



The International Association of Lions Clubs

CONSTITUTION AND BY-LAWS

DISTRICT 105SC

*As adopted at a Convention of District 105SC on 21st March 2020
and subsequently amended as detailed on Page 2*

AMENDMENT HISTORY

No.	Date	Reason
0	21/03/2020	Constitution adopted by first District 105SC Convention
1	20/03/2021	Financial amendment agreed at 2 nd District 105SC Convention
2	30/11/2021	Mandatory amendments required by LCI incorporated
3	23/10/2022	Mandatory Amendments required by LCI to Art VI Sec 4 & Bylaws Art II Sec 6 incorporated. Art V Section 1d of the By-Laws amended to be compliant with the above amendment
4	04/03/2023	Amendments approved by resolution at District 105SC Convention: <ul style="list-style-type: none"> • Article IV Section 2 divide into sub sections and the addition of Sub-section (2) • Art VI Section 3 reworded to facilitate more effective management of the District • Art IX Sections 2(b) and 2(c) of the By-Laws amended to provide for independent Examination of the accounts as opposed to Audit.
5	12/10/2023	Numerous mandatory amendments to comply with revised LCI requirements.

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.*

INDEX

FRONT COVER	1
AMENDMENT HISTORY	2
LIONS CLUBS INTERNATIONAL PURPOSES	3
INDEX	4
HEADER PAGE	5
DISTRICT 105SC CONSTITUTION	
ARTICLE I – Name	8
ARTICLE II – Purposes	8
ARTICLE III – Membership	8
ARTICLE IV – Emblem, Colors, Slogan and Motto	
SEC. 1 – Emblem	9
SEC. 2 – Use of Name and Emblem.....	9
SEC. 3 – Colors	9
SEC. 4 – Slogan	9
SEC. 5 – Motto	9
ARTICLE V – Supremacy	9
ARTICLE VI – Officers and District Cabinet	
SEC. 1 – Officers	10
SEC. 2 – District Cabinet	10
SEC. 3 – Election/Appointment of District Cabinet	10
SEC. 4 – Removal	10
ARTICLE VII – District Convention	
SEC. 1 – Time and Place	11
SEC. 2 – Club Delegate Formula	11
SEC. 3 – Quorum	12
SEC. 4 – Special Convention	12
SEC. 5 – Resolutions and Nominations	12
SEC. 6 – Other Matters Affecting Convention	14
ARTICLE VIII – District Dispute Resolution Convention	
SEC. 1 – District Disputes	14
SEC. 2 – Club Disputes	15
ARTICLE IX – Amendments	
SEC. 1 – Amending Procedure	15
SEC. 2 – Automatic Update	15
SEC. 3 – Notice	15
SEC. 4 – Effective Date	15

BY-LAWS

ARTICLE I – Nominations and Endorsement Third Vice President and International Director Nominees

SEC. 1 – Endorsement Procedure 16
SEC. 2 – Nomination 16
SEC. 3 – Seconding Speech 16
SEC. 4 – Vote 16
SEC. 5 – Certificate of Endorsement 16
SEC. 6 – Validity 16

ARTICLE II – District Nominations, Elections and Appointments

SEC. 1 – Nominating Committee 17
SEC. 2 – District Governor Election Procedure 17
SEC. 3 – First and Second Vice District Governor Election Procedures 17
SEC. 4 – Ballot 17
SEC. 5 – District Governor Vacancy 18
SEC. 6 – First and Second Vice District Governors and Other Vacancies 18
SEC. 7 – Region/Zone Chairperson Qualifications 19
SEC. 8 – Appointment/Election of Region/Zone Chairperson 19
SEC. 9 – Region/Zone Chairperson Vacancy 19

ARTICLE III – Duties of District Officers/Cabinet

SEC. 1 – District Governor 19
SEC. 2 – First Vice District Governor 20
SEC. 3 – Second Vice District Governor 21
SEC. 4 – Cabinet Secretary – Treasurer 21
SEC. 5 – Global Service Team (GST) District Coordinator 23
SEC. 6 – Global Membership Team (GMT) District Coordinator 23
SEC. 7 – Global Leadership Team (GLT) District Coordinator 24
SEC. 8 – Global Extension Coordinator (GET) 24
SEC. 9 – District Marketing Chairperson 24
SEC. 10 – LCIF District Coordinator 24
SEC. 11 – Leo/Cabinet Liaison 25
SEC. 12 – Region Chairperson 25
SEC. 11 – Zone Chairperson 26
SEC. 12 – District Governor’s Cabinet 26
SEC. 13 – Sergeant-at-Arms 27

ARTICLE IV – District Committees

SEC. 1 – District Governor’s Advisory Committee 27
SEC. 2 – District Global Action Team 27
SEC. 3 – District Governor’s Honorary Committee 27
SEC. 4 – District Cabinet Committees 27

ARTICLE V – Meetings

SEC. 1 – District Cabinet Meetings 28
 SEC. 2 – Alternative Meeting Formats 28
 SEC. 3 – Business Transacted by Mail 28
 SEC. 4 – Regions and Zones 28

ARTICLE VI – District Convention

SEC. 1 – Convention Site Selection 29
 SEC. 2 – Official Call 29
 SEC. 3 – Site Change 29
 SEC. 4 – Officers 29
 SEC. 5 – Sergeant-at-Arms 29
 SEC. 6 – Official Report 29
 SEC. 7 – Credentials Committee 30
 SEC. 8 – Order of Convention Business 30

ARTICLE VII – Convention Fund

SEC. 1 – Remaining Funds 30
 SEC. 2 – Fee Collection 30

ARTICLE VIII – District Administration Fund

SEC. 1 – District Revenue 30
 SEC. 2 – District Funds, Property and Liability 31
 SEC. 3 – Out of Pocket Expenses 31
 SEC. 4 – Finance Committee 31
 SEC. 5 – Remaining Funds 32

ARTICLE IX – Miscellaneous

SEC. 1 – Financial Obligations 32
 SEC. 2 – Audit or Review of Books 32
 SEC. 3 – Fiscal Year 32
 SEC. 7 – Rules of Procedure 32

ARTICLE X – Amendments

SEC. 1 – Amending Procedure 32
 SEC. 2 – Automatic Update 33
 SEC. 3 – Notice 33
 SEC. 4 – Effective Date 33

APPENDIX I - Convention Standing Orders 34

Notes Attached To, But Not Part Of, Standing Orders 36

Lions Clubs International Code of Ethics 39



YELLOW SHADED AREA

Mandatory provisions pursuant to the International Constitution and
By-Laws and board policy

ARTICLE I

Name

This organization shall be known as Lions District No. 105SC hereinafter referred to as "district."

ARTICLE II

Purposes

The purposes of this district shall be:

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

ARTICLE III

Membership

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

The boundary lines of this district shall be as follows:

The boundary lines of this district shall be as recognised from time to time by the International Association of Lions Clubs, hereinafter referred to as The Association.

ARTICLE IV
Emblem, Colors, Slogan and Motto

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



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

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

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

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

ARTICLE V
Supremacy

Section 1. The Standard Form District Constitution and By-Laws shall govern the district unless otherwise amended so as not to conflict with the Multiple District and International Constitution & By-Laws and policies of Lions Clubs International. Whenever there may exist a conflict or a contradiction between the provisions set out in the district constitution and by-laws and the multiple district constitution and by-laws then the multiple district constitution and by-laws shall govern. Whenever there may exist a conflict or a contradiction between the provisions set out in the district constitution and by-laws and the International Constitution and By-Laws, then the International Constitution and By-Laws shall govern.

Section 2. The constitution and by-Laws of District 105SC or any Club within that District shall comply with the laws of England, The Bailiwick of Guernsey and The Bailiwick of Jersey (as applicable). If there is any incompatibility between any requirement of law in the aforementioned geographical areas and the District or Club constitution and/or by-laws, the law in the relevant geographical area(s) shall take precedence and the District Governor and District Cabinet or Lions Club as appropriate, shall take such action as is necessary to resolve the incompatibility.

ARTICLE VI Officers and District Cabinet

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

Section 2. DISTRICT CABINET.

Sub 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 governors, the region chairpersons (if the position is utilized during the district governor's term), the zone chairpersons, a cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer, and such other club members as may be included in this section as amended in accordance with the amendment procedures contained herein.

Sub Section (2): In accordance with the provisions of Sub Section (4) of this section, Sub Section (1) of this section above is hereby amended to include as voting members of the district cabinet, such other district advisors, who shall be compliant with the requirements of subsection (4) below, as the district governor deems appropriate for the effective and efficient management of the district.

Subsection (3): In addition, the district global membership team coordinator, district global leadership team coordinator, district global service team coordinator, district global extension team coordinator, district marketing chairperson and LCIF district coordinator may be members of the district cabinet.

Sub Section (4): Each such cabinet member shall be a member in good standing of a Lions club in good standing in the district. In the event a Leo or Leo-Lion is appointed to the position of Leo/Leo-Lion cabinet liaison, the position would serve as a non-voting advisor to the cabinet.

Sub Section (5): The cabinet members listed in this section are the minimum cabinet members required. Should the district add additional cabinet members, they may through amendment of this section.”

Section 3. ELECTION/APPOINTMENT OF DISTRICT CABINET. The district governor and first and second vice district governors shall be elected at the annual convention of the district. The district governor shall appoint or the district shall elect by the time he/she takes office, the cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer, one region chairperson for each region (if the position is utilized during the district governor's term), and one zone chairperson for each zone, in the district, sergeant at arms and such other district advisors as the district governor may wish to be included in the district cabinet to facilitate the effective and efficient management of the district.

Section 4. REMOVAL. Members of the District Cabinet appointed by the District Governor may be removed from office for cause by the District Governor. Elected members of the District Cabinet other than the District Governor¹, First Vice District Governor and Second

³ The district governor may be removed by 2/3 vote of the entire International Board of Directors in accordance with Article V Section IX of the International Constitution.

Vice District Governor may be removed from office for cause² by the affirmative vote of two-thirds (2/3) of the entire number of the District Cabinet.

ARTICLE VII District Convention

Section 1. TIME AND PLACE.

- a) An annual convention of the district shall be held in each year to conclude no less than thirty (30) days prior to the convening of the international convention at a place selected by the delegates of a previous annual convention of the district and at a date and time fixed by the district governor. A meeting of the registered delegates of the district in attendance at the annual convention of the multiple district of which this district shall be a part may constitute the annual convention of the district.³
- b) The Annual Convention shall normally be held not less than four weeks prior to the time appointed for the Convention of the Multiple District in that Year.
- c) Unless resolved otherwise by Convention or Cabinet, the Annual Convention shall not be held on a date that shall coincide with any date set for the holding of the Multiple District Young Ambassador Finals or with any date set for the holding of any meetings of the International Board of Directors in that Year (if known).
- d) The whole of the administrative expenses of Convention, including the cost of hiring halls and equipment, decorations therein and all other expenses (including those of official guests) incidental to running the business sessions of Convention shall be authorised by Cabinet and at the expense of District. An estimate of such costs shall be prepared and submitted by the Host to the Cabinet for approval. No expenditure shall be incurred by the Host until approved in writing by Cabinet.

Section 2. CLUB DELEGATE FORMULA. Each chartered club in good standing in Lions Clubs International and its district (single or sub- and multiple) shall be entitled in each annual convention of its district (single or sub- and multiple) to one (1) delegate and one (1) alternate for each ten (10) members, who have been enrolled for at least one year and a day in the club or major fraction thereof, of said club as shown by the records of the international office on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be five (5) or more members. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to, the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. All eligible delegates must be members in good standing of a club in good standing in this district.⁴ Delinquent dues may be paid and good standing acquired up to fifteen (15) days prior to the close of

⁴ For cause may be any reason as determined by the district cabinet in accordance with ROBERT'S RULES OF ORDER NEWLY REVISED.

² There is no restriction to holding the location of the district convention outside the geographic location of the district unless otherwise restricted by amendment of the district constitution and by-laws.

³ It is not required for a member to be enrolled in a club for a year and a day in order to qualify as an eligible delegate.

credential certification, as such closing time shall be established by the rules of the respective convention.

Section 3. **QUORUM.** The attendance in person of a majority of the delegates registered at a convention shall constitute a quorum at any session of the convention.

Section 4. **SPECIAL CONVENTION.** A Special Convention of the clubs of the District may be called by a two-thirds majority of the entire District Cabinet at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 30 days prior to the convening date of the International Convention and that such Special Convention shall not be convened for the election of the district governor, first vice district governor or second vice district governor. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the District by the District Cabinet Secretary, no less than 30 days prior to the convening date of the Special Convention.

Section 5 **RESOLUTIONS and NOMINATIONS**

Sub Section 1

- (a) All proposed resolutions shall be received in writing by the appointed officer on or before the closing date stated in the Convention Call.
- (b) It shall be a good and sufficient reason for the Cabinet not to accept any proposed resolution or any proposed amendment if they are of the opinion that it would waste the time, or otherwise inconvenience the proceedings, of the forthcoming Convention or if the substance of such proposed resolution or proposed amendment has been voted upon at either of the two immediately preceding Conventions.
- (c) The officer shall have the power to re-draft any proposed resolution or any proposed amendment if in his opinion such re-drafting is necessary in the interests of clarity or for any other good and proper reason.
- (d) In the event of any non-acceptance or re-drafting of any proposed resolution or proposed amendment, the officer shall liaise with the Secretary of the Club submitting the same as soon as is practicable after receipt of the same and having regard to the time limit established. The original proposer retains the right to withdraw the proposal if re-drafting changes the original purpose of the resolution.

Sub Section 2

- (a) The Governor shall have power to accept an emergency resolution or amendment at Convention if, in his opinion, such resolution or amendment could not have reasonably been submitted in writing to the officer appointed on or before the date stipulated.
- (b) Such emergency resolution or amendment shall only be presented for consideration with the approval of Convention.

Sub Section 3

- (a) All proposed nominations for the offices of Governor, First Vice Governor and Second Vice Governor for the ensuing Year and, when appropriate, all proposed nominations for International Office, shall be received by the appointed officer in writing on or before the closing date stipulated in the Convention Call.
- (b) If no such proposed nominations have been received by the closing date stipulated nominations may be presented from the floor at Convention.

- (c) All invitations extended to act as Host for Convention to be held within the District two years hence shall be received by the appointed officer in writing on or before the closing date stated in the Convention Call.
- (d) Such invitations shall be investigated from all viewpoints commensurate with the generally accepted requirements of a Convention and shall be subject to Cabinet approval.
- (e) If no invitation to host a subsequent Convention is received by the date stipulated, invitations may be presented from the floor to Convention and may be accepted, but will be subject to Cabinet approval at their next meeting.
- (f) If there should be no acceptable invitations whatsoever, it shall be the duty of the next succeeding Cabinet to arrange the venue of the appropriate Convention at such place within the District and at such time and by such means as it shall decide.
- (g) The Host shall submit to Cabinet for approval, the estimated costs and the proposed charges to be made for the various social activities to be held in conjunction with Convention.
 - (i) Neither the Host nor Cabinet shall seek to approve charges that will result in a forecast surplus or a deficit on these activities.
 - (ii) In the event that any surplus is realised on these activities in any year the District Treasurer shall hold such in reserve to offset any loss incurred at a future or previous Convention.
 - (iii) In the event that any deficit is incurred on these activities the same shall be borne by District. However, if it is demonstrated by Cabinet that information had been deliberately or negligently withheld by the Host or the Convention Committee appointed by the Governor when making their financial submissions to Cabinet, the deficit shall be borne by the Host or the said District Convention Committee as appropriate.
 - (iv) Any activity proposed to be held at Convention involving the raising of funds from those in attendance shall be at the discretion of the Governor or Cabinet. All net proceeds therefrom shall be for the benefit of District funds and shall not be for any other purpose unless specifically authorised by the Governor or Cabinet.

Sub Section 5

All proposed resolutions, nominations and invitations accepted for consideration at Convention shall be circulated to every Club Secretary at least 60 days prior to the date for the holding of Convention by the Appointed Officer.

Sub Section 6

On receipt of the proposed resolutions any Club wishing to submit proposed amendments thereto shall submit the same in writing to the appointed officer at least 3 (three) weeks prior to the date set for Convention.

Sub Section 7

All proposed amendments to resolutions to be considered at Convention shall be circulated to each Club Secretary at least 7 days prior to Convention by the Appointed Officer. Alternatively copies thereof shall be distributed to all Delegates (or their Alternates as the case may be) on Registration at Convention.

Section 6 **OTHER MATTERS AFFECTING CONVENTION**

Sub Section 1

- (a) Every Club should be represented at Convention.
- (b) If no quorum is present at the time any vote of the delegates is to be taken, the respective session shall be adjourned to a time and place to be appointed by the Governor.

Sub Section 2

The Governor shall preside at all sessions of the Convention. In his absence the First Vice Governor shall preside; failing this the Second Vice Governor shall preside; failing this the Immediate Past Governor shall preside. In the event of the non-availability of any of the foregoing persons the most recent Past Governor available shall preside.

Sub Section 3

The affirmative vote of a majority of the delegates voting on any matter shall signify the approval of Convention save that on any matter the Presiding Officer shall judge to be a constitutional matter.

Sub Section 4

- (a) At the commencement of the business session of each Convention the Chairman presiding shall invoke the latest version of District 105SC Convention Standing Orders, as appended to this Constitution.
- (b) Convention may suspend all or part of Standing Orders by a majority decision of registered voting delegates present who exercise their right to vote, at any time during the business of Convention.

Sub Section 5

Within 60 (sixty) days of the close of Convention the District Secretary shall transmit a copy of the complete minutes thereof to the Association's International Office, all Cabinet members, and to every Club Secretary.

ARTICLE VIII Dispute Resolution Procedure

Section 1. **DISTRICT DISPUTES**

All disputes or claims arising from provisions of the District Constitution and By-Laws or any policy or procedure adopted from time to time by the district (single or sub-) cabinet, or any other internal Lions district (single or sub-) matters that cannot be satisfactorily resolved through other means, arising between any clubs in the district (single or sub-), or any club(s) and the district (single or sub-) administration, shall be resolved in accordance with the District Dispute Resolution Procedures established by the International Board of Directors.

Section 2. **CLUB DISPUTES**

All disputes arising between any member or members, or a former member or members, and the club, or any officer on the board of the club, relative to membership, or the interpretation, breach of, or application of the club's constitution and by-laws, or the expulsion of any member from the club, or any other internal Lions club matter whatsoever which cannot be satisfactorily resolved through other means, shall be resolved in accordance with the Club Dispute Resolution Procedures established by the International Board of Directors. In accordance with Paragraph 2 of these procedures, the filing fee set by this District as an administrative fee shall be the UK equivalent of US \$250 at the date the dispute is received by the District Governor.

ARTICLE IX **Amendments**

Section 1. **AMENDING PROCEDURE.** This constitution may be amended only at a district convention, by resolution of the Constitution and By-Laws Committee and adopted by the affirmative vote of two-thirds (2/3) of the votes cast, save for the provisions of Section 2 below.

Section 2. **AUTOMATIC UPDATE.** When amendments to the International Constitution and By-Laws are passed at the International Convention, any amendments that would have an effect on this District Constitution and By-Laws shall automatically be updated in this district constitution and by-laws at the close of the convention.

Section 3. **NOTICE.** No amendment shall be so reported or voted upon unless the same shall have been published by regular post or electronic means to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

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

BY-LAWS

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 By-Laws, any member of a Lions club in the district seeking endorsements of a district convention as a candidate for the office of international director or third vice-president shall:

- (a) Deliver (by mail or in person) written notice of intention to seek such endorsement to the district governor and if this is a sub-district of a multiple district to the multiple district council secretary treasurer no less than 30 days prior to the convening date of the district convention at which such question of endorsement is to be voted upon;
- (b) Deliver with said notice of intention evidence of fulfillment of the qualifications for such office set forth in the International Constitution and By-Laws.

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

Section 3. **SECONDDING SPEECH.** Each such nominee for endorsement shall be entitled to one seconding speech of no more than three (3) minutes in duration.

Section 4. **VOTE.** The vote on the question of endorsement shall be by secret written ballot, unless there shall be only one nominee seeking the same, in which event a voice vote may be taken. The nominee receiving a majority of the votes cast shall be declared endorsed (elected) as the candidate of the convention and district. In the event of a tie vote, or failure of one nominee to receive the required majority, on any ballot, balloting shall continue until one receives the required majority of the votes cast.

Section 5. **CERTIFICATION OF ENDORSEMENT.** Certification of endorsement by the respective convention shall be made in writing to the international office by the district officials designated (and if the district is a sub-district in the multiple district to the multiple district council of governors) in accordance with the requirements set forth, in the International Constitution and By-Laws.

Section 6. **VALIDITY.** No district endorsement of any candidacy of any member of a Lions club in this district shall be valid unless and until the provisions of this Article have been met.

ARTICLE II
District Nominations, Elections and Appointments

Section 1. NOMINATING COMMITTEE. Each district governor shall appoint by written notification received at least sixty (60) days prior to the sub-district convention, a Nominating Committee of not less than three (3) and no more than five (5) members, each of whom shall be a member in good standing of a different Lions club in good standing in the district, and shall not through the duration of their appointment hold any district cabinet or international office either by election or appointment.

Section 2. DISTRICT GOVERNOR ELECTION PROCEDURES. Any qualified member of a club in the district seeking the office of district governor shall file his/her intention to so run in writing with the Nominating Committee prior to the day of its report to the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the name(s) of all candidate(s) so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate shall be allowed a maximum of eight minutes presentation time. During that time, as many people as the candidate wishes, including the candidate, may speak on the candidate's behalf. During the presentation, the Nominee must be formally proposed and seconded for office by different Clubs

Section 3. FIRST AND SECOND VICE DISTRICT GOVERNOR ELECTION PROCEDURES. Any member of a club in the district seeking the office of first or second vice district governor shall file his/her intention to so run in writing with the Nominating Committee at least thirty (30) days prior to the election, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. Each candidate shall be allowed a maximum of eight minutes presentation time. During that time, as many people as the candidate wishes, including the candidate, may speak on the candidate's behalf. During the presentation, the Nominee must be formally proposed and seconded for office by different Clubs

Section 4. BALLOT. The election shall be by secret written ballot, with the candidate or candidates required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected; for purpose of such election, a majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. If, on the first ballot, no candidate receives a majority, the process known as the single transferable vote will be used to determine the successful candidate.

Section 5. DISTRICT GOVERNOR VACANCY 'In the event of a vacancy in the office of District Governor, the same shall be filled in accordance with the provisions of the International Constitution and By-Laws. The immediate past District Governor, First and Second Vice District Governors, and all past International Presidents, past International Directors and past District Governors who are members in good standing of a chartered Lions Club in good standing in the District, shall convene at a date, time and place called and determined by the immediate past District Governor to select a replacement for recommendation to the International Board of Directors. It shall be the duty of the immediate past district governor, if he/she is not available, the most recent past district governor who is available, to send out invitations fifteen (15) days in advance of the meeting to attend said meeting.'

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

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

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

Section 6. FIRST AND SECOND VICE DISTRICT GOVERNORS AND OTHER VACANCIES. Any vacancy in office except that of district governor and first and second vice district governors shall be filled by appointment from the district governor for the unexpired term. In event of a vacancy arising in the office of first or second vice district governor, the district governor shall convene a meeting of the immediate past district governor, first vice district governor and second vice district governor and all past international officers who are members in good standing of a chartered Lions club in good standing in the district.

It shall be the duty of the attendees at this meeting to appoint a qualified club member as first or second vice district governor for the remainder of the term. In filling said vacancy, it shall be the duty of the district governor, or if not available, the most recent past district governor who is available, to send out invitations fifteen days (15) in advance of the meeting to attend said meeting and it shall also be his/her responsibility to preside as chairperson of the meeting. The chairperson shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion who is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one vote for the Lion of his/her choice.

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

- (a) Be an Active Member in good standing of a chartered Lions club in good standing in his/her single or sub-district.

(b) Secure the endorsement of his or her club or a majority of the clubs in his/her single district.

(c) Have served or will have served at the time he/she takes office as first or second vice district governor:

(i) As officer of a Lions club for a full term or major portion thereof; and

(ii) As a member of the district cabinet for a full term or major portion thereof.

(iii) With none of the above being accomplished concurrently.

(d) Has not completed a full term or major portion thereof as district governor

Section 7. **REGION/ZONE CHAIRPERSON QUALIFICATIONS.** Each region and zone chairperson shall:

(a) Be an active member in good standing in his/her respective region or zone; and

(b) Have served or will have served at the time of taking office as region or zone chairperson as president of a Lions club for a full term or major portion thereof, and a member of the board of directors of a Lions club for no less than two (2) additional years.

Section 8. **APPOINTMENT/ELECTION OF REGION/ ZONE CHAIRPERSON.** The district governor shall appoint, by the time he/she takes office, one region chairperson for each region (if the position is utilized during the district governor's term), and one zone chairperson for each zone, in the district.

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

ARTICLE III Duties of District Officers/Cabinet

Section 1. **DISTRICT GOVERNOR.** the general supervision of the International Board of Directors, they shall represent the association in their district. In addition, they shall be the chief administrative officer in their district and shall have direct supervision over the first and second vice district governor, region chairpersons, the zone chairpersons, the cabinet secretary/treasurer and such other cabinet members as may be provided for in this district constitution and by-laws. Their specific responsibilities shall be to:

(a) Further the purposes of the association, resulting in membership growth in the district.

(b) Oversee the district leadership team members to implement current district action plans focused on and working towards the successful achievement of district goals.

(1) Charter new Lions clubs

(2) Ensure effective club operation

(3) Achieve net membership growth

(4) Provide leadership development and skills training at the club and district level. (5) Encourage clubs to conduct and report meaningful humanitarian service.

(6) Support and promote Lions Clubs International Foundation and encourage club and member contributions to Lions Clubs International Foundation.

(b) Serve as the Global Action Team district chairperson to administer and promote membership growth, new club development, leadership development and humanitarian service to clubs throughout the district.

(d) Oversee the administrative operation of the district

(1) Effectively manage district events to meet member needs.

(2) Exercise such supervision and authority over cabinet officers and district committee appointees as is provided in this district constitution.

(3) Deliver, in a timely manner, at the conclusion of their term in office, the general and/or financial accounts, funds and records of the district to their successor in office.

(4) Submit a current itemized statement of total district receipts and expenditures to their district convention or annual meeting of their district at a multiple district convention.

(5) Report to Lions Clubs International all known violations of the use of the association's name and emblem.

(e) Guide clubs to operate in accordance with the International Constitution and By-Laws, support activities that improve member retention and remain in good standing with the association.

(1) Ensure that each Lions club in the district be visited in-person (or virtually if necessary) by the district governor, a district cabinet member, or a Lion appointed by the district governor no less than once every year to facilitate successful administration of the club.

(2) With the assistance of the zone chairpersons and region chairpersons (when present), monitor the viability of each club in the district to ensure each club remains in good standing, meets the needs of its members and supports the objectives of the association.

(3) Promote harmony and resolve conflicts among and within the chartered Lions clubs using appropriate methods.

(f) Preside, when present, over the district convention and cabinet and other meetings.

LA-4 Revised July 11, 2023 Page 18

(g) Perform such other functions and acts as shall be required of them by the International Board of Directors.

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

(a) Further the purposes of this association, resulting in membership growth in the district.

- (b) Actively work towards the success of the current district plan.
- (c) With the district governor and second vice district governor, review strengths and weaknesses of the district, refine and further develop a draft of the ongoing district plan focused on and working towards the successful achievement of district goals.
- (d) Identify and prepare a highly effective team for subsequent years to develop and implement action plans for district goals.
 - (1) Understand the actions needed to accomplish district plans.
 - (2) Know the roles and responsibilities, resources, and Lions qualified to serve in roles.
 - (3) Ensure team members are adequately trained to perform in their specific roles.
 - (4) Work closely with club leadership to identify future district leaders.
- (e) Perform such duties and other directives as may be assigned by the district governor or by the policy of the International Board of Directors.
- (f) At the request of the district governor, supervise other district committees.
- (g) Actively participate in all cabinet meetings, and conduct meetings in the absence of the district governor.
- (h) Become familiar with the duties of the district governor so in the event of a vacancy in the office of district governor they will be better prepared to assume the duties and responsibilities of said office.
- (i) Participate in council of governors meetings as appropriate.
- (j) Participate in the preparation of the district budget.
- (k) Conduct club visitation as the representative of the district governor when requested by the district governor.
- (l) Work with the District Governor and the District Convention Committee to assist and plan the annual district convention and assist the district governor to organize and promote other events within the district.

Section 3. SECOND VICE DISTRICT GOVERNOR. The second vice district governor, subject to the supervision and direction of the district governor. Their specific responsibilities shall be, but not limited, to:

- (a) Further the purposes of this association, resulting in membership growth in the district.
- (b) Actively work towards the success of the current district plan
- (c) Serve as district liaison (at the direction of the district governor) to region and zone chairpersons working towards successful zone operations in support of club health.
- (d) Become familiar with the strengths and weaknesses of the clubs in the district and the resources that support club development.
- (e) Prepare for role as district governor.
 - (1) Become familiar with the duties of the district governor
 - (2) Assess and develop leadership skills
 - (3) Understand district structure and constitution and by-laws and the resources available
 - (4) Be aware of club health indicators and assess club strengths and weaknesses
 - (5) Understand the programs offered by Lions Clubs International Foundation (LCIF)

- (6) Prepare to conduct effective club visitations
- (f) Conduct club visitation, as the representative of the district governor, when requested by the district governor.
- (g) Perform such duties and other directives as may be assigned by the district governor or by the policy of the International Board of Directors.
- (h) Assist the district governor and first vice district governor in planning and conducting the annual district convention.
- (i) At the request of the district governor, supervise appropriate district committees.
- (j) Actively participate in all cabinet meetings and conduct all meetings in the absence of the district governor and the first vice district governor.
- (k) Participate in the preparation of the district budget.

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

- (a) Further the Purposes of this association;
- (b) Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:
 - (1) Keep an accurate record of the proceedings of all meetings of the cabinet, and within five (5) days after each meeting forward copies of the same to all members of the cabinet, and the office of Lions Clubs International. Within 15 (fifteen) days of the cabinet meeting, transmit a copy of the complete minutes thereof to all Cabinet members.
 - (2) Take and keep minutes of the sub-district convention and furnish copies of the same to Lions Clubs International, the district governor and the secretary of each club in the sub-district.
 - (3) Make reports to the cabinet as the district governor or cabinet may require.
 - (4) Collect and receipt for all dues and taxes levied on members and clubs in the sub-district, deposit the same in such bank or banks as the district governor shall determine and disburse the same by order of the district governor.
 - (5) Remit and pay over to the multiple district council secretary-treasurer the multiple district dues and taxes, if any, collected in the sub-district, and secure a proper receipt.
 - (6) Keep accurate books and records of account, and minutes of all cabinet and sub-district meetings, and permit inspection of the same by the district governor, any cabinet member and any club (or any authorized agent of any of them) at any reasonable time for any proper purpose. Upon direction of the district governor or the cabinet, he/she shall furnish any such books and records as requested to any auditor appointed by the district governor.
 - (7) Secure bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the district governor.
 - (8) Deliver, in a timely manner, at the conclusion of his/her term in office, the general and/or financial accounts, funds and records of the district to his/her successor in office.
- (c) Perform such other functions and acts as may be required of each by directives of the International Board of Directors.
- (d) If separate offices of cabinet secretary and cabinet treasurer are adopted, the duties listed in (b) are to be attributed to each of the offices according to the nature of such duties.

Section 5. GLOBAL SERVICE TEAM (GST) DISTRICT COORDINATOR. Under the supervision of the district governor, the GST district coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) With the district team, develop and implement the district plan focused on and working to achieve district service and fundraising goals
- (b) Work to increase the percentage of clubs reporting service within the district.
- (c) Have knowledge of and encourage participation in LCI and LCIF service programs and grants, and the use of LCI service resources.
- (d) Act as the advocacy champion for the district, supporting clubs as they raise awareness, educate their community, and advocate for change.
- (e) Share service success stories with Lions and the community to increase visibility and member satisfaction, attract new members, and encourage the sharing of best practices.
- (f) Work to identify potential leaders to participate in a service leadership role.

Section 6. GLOBAL MEMBERSHIP TEAM (GMT) DISTRICT COORDINATOR.

Under the supervision of the district governor, the GMT district coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) With the district team, develop and implement the district plan focused on and working to achieve district membership goals.
- (b) Train club membership chairpersons on key tools and initiatives and encourage clubs to create membership plans to improve recruitment and member satisfaction
- (c) Support club membership chairs with membership inquiries and provide prompt guidance in line with applicable policies.
- (d) Ensure that prospective members are promptly contacted, and referred to a suitable club based on interest, availability, expectations, and other factors. If a suitable club is not available, guidance and support to starting a new club is provided unless a Global Extension Team district coordinator has been appointed.
- (e) Work to identify potential leaders to participate in a membership leadership role.
- (f) Provide retention strategies to clubs in collaboration with Global Leadership Team and Global Action Team district coordinators.
- (g) Confirm new members are provided an effective member orientation at the club level, in collaboration with the district leadership team coordinator and the club officers.

Section 7. GLOBAL LEADERSHIP TEAM (GLT) DISTRICT COORDINATOR.

Under the supervision of the district governor, the GLT district coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) With the district team, develop and implement the district plan focused on and working to achieve district leadership development goals to hold training for club officers, region and zone chairpersons, Certified Guiding Lions and others as appropriate.
- (b) Develop and execute an annual district learning and leadership development plan and report training in Learn.
- (c) Work to identify potential leaders to participate in service, membership or leadership roles.
- (d) Support and facilitate training at district events when appropriate.
- (e) Confirm new members are provided an effective member orientation at the club level, in collaboration with the district membership team coordinator and club officers.

Section 8. **GLOBAL EXTENSION TEAM COORDINATOR** (if the position is utilized during the district governor's term). Under the supervision of the district governor the district GET coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) Work with the district team (including the district governor and vice district governors) to ensure new club goals of the district are met and sustainable.
- (b) Identify opportunities to charter new clubs in communities, or within groups of a larger community, that are not served or are underserved.
- (c) Collaborate with district leadership to build a team capable of completing the tasks required in the successful chartering of new clubs including membership recruitment, leadership development, and engagement in meaningful service projects.
- (d) Understand and communicate the process and policies of new club development to team members and ensure that accurate information is conveyed to prospective members.
- (e) Enable the success of new clubs by helping sponsor clubs establish mentoring relationships with the new club officers and educating Guiding Lions on expectations of the new club.
- (f) Train and involve Lions interested in new club chartering to expand the district's ability to charter new clubs.
- (g) Ensure new club applications are complete, properly approved, and submitted efficiently.

Section 9 **DISTRICT MARKETING CHAIRPERSON** Under the supervision of the district governor, the district marketing chairperson is responsible for marketing and communications efforts and directly supports the District Global Action Team. Their responsibilities include:

- (a) Work with the district team to identify and support opportunities for marketing large-scale events, programs, and initiatives.
- (b) Collaborate directly with the district Global Membership Coordinator to direct any membership leads that come through marketing channels to appropriate clubs.
- (c) Support the district governor and district Global Action Team with marketing and publicity guidance.
- (d) Encourage clubs within the district to apply for the Lions International Marketing Award.
- (e) Support district funding opportunities.
- (f) Manage district social media channels and websites, either directly or through an established district marketing committee.
- (g) Maintain a full understanding of the Global Brand Guidelines. a. Champion appropriate and consistent use of global brand assets in all district activities. b. Support use of approved brand templates for story and publicity development.
- (h) Encourage clubs to fill the role of the club marketing chairperson. a. Ensure consistent support for the club marketing chair, holding meetings, trainings, and providing marketing guidance and best practices.
- (i) Promote the good works and newsworthy stories of LCI and LCIF to Lions and members of the media, through social media channels, and to external audiences.

Section 10. **LCIF DISTRICT COORDINATOR.** The LCIF district coordinator is nominated by the LCIF multiple district coordinator, in consultation with the district governor, and appointed by the LCIF chairperson, to serve for a three-year term. This position serves as an ambassador for Lions Clubs International Foundation and reports directly to LCIF multiple district coordinator while working closely with district leadership. Their responsibilities include:

- (a) Ensure that their team of club coordinators implement LCIF fundraising strategies.
- (b) Educate Lions about the importance and impact of LCIF locally, regionally, and around the world.
- (c) Encourage Lions to support LCIF in all aspects of fundraising across the district.
- (d) Be familiar with LCIF grant opportunities and educate Lions within the district on the various grants and projects supported by LCIF.

Section 11 LEO/LEO LION CABINET LIAISON (Optional). The district governor, in consultation with the district Leo chair, may choose to appoint a Leo or a Leo-Lion to serve a one-year term in an official non-voting capacity. The Leo/Leo-Lion cabinet liaison shall represent the interests and perspectives of Leos and Leo-Lions and facilitate communication and connection between Leos and Lions. In areas with a Leo district, the role shall be filled by a Leo-Lion or Leo, who is a current or past Leo district president, vice-president, secretary, or treasurer. In areas where no Leo district has been formed, the role shall be filled by a Leo or a Leo-Lion who is a current or former Leo club president.

The district governor shall assign the Leo/Leo-Lion cabinet liaison to the standing cabinet committee(s) that would most benefit from a young adult voice. The cabinet liaison may remain on the same committee for the duration of the year or transition among committees as determined by the district governor.

The responsibilities of the Leo/Leo-Lion cabinet liaison include:

- (a) Facilitate communication between Leos and Lions within the district.
- (b) Serve as a resource to district cabinet officers and assigned committee(s).
- (c) Coordinate with the district Leo chairperson in the promotion of the Leo club, Leo-Lion programs, and engagement opportunities for young people within the Lions' district.
- (d) Support district Leo chairperson in conducting training for Leo district officers.
- (e) Advocate for leadership and leadership training opportunities for Leos and Leo-Lions within Lions district activities.
- (f) Serve as support and point of contact for district Leos to explore Lions membership program opportunities.
- (g) Communicate with Leo district president, Leo/Leo-Lion council liaison (if appointed), and the constitutional area representative of the Leo Club Program Advisory Panel to collaborate on initiatives related to young people.
- (h) Assist in planning and integration of Leos and Leo-Lions in Lions district convention, forum events and trainings.
- (i) Attend Leo district meetings as necessary.
- (j) Chair one district collaboration project between Leos and Lions.

Section 12. REGION CHAIRPERSON (if the position is utilized during the district governor's term). Under the supervision of the district governor, the district marketing chairperson is responsible for marketing and communications efforts and directly supports the District Global Action Team. Their responsibilities include:

- (a) Work with the district team to identify and support opportunities for marketing large-scale events, programs, and initiatives.
- (b) Collaborate directly with the district Global Membership Coordinator to direct any membership leads that come through marketing channels to appropriate clubs.
- (c) Support the district governor and district Global Action Team with marketing and publicity guidance.
- (d) Encourage clubs within the district to apply for the Lions International Marketing Award.

- (e) Support district funding opportunities.
- (f) Manage district social media channels and websites, either directly or through an established district marketing committee.
- (g) Maintain a full understanding of the Global Brand Guidelines. a. Champion appropriate and consistent use of global brand assets in all district activities. b. Support use of approved brand templates for story and publicity development.
- (h) Encourage clubs to fill the role of the club marketing chairperson. a. Ensure consistent support for the club marketing chair, holding meetings, trainings, and providing marketing guidance and best practices.
- (i) Promote the good works and newsworthy stories of LCI and LCIF to Lions and members of the media, through social media channels, and to external audiences.

Section 13. **ZONE CHAIRPERSON.** Under the supervision of the district governor, the district marketing chairperson is responsible for marketing and communications efforts and directly supports the District Global Action Team. Their responsibilities include:

- (a) Work with the district team to identify and support opportunities for marketing large-scale events, programs, and initiatives.
- (b) Collaborate directly with the district Global Membership Coordinator to direct any membership leads that come through marketing channels to appropriate clubs.
- (c) Support the district governor and district Global Action Team with marketing and publicity guidance.
- (d) Encourage clubs within the district to apply for the Lions International Marketing Award.
- (e) Support district funding opportunities.
- (f) Manage district social media channels and websites, either directly or through an established district marketing committee.
- (g) Maintain a full understanding of the Global Brand Guidelines. a. Champion appropriate and consistent use of global brand assets in all district activities. b. Support use of approved brand templates for story and publicity development.
- (h) Encourage clubs to fill the role of the club marketing chairperson. a. Ensure consistent support for the club marketing chair, holding meetings, trainings, and providing marketing guidance and best practices.
- (i) Promote the good works and newsworthy stories of LCI and LCIF to Lions and members of the media, through social media channels, and to external audiences.

Section 14. **DISTRICT GOVERNOR'S CABINET.** The district governor's cabinet shall:

- (a) Assist the district governor in the performance of his/her duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the sub-district.
- (b) Receive, from the region chairpersons or other assigned district cabinet members, reports and recommendations which concern the clubs and zones.
- (c) Supervise the collection of all dues and taxes by the cabinet treasurer, designate a depository(s) for said funds and authorize the payment of all legitimate expenses pertaining to the administration of the affairs of the district.
- (d) Secure, set the amount of and approve the surety company issuing, the surety bond for the cabinet secretary-treasurer.
- (e) Secure, semi-annually or more frequently, sub-district financial reports from the cabinet secretary and cabinet treasurer (or secretary-treasurer).

- (f) Provide for an independent examination of the books and accounts of the cabinet secretary, cabinet treasurer, or cabinet secretary-treasurer and with the district governor's approval, set up definite schedule of dates, times and places of cabinet meetings to be held during the fiscal year.

Section 15. **SERGEANT-AT-ARMS.** The Sergeant-at- Arms shall maintain order and decorum at the respective conventions and meetings and perform such other duties as are incident to his/her office under ROBERT'S RULES OF ORDER, NEWLY REVISED.

ARTICLE IV District Committees

Section 1. **DISTRICT GOVERNOR'S ADVISORY COMMITTEE.** In each zone, the zone chairperson and the presidents, first vice presidents and secretaries of the clubs in the zone shall compose a District Governor's Advisory Committee, with the zone chairperson as chairperson. At a date, time and place called by the zone chairperson, this committee should hold a first meeting within ninety (90) days after the adjournment of the preceding international convention; a second meeting in the month of November; a third meeting in the month of February or March; and a fourth meeting approximately thirty days prior to the multiple district convention. The club service chairpersons, club marketing communications chairpersons, and club membership chairpersons should attend when information is shared that relate to their position. It shall assist the zone chairpersons in an advisory capacity, procure recommendations affecting the welfare of Lionism and the clubs in the zone, and relay the same through the zone chairperson to the district governor and his/her cabinet.

Section 2. **DISTRICT GLOBAL ACTION TEAM.** Chaired by the district governor and includes the GMT district coordinator, GST district coordinator and GLT district coordinator. Develops and initiates a coordinated plan to help clubs expand humanitarian service, achieve membership growth, and develop future leaders. Meets regularly to discuss the progress of the plan and initiatives that may support the plan. Collaborates with members of the multiple district's Global Action Team to learn about initiatives and best practices. Shares activities, achievements and challenges with members of the multiple district Global Action Team. Attends the District Governor Advisory Committee meeting and other zone, region, district or multiple district meetings that feature service, membership or leadership initiatives to share ideas and gain knowledge that may be applied to club practices.

Section 3. **DISTRICT GOVERNOR'S HONORARY COMMITTEE.** The district governor may appoint a District Governor's Honorary Committee composed of past international officers who are members in good standing of clubs within the sub-district. This committee shall meet when and as called upon by the district governor. It shall act under the direction of the district governor in the promotion of harmony throughout the district. The chairperson of this committee shall attend meetings of the cabinet when requested by the district governor.

Section 4. **DISTRICT CABINET COMMITTEES.** The district governor may establish and appoint such other committees and/or chairpersons as he/she deems necessary and appropriate for the efficient operations of the district. Such committee chairpersons shall be deemed non-voting members of the district cabinet.

ARTICLE V
Meetings

Section 1. DISTRICT CABINET MEETINGS.

- (a) Regular. A regular meeting of the cabinet shall be held in each quarter of the fiscal year, with the first of which should be held within thirty (30) days after the adjournment of the preceding international convention. Ten (10) days written notice of meetings setting forth a date, time and place determined by the district governor shall be given to each member by the cabinet secretary.
- (b) Special. Special meetings of the cabinet may be called by the district governor at his/her discretion, and shall be called upon written request made to the district governor or the cabinet secretary by a majority of the members of the cabinet. No fewer than five (5) nor more than twenty (20) days written (including letters, electronic mail, facsimile transmission, or cable) notice of special meetings, setting forth the purposes and a date, time and place determined by the district governor, shall be given to each member by the cabinet secretary.
- (c) Quorum. The attendance of a majority of the officers of this district shall constitute a quorum for any cabinet meeting.
- (d) Vote. The voting privilege shall be as defined by Article VI Section 2 of this district Constitution.

Section 2. ALTERNATIVE MEETING FORMATS. Regular and/or special meetings of the district cabinet may be held through the use of alternative meeting formats, such as teleconference and/or web conference as determined by the district governor.

Section 3. BUSINESS TRANSACTED BY MAIL. The district cabinet may transact business by mail (including letters, electronic mail, facsimile transmission, or cable), provided that no such action shall be effective until approved in writing by two-thirds (2/3) of the entire number of the members of the district cabinet. Such action may be initiated by the district governor or any three (3) officers of the district.

Section 4. REGIONS AND ZONES.

(a) Organizational. Regions and zones shall be subject to change by the district governor, with the approval of the district cabinet and when it is in the best interests of the clubs, district and the association. The district may be divided into regions of two or more zones (if regions are utilized during the district governor's term). Each zone should consist of four (4) to eight (8) clubs and may be expanded giving due regard to the geographical locations of the clubs and any newly chartered clubs..

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

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

ARTICLE VI District Convention

Section 1. **CONVENTION SITE SELECTION.** The district governor shall receive invitations in writing from places desiring to entertain the succeeding year(s) annual convention. All invitations shall set forth such information as the district governor shall from time to time require and shall be delivered to him/her no later than thirty (30) days prior to the convening date of the convention at which the convention site shall be voted upon by the delegates of said convention. Procedure to be followed in investigation of bids and in presentation of the same to conventions, as well as action to be taken by a convention in the event no bids are acceptable to or so received by the district governor shall be determined by the district governor.⁵

Section 2. **OFFICIAL CALL.** The district governor shall issue an official call by printed or electronic means to all clubs for the annual district convention not less than sixty (60) days prior to the date fixed for holding the same, stating the place, day and hour thereof. The notice shall include details of the procedure for nominating persons for the posts of District Governor, First Vice District Governor, Second Vice District Governor and invitations to host the Convention two years hence and the closing date for receipt of such information. The notice shall also include details of the procedure for proposing resolutions to Convention and the closing date for receipt of same.

Section 3. **SITE CHANGE.** The district cabinet shall retain, and have, power to change at any time, for good reason, the convention site previously chosen and neither the district, officers of the district nor any member of the district cabinet, shall incur any liability thereby to any club or club member in the district. Notice of this site change shall be furnished in writing to each club in the district no less than thirty (30) days prior to the convening date of the annual convention⁶.

Section 4. **OFFICERS.** The members of the district cabinet shall be the officers of the annual district convention.

Section 5. **SERGEANT-AT-ARMS.** A convention sergeant- at-arms and such assistant sergeant-at-arms as deemed necessary shall be appointed by the district governor.

Section 6. **OFFICIAL REPORT.** Within fifteen (15) days after the close of each single and sub-district convention, the cabinet secretary shall transmit one copy of the complete proceedings to the international office. Upon written request from any club in the respective district a copy shall be furnished to said club.

⁶ There is no restriction to holding the location of the district convention outside the geographic location of the district unless otherwise restricted by amendment of the district constitution and by-laws.

⁷ Under extraordinary circumstances, outside the control of the district cabinet, the district may change the facilities where the district convention is set to be held.

Section 7. CREDENTIALS COMMITTEE. The Credentials Committee of the district convention shall be composed of the district governor, as chairperson, the cabinet secretary or the cabinet secretary-treasurer and two other non-officers of the district appointed by the district governor, each of whom shall be a member in good standing of a different Lions club in good standing in the district. The non-officers shall not, through the duration of the appointment, hold any district or international office either by election or appointment. The Credentials Committee shall have the powers and perform the duties set forth in ROBERT'S RULES OF ORDER, NEWLY REVISED.

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

ARTICLE VII CONVENTION FUND

Section 1. REMAINING FUNDS. In any fiscal year, any balance remaining in the convention fund after payment of all convention administrative expenses in that year shall remain in said convention fund and become available for future convention expenses and be treated as income in any fiscal year in which expended or otherwise budgeted for payment of such expenses.

Section 2. FEE COLLECTION. Such fee as the district governor shall set may be collected, under procedures set by the district governor, from each delegate, alternate, and guest attending the district convention to defray the actual cost of convention meals and entertainment.

ARTICLE VIII District Administration Fund

Section 1. DISTRICT REVENUE. To provide revenue for approved district projects and to defray the administrative expenses of the district, Cabinet shall table a resolution at every Annual District Convention to set the per capita levy for the following fiscal year. If such resolution shall fail then the per capita levy for the time being in force shall be continued until changed by resolution. The administrative subscription shall be levied upon each member of each club in the district and shall be collected and paid in advance by each club in two (2) semi-annual payments per club member by July 21st of each year to cover the semi-annual period July 1st to December 31st and per club member on January 21st of each year, to cover the semi-annual period January 1st to June 30th with billings of the same to be based upon the roster of each club as of June 30th and December 31st respectively. Said subscriptions shall be paid to the District Treasurer by each club in the district and shall be disbursed only for administrative expenses of the district and only upon approval by the District Governor's cabinet. Disbursement therefrom shall be by cheques drawn and signed by the cabinet treasurer and countersigned by the District Governor.

- (a) Any member being a student as is defined by Lions Clubs International on the 1st July in any year shall pay a per capita levy equal to one half (1/2) of the capita levy set in accordance with Section 1 above.
- (b) Payment of Multiple District subscriptions shall be as laid down by the Multiple District Constitution.
- (c) The District Treasurer shall be empowered to levy a supplementary charge, not exceeding Ten Pounds (£10) per Club, on any Per Capita Levy not settled in full by the due date.

Section 2 **DISTRICT FUNDS, PROPERTY AND LIABILITY**

- (a) The District Treasurer shall open such bank or building society accounts with Trustee Status as the Cabinet shall from time to time approve (in which shall be lodged all moneys and funds received on behalf of the District).
- (b) All withdrawals from such accounts shall be on the authority signed by any two of the following persons: The District Governor, the District Treasurer and the District Secretary.
- (c) The Governor and the District Treasurer and the District Secretary shall jointly, but subject to the ratification of Cabinet, have management and control over the property and funds and of all budgetary matters of the District and its Committees (if any). No obligation may be approved or made which would result in a deficit in the total funds of the District at any time.
- (d) No person shall commit the District to expenditure in excess of Two Hundred and Fifty Pounds (£250) in any one transaction without the prior approval of the Cabinet. For all expenditure where the sum is above that figure including District events, a budget must be submitted by the organizer / purchaser first to the Finance Committee for review before being presented for Cabinet approval.

Section 3 **OUT OF POCKET EXPENSES**

- (a) A contribution towards appropriate out-of-pocket expenses incurred in carrying out their duties may be claimed by, and paid to, Cabinet members provided that these have been duly authorised by the Governor and/or Cabinet. These expenses shall be payable in line with the latest "District Guidelines for District Officer Claims". These Guidelines shall from time to time be reviewed by the District Cabinet and be available to District Officers from the District Website.
- (b) Mileage Rates payable to District Officers in the course of their District duties shall be the same as those payable to a Multiple District Officer unless otherwise decided by the Cabinet.

Section 4. **FINANCE COMMITTEE**

- (a) Each Year the Immediate Past Governor, or the most recent Past District Governor available, (acting as Chairman), First Vice Governor, Second Vice Governor, District Secretary and District Treasurer shall be the Permanent Finance Committee of the District.
- (b) The Committee shall be responsible for reviewing all aspects of Financial, Budgetary and Audit matters affecting District funds and shall report to and advise the District Cabinet periodically thereon.

- (c) The Committee, subject to Cabinet approval, shall have power to co-opt up to two further Active Lions with specialist knowledge in such matters to serve in the Year.

Section 5. REMAINING FUNDS.

In any fiscal year, any balance remaining in the district administrative fund after payment of all district administrative expenses in that year shall remain in said district administrative fund and become available for future district administrative expenses and be treated as income in any fiscal year in which expended or otherwise budgeted for payment of such expenses. The same shall apply to any balance remaining in any other funds held by the district, with the proviso that they be used for the purposes originally designated.

**ARTICLE IX
Miscellaneous**

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

Section 2. AUDIT OR REVIEW OF BOOKS.

- (a) Pursuant to Article II, Section 11(f) above, the Governor or Cabinet shall provide for an independent examination of the books, records and Financial Statements of the District covering the Year by a suitably qualified person to be appointed (or re-appointed as the case may be) by resolution at Convention each Year.
- (b) A copy of the Financial Statements so examined, together with a copy of the examination report therein, shall be circulated to every Club Secretary by January 31st preceding the Convention.
- (c) The Governor, or Cabinet, may at any time call for an interim examination of the books, records and Financial Statements of the District together with an audit report thereon.

Section 3. FISCAL YEAR. The fiscal year of this district shall be from July 1st to June 30th.

Section 4. RULES OF PROCEDURE. Except as otherwise specifically provided in this constitution and by-laws, or in the rules of procedure adopted for a meeting, all questions of order and procedure 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 member club or of any group or committee of any one of them shall be determined by ROBERT'S RULES OF ORDER, NEWLY REVISED.

**ARTICLE X
Amendments**

Section 1. AMENDING PROCEDURE. These by-laws may be amended only at a district convention, by resolution reported by the Constitution and By-Laws and adopted by a majority of the votes cast save for the provisions of Section 2 below.

Section 2. **AUTOMATIC UPDATE.** When amendments to the International Constitution and By-Laws are passed at the International Convention, any amendments that would have an effect on this District Constitution and By-Laws shall automatically be updated in this district constitution and by-laws at the close of the convention.

Section 3. **NOTICE.** No amendment shall be so reported or voted upon unless the same shall have been furnished in writing to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

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

APPENDIX I

CONVENTION STANDING ORDERS

These standing orders refer solely to the conduct of the business session(s) of the District Convention. They shall be appended to, but not form part of, the District Constitution

1. CHAIRMAN

- (a) The Chairman shall have discretion in selecting speakers, in deciding on the number of speakers to any resolution/amendment and in terminating discussion whenever he considers it appropriate.
- (b) The Chairman, being entirely neutral, shall not be a delegate of his Club and if at any time he wishes to express a personal opinion on a matter under discussion he shall vacate the Chair for this purpose.

2. SPEAKERS

- (a) On the Chairman standing any speaker shall yield to the Chair and immediately resume his seat.
- (b) Any person wishing to speak on any report/resolution/amendment or other matter of business, must use a microphone, announce his name and Club, and address the Chair.
- (c) With the exception of the provision for the Chairman in accordance with Clause 1(b) above, a member of Cabinet speaking on any report/resolution/ amendment or other matter of business shall be deemed to be representing his personal views unless he states otherwise.
- (d) Unless Convention decides otherwise, only the Chairman, and the mover of a resolution in exercising his right of reply, shall speak more than once on any report/resolution/amendment.

3. RESOLUTIONS AND AMENDMENTS

- (a) Resolutions/amendments shall only be moved by:
 - (i) Nominees on behalf of Cabinet; or^{SEP}
 - (ii) A member on behalf of the Club submitting the resolution/amendment.
- (b) Resolutions/amendments will be seconded by a member on behalf of a Club other than in Clause 3(a)(ii) above.
- (c) Resolutions shall be taken as read without being formally read into the record.
- (d) If no member is present from a Club submitting a resolution/amendment then, unless that Club advises the Resolutions Officer in writing before the commencement of the Convention of the names of a mover and seconder each from other separate Clubs, the resolution/amendment shall be withdrawn unless Convention shall otherwise decide. With this one exception no resolution/ amendment may be withdrawn after the Convention Call has been issued and Clubs have been notified of the proposed resolution/amendment, without the consent of Convention.
- (e) If a resolution be withdrawn with the consent of Convention and there has been an amendment submitted to that resolution then that amended resolution shall become the substantive resolution.

- (f) Each resolution/amendment shall be moved and seconded before consideration by Convention, and no more than one resolution/amendment shall be discussed at any one time.
- (g) No person shall move more than one amendment to any resolution nor shall the mover of a resolution move any amendment to such resolution.
- (h) Where appropriate, resolutions/amendments will be put for consideration immediately following the adoption of the relevant District Officer's/District Advisor's report.

4. TIME LIMITS FOR SPEECHES

- (a) The mover of a resolution / amendment will be permitted a maximum of three minutes to put their case, and after doing so shall formally move the resolution / amendment. The seconder will second the resolution / amendment without being called to the rostrum and may exercise the right to speak in debate by catching the Chairman's eye. At the conclusion of the debate, and before a vote is taken on a resolution, only the mover of the resolution shall have the right of reply for the purpose of answering questions or clarifying points raised, and shall not be allowed more than two minutes for this purpose. They will not be permitted to introduce fresh arguments.
- (b) The mover of an amendment shall not be entitled to the right of reply except when an original resolution has been displaced by an amendment which has become a substantive resolution in accordance with Clause 3(e) above when the right of reply ensues to the mover of the amendment.
- (c) With the exception of the time limits stated in Clause 4(a) each speaker in general debate will be limited to one minute and must direct their comments directly to the report/resolution/amendment under discussion.
- (d) The times specified for speakers may be exceeded only with the approval of Convention.

5 VOTING

- (a) The Voting on any report/resolution/amendment on general business shall be by a show of Delegate Cards of those present and voting. The Chairman shall declare the result or order a count. If the Chairman's declaration is challenged by 20 (twenty) or more registered delegates, the votes shall be counted.
- (b) Any elections of candidates for office shall be by secret written ballot and such elections shall be carried out by the method commonly called the "Single Transferable Vote" or "Preferential Voting" or the "Alternative Vote."
- (c) In the event of a tie following a show of hands or secret ballot the Chairman shall cast the deciding vote.

6. MOTION PROCEED TO NEXT BUSINESS

Any person, provided he has not already spoken on the matter under discussion, may move at any time that Convention proceeds to next business, and if this proposal be seconded the Chairman shall put the matter to Convention after discussion and the mover of the resolution has been offered the right of reply.

7. POINT OF ORDER OR QUESTION

Any person may at any time ask a question or raise a point of order through the Chair but must confine the question or point of order to the subject before Convention.

8. IMPLEMENTATION OF, AND AMENDMENTS TO, STANDING ORDERS

- (a) These Standing Orders shall take full force and effect following adoption by a duly proposed resolution accepted at Convention by a majority vote of not less than two-thirds of voting registered delegates, or their alternates, as the case may be.
- (b) These Standing Orders can only be amended by a duly proposed resolution adopted at Convention by a majority vote of not less than two-thirds of voting registered delegates, or their alternates, as the case may be.

.....

**NOTES ATTACHING TO, BUT NOT FORMING PART OF,
DISTRICT 105SC CONVENTION STANDING ORDERS**

District 105SC Constitution includes, inter alia, the following provisions relating to District Conventions:

1. EMERGENCY RESOLUTIONS AND AMENDMENTS

- (a) The Governor shall have power to accept an emergency resolution or amendment at Convention if, in his opinion, such resolution or amendment could not have reasonably been submitted in writing to the officer appointed on or before the date stipulated.
- (b) Such emergency resolution or amendment shall only be presented for consideration with the approval of Convention.

2. QUORUM

- (a) The attendance in person of a majority of the delegates registered at a convention shall constitute a quorum at any session of the convention.
- (b) If no quorum is present the session shall be adjourned to a time and place to be appointed by the Governor.

3. SUSPENSION OF STANDING ORDERS

Convention may suspend all or part of Standing Orders by a majority decision of registered voting delegates present who exercise their right to vote, at any time during the business of Convention.

4. CONVENTION BUSINESS

The District Governor shall arrange the order of business for the district convention and may during Convention, have discretion to change the order of business to effect the efficient transaction of business, save that, the timing of any vote shall not be brought forward.

5. RULES OF PROCEDURE.

Except as otherwise provided in the Lions Clubs International Constitution and By-Laws, the District 105SC Constitution and By-Laws, national custom and practice or these rules, Robert's Rules of Order, Newly Revised shall govern all questions of order and procedure.

6. CREDENTIALS COMMITTEE

- (a) The credentials committee shall be composed of the District Governor, as chairperson, the cabinet secretary/treasurer and two other non-officers of the district appointed by the District Governor; provided, however, the District Governor may designate any other committee member as chairperson. The credentials committee's primary responsibility shall be to verify club delegate credentials. In carrying out this responsibility, the credentials committee shall have the powers and shall perform the duties as established by national custom and practice or as set forth in Robert's Rules of Order, Newly Revised.
- (b) The registration and certification of delegates shall occur on the day prior (normally between 2pm and 6pm) or on the day of the District Convention.
- (c) The number of certified delegates shall be announced to the convention prior to the commencement of voting and updates provided at appropriate times through convention until the closure of the certification process.

7. NOMINATIONS

- (a) Not less than 60 days prior to the convening of the convention, the District Governor, unless otherwise provided, shall appoint, and designate the chairperson of, a nominations committee^[11] consisting of three (3) members. It shall be the committee's responsibility to review the qualifications of each nominated candidate within thirty (30) days prior to the election and rule on the eligibility of the same.
- (b) Any Candidate may withdraw from the contest at any time prior to the issuance of the final report of the nominations committee.
- (c) Nominations for the offices of District Governor, First and Second Vice District Governor and such other offices to be filled by the convention shall be limited to a maximum of eight minutes presentation time. During that time, as many people as the candidate wishes, including the candidate, may speak on the candidate's behalf. During the presentation, the Nominee must be formally proposed and seconded for office by different Clubs.

8. REPLACEMENT OF DELEGATES AND ALTERNATES.

- (a) To replace a delegate and/or alternate delegate already certified, the replacement must provide a certificate signed by two officers of the club, certifying that the replacement is eligible as an alternate delegate.
- (b) On the day of voting, a duly certified alternate delegate shall be allowed to obtain a ballot and vote in lieu of a duly certified delegate from the same Lions club by presenting his/her copy of his/her alternate credential certificate together with the copy of the certified delegate's credential certificate to the voting personnel at which time the voting personnel will make the necessary notation on the credential records marking that a substitution has been made on the respective club's delegate entitlement. Alternate delegates who were not certified cannot replace a certified or uncertified delegate.

9. ELECTIONS COMMITTEE

- (a) Prior to the convention, the District Governor shall appoint, and designate the chairperson of an elections committee consisting of three (3) members. Each duly nominated candidate shall also be entitled to designate one (1) observer through his/her club. The observers may oversee election procedures only, but may not participate directly in the committee's decision making.
- (b) The elections committee shall be responsible for preparation of elections materials, vote tabulation, and resolving questions concerning the validity of individual ballots. The committee's decision shall be final and binding.
- (c) The elections committee shall prepare a comprehensive report of the election results containing the following components: date, time and place of election; specific voting results by candidate; signature of each committee member and observer. The District Governor, council chairperson and all candidates shall be provided a copy of the committee's report.

10. VOTING

- (a) Voting will take place at a predetermined location and time.
- (b) To secure a ballot card, the delegate shall present his/her credential certificate to voting personnel for verification. Once verified, the delegate shall be issued a ballot.
- (c) The delegate shall indicate his/her vote by placing a mark in the appropriate location by the name of the candidate of his/her choice. The mark must be placed in the proper location to constitute a valid vote. Any ballot containing votes for more than the specified number of offices or persons to be filled in any section shall be declared invalid to that particular section.
- (d) A majority vote shall be necessary to elect the District Governor, First Vice District Governor and Second Vice District Governor following the procedure defined in By-Law Article II Section 4. A majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. If a majority vote is not received in the election of District Governor, First Vice District Governor and Second Vice District Governor, a vacancy shall occur and Article IX, Section 6(d) of the International By-Laws shall apply.

END

Lions Clubs International

CODE OF ETHICS

TO SHOW *my faith in the worthiness of my vocation by industrious application to the end that I may merit a reputation for quality of service.*

TO SEEK *success and to demand all fair remuneration or profit as my just due, but to accept no profit or success at the price of my own self-respect lost because of unfair advantage taken or because of questionable action on my part.*

TO REMEMBER *that in building up my own business it is not necessary to tear down another's; to be loyal to my clients or customers and true to myself.*

WHENEVER *a doubt arises as to the right or ethics of my position or action towards others, to resolve such doubt against myself.*

TO HOLD *friendship as an end and not a means. To hold that true friendship exists not on account of the service performed by one to another, but that true friendship demands nothing but accepts service in the spirit in which it is given.*

ALWAYS *to bear in mind my obligations as a citizen to my nation, my state and my community, and to give them my unswerving loyalty in word, act and deed. To give them freely of my time, labor, and means.*

TO AID *others by giving my sympathy to those in distress, my aid to the weak, and my substance to the needy.*

TO BE CAREFUL *with my criticism and liberal with my praise; to build up and not destroy.*