boundaries of MD21 shall be permitted to appoint additional voting advisory board members from outside MD21 to serve in a non-officer capacity. The total number of voting advisory board members appointed from outside MD21 shall be less than the Project's total number of board members elected from within MD21.

Section 8. **GOOD STANDING** Board members must be Lions in good standing from Clubs in good standing in the District that they represent.

Section 9. **SUSPENSION** The Council shall have the authority to suspend any Multiple District Project, if in its judgement the Project fails to conform to any requirement of this Constitution. The Council shall inform the Board of Directors of such Project in writing their reason or reasons for the suspension. The Council shall lift the suspension as soon as the Project has corrected the

reason or reasons for suspension. If the reason or reasons for suspension have not been corrected, the Council shall present its case at the next general session of a convention. Both the Council and three (3) members of the effected Multiple District Project Board may address the general membership to explain the differences. A vote shall be taken by the delegates present to determine if the Project shall be terminated. It shall require a 2/3 vote of the delegates present to terminate the Project. The Council 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 this sixty (60) period, the Council will notify the Lions Clubs at the same time they notify the Board of Directors the reason or reasons for suspension. Suspension defined – Suspension means that the affected Multiple District Project shall not be able to solicit or secure funding from the Lions Clubs within the Multiple District. It shall continue to function as authorized by Arizona law.

Section 10, **NUMBER OF MEMBERS PER CLUB**_No more than two (2) members from any club may serve on the same Multiple District Project Board of Directors at any one time.

Section 11. **PAID EMPLOYEES** No relative of any board member shall be employed as a paid employee except under emergency conditions.

Section 12. **MEMBERSHIP LIMITATION**_With the exception of District Governors, any member of Multiple District 21 shall be limited to membership on only one Multiple District Project Board at any one time. District Governors shall only be ex-officio members of each Multiple District Project Board.

Section 13. **VACANCY** Should any vacancy occur on any Multiple District Project Board, such vacancy shall be filled in accordance with the provisions of its Bylaws. Appointed Lions shall serve until the next Multiple District Convention.

Section 14. **CONSTITUTIONAL CHANGE**_Any change in a Project's Constitution and Bylaws shall be treated the same as an amendment to the Multiple District Constitution and Bylaws with the exception that it shall originate from the Project Board.

ARTICLE X **Miscellaneous**

Section 1. **COMPENSATION**. No officer shall receive any compensation for any service rendered to this multiple district in his/her official capacity with the exception of the council secretary-treasurer whose compensation, if any, shall be fixed by the Council of Governors.

Section 2. **FISCAL YEAR**. The fiscal year of this multiple district shall be from July 1st to June 30th.

Section 3. **AUDIT OR REVIEW**. The Council of Governors shall provide for an annual or more frequent audit or review of the books and accounts of the multiple district. A complete listing of the Rules of Financial Review are found in the Procedures Manual

Section 4. **FUND RAISING.** All fund raising activities by the Lions Clubs and the Projects of the Multiple District shall be in accordance with the principles of Lionism. No professional or paid solicitors may be employed to solicit funds for a Lions sponsored activity without prior approval in writing from Lions International and the Multiple District Council. Proper solicitation permits shall be obtained from local municipalities.

ARTICLE XI Amendments

Section 1. **AMENDING PROCEDURE.** These bylaws may be amended only at a multiple district convention, by resolution reported by the Convention Committee on Constitution and Bylaws and adopted by a majority of the votes cast.

- (b) Proposed amendments must be submitted to the Constitution and Bylaws Committee at least 120 days prior to the Convention
- (c) Should a proposal be determined by the Constitution and Bylaws Committee not to have merit, the Constitution and Bylaws Committee shall refer the proposal to the Council. If the Council decides the proposal does have merit, then a Resolution may be presented at the Convention directing that the proposal be presented for a vote at the following Convention

Section 2. **AUTOMATIC UPDATE.** When amendments to the International Constitution and Bylaws are passed at the International Convention, any amendments that would have an effect this Multiple District Constitution and Bylaws shall automatically be updated in this multiple district constitution and bylaws 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 sixty (60) 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 fiscal year following the convention at which adopted unless otherwise specified in the amendment.

ARTICLE XII Initial Adoption of 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.

ARTICLE XIII MD21 Privacy Policy

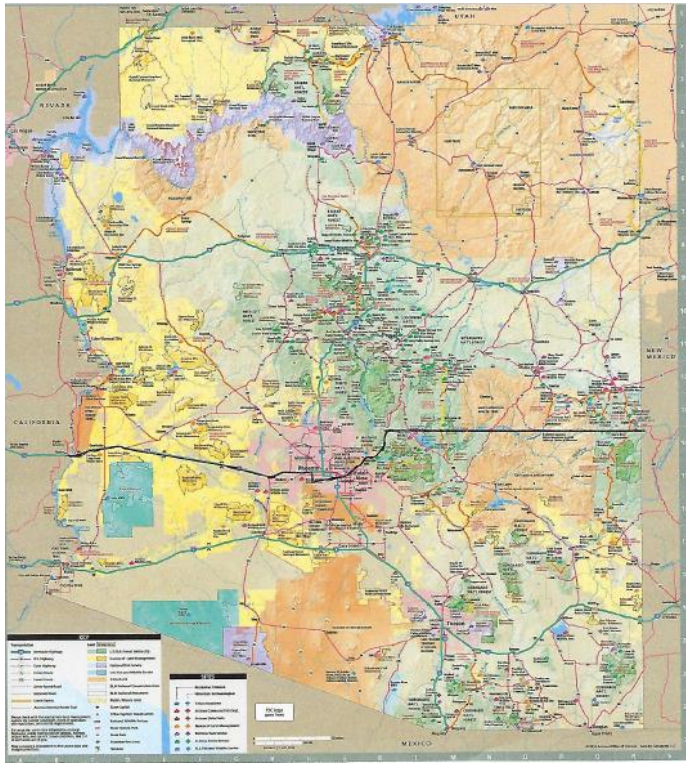
An MD21 Privacy Policy, based upon the most recent language prepared by Lions Clubs International and recommended for Multiple Districts and Sub-Districts, will be prepared, implemented, and maintained for the purpose of safeguarding the personal information of the Lions in MD21. A copy will be placed in the MD21 Procedures Manual.

EXHIBIT "A" MAP OF MULTIPLE DISTRICT 21

MD21 Boundary Description

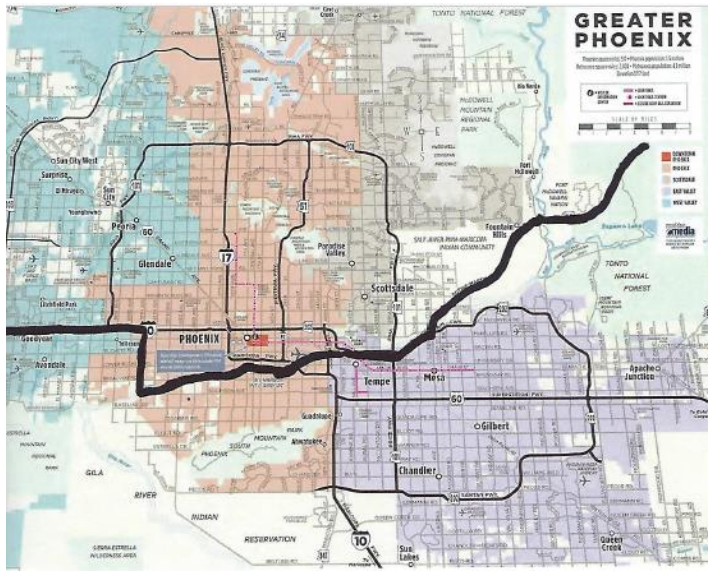
Multiple District 21 consists of the State of Arizona, USA, plus Needles, California and with the exception of Window Rock, Arizona. A boundary line between District 21N and 21S extends from the East border with New Mexico at the County Line between Apache and Greenlee Counties at Latitude 33 degrees, 46 minutes, 38 seconds, then West to AZ Highway 87, South of Rye, AZ, proceeding South on Arizona 87 to the Salt River. Proceeding along the Salt River to 75th Avenue. North on 75th Avenue to Interstate 10. Proceeding west on Interstate 10 to the Colorado River. District 21N is north of the line and District 21S is south of the line

District 21 N



District 21 S

District 21 N



District 21 S

Funds collected for any of the following funds shall not be used for any purpose other than outlined in said section and in such manner as specified in the Constitution and Bylaws. This is a breakdown of the \$14.00 dues as authorized in the MD21 Bylaws, Article VII, Section 1,

Section 1. **CONVENTION FUND:** The sum of \$0.50 per capita is allocated each year to the Convention Fund. These funds shall be used for the following, but are not limited to:

- a. Attendance prizes awarded for attendance at the Convention or Mid-Year Conference.
- b. Multiple District awards.
- c. Reporting of official Convention and Mid- Year Conference proceedings.
- d. Delegate and alternate registration materials.
- e. Printing official convention ballots.
- f. Gifts to International Officers and/or Guest Speakers invited to attend the Mid-Year Conference and Leadership Forum or Convention are limited to a total of not more than \$100 per individual.
- g. A \$100 Petty Cash advance may be allocated to each District Governor attending the Convention and/or Mid-Year Conference and Leadership Forum to help defray supplementary expenses they may incur on behalf of the Convention and/or Mid-Year Conference and Leadership Forum. Any unused portion of these Petty Cash advances, along with any receipts for any expenditure, will be returned to the Council Treasurer by each of the District Governors at the close of the Mid-Year Conference and Leadership Forum and/or Convention.
- h. All additional expenses incurred in running the Convention or Leadership Conference shall be borne by the Host Committee by charging adequate fees to cover all expenses of the Convention or Mid-Year Conference and Leadership Forum. In event the facility where the Convention or Leadership Conference is being held requires a deposit or guarantee, the Council is authorized to advance this deposit, but it must be returned to Council within five (5) days after completion of the Convention or Mid-Year Conference and Leadership Forum.
- i. A registration fee, the amount of which shall be established by the Convention or Mid-Year Conference and Leadership Forum Committee, shall be collected from each Lions Club member attending the Convention or Mid-Year Conference and Leadership Forum. The Conference/Convention Committee shall collect all fees. All registration funds remaining after the Convention/Conference shall be transferred to the Growth Fund.

Section 2. **GENERAL ADMINISTRATIVE FUND:** The sum of \$1.40 per capita is allocated each year to the General Administrative Fund. These funds shall be used exclusively for the administrative expenses of the Multiple District. The expenses include, but are not limited to:

- a. The Council Chairperson may be reimbursed for expenses such as travel, per diem, and lodging to attend up to a maximum of four (4) Council Meetings during the fiscal year at a maximum total amount not to exceed the amount budgeted for that fiscal year by the MD21 Council. The current rates established by Lions Clubs International for travel, per diem, and lodging and receipts for out-of-pocket expenses will be used to establish the reimbursement.

Each IPDG, 1st VDG, and 2nd VDG will receive a flat amount of \$100.00 per Council Meeting attended for expenses to attend the Council Meeting up to a maximum of four (4) Council Meetings during the fiscal year.

- b. Surety Bond –the Council shall determine the amount and procure a surety bond upon the secretary/treasurer
- c. Office Supplies
- d. Stationery
- e. Postage
- f. Accounting and administrative fees
- g. In addition to the per capita dues, the Council shall receive \$1,000 from the previous Council as the starting fund for the incoming Council.
- h. District Governors may be reimbursed for travel to Multiple District Project Board Meetings in accordance with current Lions International mileage allowances. Reimbursement is limited to one (1) meeting per Multiple District Project
- i. A registration fee, the amount of which shall be established by the Council, shall be collected from each Lions Club member attending the Convention or Conference. The Conference/Convention Committee shall collect all fees. All registration funds remaining after the Convention or Conference shall be transferred to the Growth Fund

Section 3. **PUBLICATIONS / IT FUND:** The sum of \$7.75 per capita is allocated each year to the Publication Fund. These funds shall be used as specified below.

- a. \$6.00 for the Canyon State Lion, to be published and distributed as outlined in the Procedures Manual
- b. \$1.35 for the publication and distribution of a directory as outlined in the Procedures Manual
- c. \$0.40 for Information Technology (Website & social media), other publications and printing.
- d. In the event that the publication of the Canyon State Lion is canceled or suspended, a prorated credit shall be given each member. This credit will be reflected on the next billing to the members' Lions Club.
- e. In the event the District Governors use the Canyon State Lion to publish and distribute their monthly District Governor's Newsletter, then each District Governor shall remit the amount mutually agreed upon by the Canyon State Lion Treasurer and the District Governors to the Canyon State Lion Treasurer monthly.
- f. Funds for the Canyon State Lion shall be allowed to accumulate up to \$7,500. Funds remaining in the Canyon State Lion bank account at the end a fiscal year in excess of \$7,500 shall be transferred to the Growth Fund.

Section 4. **PROMOTION FUND:** The sum of \$3.00 per capita is allocated each year to the Promotion Fund. These Funds shall be used as follows:

- a. For attendance at the International Convention the outgoing District Governors are to be allotted a per diem allowance not to exceed five (5) days; a hotel/motel accommodations allowance not to exceed five (5) days and a transportation allowance. The per diem allowance shall be the same as the District Governors-Elect receive from the Association. The hotel/motel allowance shall be at the rate as actually charged for a double or king room by the hotel/motel used by the Multiple District delegation. Transportation shall be reimbursed for actual transportation expense, but in no event greater than the amount paid by the Association for the incoming District Governor. Total reimbursements from MD21 funds shall not exceed \$1000.00 for each outgoing District Governor attending the Convention
- b. The International Convention Chairperson shall be allotted the same per diem, hotel/motel accommodations, and transportation allowances as the outgoing District Governors. If the International Convention Chairperson shall obtain any travel or funding from an outside source, the Multiple District reimbursement shall be reduced accordingly. The total reimbursement from MD21 funds for the International Convention Chairperson when attending the Convention shall not exceed \$3000.00
- c. In the event the Multiple District has a candidate for International Director or Vice President/President, the Council, prior to the International Convention, may extend the per diem and hotel/motel allowances for the International Convention Chairperson, an additional three (3) days. But the total reimbursement from MD21 funds for the International Convention Chairperson attending the Convention is still limited to \$3000.00
- d. The payments to be given in Sections a., b., and c., are to be authorized by the incoming Council and paid only following a satisfactory financial review of the outgoing governors' district and multiple district records, completed by the Finance and Planning Committee and accepted by the incoming Council with all accounts being settled. These are expenses of the Immediate Past Council and its financial records shall be adjusted accordingly. If there are any discrepancies or deficiencies found during the financial review, funds shall be withheld from the reimbursement and applied appropriately. The Immediate Past District Governors shall not reimburse themselves, but shall be paid from the funds of their fiscal year by the following Council.
- e. The First Vice District Governors shall be reimbursed for expenses to attend the USA/Canada Leadership Forum, not to exceed four (4) days which includes any activity which they may be requested by Lions Clubs International to attend prior to the start of the Forum. The hotel/motel allowance is not to exceed the charges of the host hotel. The per diem and transportation allowances are not to exceed the standard rates of reimbursement by the Association, but in no event may the transportation allowance exceed the actual fare paid by the attendees. Total reimbursements from MD21 funds shall not exceed \$1100.00 per First Vice District Governor attending the USA Canada Leadership Forum.

Section 5. **ACTIVITY FUND:** The sum of \$1.35 per capita is allocated each year to the Activity Fund. The Fund shall be used to develop training and other programs, such as for GMT, GLT, GST, Mid-year Leadership Forum, and DGE School. The Fund is also a revolving fund to establish a revenue/expense account for projects such as White Cane, Flags, and Pins, as may be approved by the Council. Funds within this revolving account shall be allowed to accumulate up to \$5000.00. Funds remaining at the end of the fiscal year in excess of \$5000.00 shall be transferred to the Growth Fund.

Section 6. **GROWTH FUND:** A special bank account shall be established and all moneys remaining in the Convention Fund, General Administrative Fund, Publications/IT Fund, Promotion Fund, and Activity Fund at the end of the fiscal year shall be transferred to this account. This fund shall be used for the development and promotion of Multiple District 21, for campaign support of a Multiple District approved candidate for International Office, and to cover expenses insufficient in the current budget for travel or other major expense. A 2/3 vote of the Constitution and Bylaws and Finance and Planning Committees or a 2/3 vote of the voting delegates at a Convention or Conference is required to authorize the removal of any funds from this account.

Section 7. **SPECIAL FUND RAISING:** The Council shall not develop or sponsor any special fund raising project unless specifically authorized by at least a two-thirds (2/3) vote of the voting delegates at a convention. Notification of the special fund raising project must be sent to each Lions club at least sixty (60) days prior to the voting.