

# **DISTRICT 37 N**

## **CONSTITUTION AND BYLAWS**



***LIONS CLUBS INTERNATIONAL***

Effective Date, July 1, 2004  
AMMENDED FALL CONVENTION OCTOBER 2005

**LIONS CLUBS INTERNATIONAL**  
**DISTRICT 37N CONSTITUTION AND BY-LAWS**

**Table of Contents**

**District 37N Constitution**

Article I	Name .....	3
Article II	Objectives .....	3
Article III	Membership .....	3
	District Boundaries .....	3
Article IV	District Organization	
	Section 1. Cabinet Officers and Elections.....	4
	Section 2. District Cabinet Meetings .....	5
	Section 3. Regions and Zones.....	6
	Section 4. District Committees.....	7
Article V	District Administrative Fund.....	7
Article VI	District Convention .....	9
Article VII	District Convention Fund.....	11
Article VIII	Amendments.....	13

**District 37N By-laws**

Article I	District Nominations and Elections .....	15
Article II	Duties	
	Section 1. District Governor.....	15
	Section 2. Vice District Governor .....	16
	Section 3. Cabinet Secretary or Secretary-Treasurer .....	16
	Section 4. Cabinet Treasurer or Secretary-Treasurer .....	16
	Section 5. Region Chairman.....	17
	Section 6. Zone Chairman.....	17
	Section 7. District Governor's Cabinet .....	18
	Section 8. District Governor's Advisory Committee.....	18
	Section 9. District Governor's Honorary Committee.....	18
	Section 10. Sergeant-at-Arms .....	18
Article III	Committees .....	19
Article IV	District Projects.....	19
Article V	Rules for Convention Procedures .....	19
Article VI	Nomination and Endorsement for an International Director or Vice President Nominee .....	20
Article VII	Fiscal Year.....	21
Article VIII	Amendments.....	21
Article IX	Effective Date of Constitution and By-laws.....	22
	Policy Manual .....	23

**LIONS CLUBS INTERNATIONAL**  
**DISTRICT 37N CONSTITUTION AND BYLAWS**

**LIONS CLUBS INTERNATIONAL**  
**DISTRICT 37N CONSTITUTION**

(Effective Date, July 1, 2004)

**ARTICLE I**

**NAME**

**SECTION 1.** This organization shall be known as District 37N of the International Association of Lions Clubs, hereinafter referred to as "Lions Clubs International".

**ARTICLE II**

**OBJECTIVES**

**SECTION 1.** To provide an administrative structure with which to advance the purpose and objectives of Lions Clubs International in the District.

**ARTICLE III**

**MEMBERSHIP**

**SECTION 1.** The members of this organization shall be all the Lions Clubs in the District chartered by Lions Clubs International.

**SECTION 2.** **DISTRICT BOUNDARIES**

This district shall include the portions of the State of Montana and the portions of the Province of Alberta as shown in Multiple District 37 records, as amended from time to time, and such Lions Clubs as may in the future be chartered within this territory, or added to or deleted from this list in accordance with the Constitution of Multiple District 37 and Lions Club International.

## ARTICLE IV

### DISTRICT ORGANIZATION

#### **SECTION 1. CABINET OFFICERS AND ELECTIONS**

- a) Each Cabinet Officer shall be a member in good standing of a Lions Club in good standing in the District. The qualification for Vice District Governor and District Governor shall be that the said member shall have by the time he/she takes office as Vice District Governor have served as:
- i) President of a Lions Club for a full term or major portion thereof and a member of the Board of Directors.
  - ii) Secured the endorsement of his/her Club or a majority of the Clubs in District N, **and**
  - iii) ***Shall have completed at least one term as Chairman of one or more of the following Cabinet positions namely: District Convention, Diabetes Awareness, Youth Outreach/Quest, Environment, Extension, Hearing and Speech Action and Work with the Deaf, Journey for Sight, SightFirst, Honorary, Leadership, International Understanding & Co-operation, Leo Club, Lions Club International Foundation, Lions Information & Public Relations, Youth Exchange, Leader Dog, Lions Foundation of Canada, Bulletin Editor, Constitution and By-Laws or***
  - iv) ***Shall have completed at least one term as Chairman or member of the following Multiple District or National or International Offices, namely, Lions of Alberta Foundation, Lions Foundation of Canada and Canine Vision, Lions Eye Bank of Alberta, Montana Lions Sight and Hearing Foundation or USA/Canada Leadership Forum or***
  - v) ***Shall have served as Zone Chairman, Region Chairman or Cabinet Secretary-Treasurer,***
  - vi) With none of the above being accomplished concurrently.

**Amend October 29 2005**

- b) The District shall have a District Cabinet composed of the District Governor, the Immediate Past District Governor, Vice District Governor, the Region Chairman (if the position is utilized during the District Governor's term), a Zone Chairman for each Zone and a Cabinet Secretary, Treasurer or Secretary-Treasurer. The members of the District Cabinet shall be the officers of the District. Each such Officer shall be a member in good standing of a Lions Club in good standing in the District.
- c) The District Governor and the Vice District Governor shall be elected at the Annual Convention of the District for the following Lionistic year.
- d) The Lion so elected shall be known as the District Governor Elect/Vice District Governor Elect until such time as he/she takes office at or following the subsequent International Convention or in case no convention is held then on July 1st next.
- e) One Regional Chairman for each Region, should the District Governor or District Governor Elect, determine to have a Regional Chairman as part of his/her Cabinet, and one Zone Chairman for each Zone (may be elected at the Annual Convention for the following Lionistic Year by the delegates from the Lions Clubs in that Region or Zone as the case may be and shall unless disqualified), serve until the end of the following

Lionistic year.

- f) The District Governor Elect shall appoint by the time he takes office as District Governor, the Cabinet Secretary, Treasurer, or Secretary/Treasurer, as he/she so chooses, and one Region Chairman for each Region if the position is to be filled during the District Governor's year and one Zone Chairman for each Zone unless such Region Chairman or Zone Chairman has been previously elected at the Annual Convention of the District in accordance with paragraph (e), above.
- g) The District Governor may constitute such committees, as he/she deems necessary to advance the purpose of Lions Clubs International in the District, and appoint Chairman to supervise the functioning of such committees. Each Chairman shall be member of the District Governor's Cabinet, and may be granted voting privileges for any specific cabinet meeting or for all cabinet meetings at a regular meeting of the Cabinet on a motion and passed by the Officers of the Cabinet each year.
- h) Any vacancy in any District Office, except that of the District Governor and Vice District Governor, shall be filled by appointment by the District Governor for the unexpired term thereof.
- i) In the event a vacancy occurs in the office of District Governor under Article IV of this constitution, the Vice District Governor shall act as District Governor and shall perform the duties of, and have the same authority as the District Governor until such time as said vacancy is filled by the International Board of Directors for the remainder of the term.
- j) In filling any vacancy arising in the office of Vice District Governor, the District shall convene a meeting of the members of the existing cabinet as provided for in the International Constitution and By-Laws 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 Vice District Governor for the remainder of the term. In filling said vacancy, it shall be the duty of the Immediate Past District Governor, or if not available, the most recent past District Governor who is available, to send out invitations to attend said meeting and it shall also be his/her responsibility to preside as chairman of the meeting. The chairman shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion whom 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.
- k) Each Region and Zone Chairman shall be an active member in good standing in his/her Region or Zone; and have served or will have served at the time of taking office as Region or Zone Chairman, 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.
- l) If any Region Chairman or Zone Chairman, shall cease to be a member of a Club in the Region or Zone, as the case may be, he/she shall fail to remain in good standing in his or her club, his/her term of office shall thereupon cease and the District Governor shall appoint a successor to fill said office.

- m) No salary shall be paid to any officer of the District.

**SECTION 2. DISTRICT CABINET MEETINGS**

- a) Members of the Cabinet entitled to attend regular or special meetings, whether attendance in person or by teleconference call, shall include the District Governor and those officers appointed by the District Governor or elected to his or her office. Attendance at the four (4) regular meetings will also include each Chairman with or without voting privileges and each shall be entitled to be heard.
- b) QUORUM AND VOTE: The attendance of a majority of voting members of the Cabinet in person or by teleconference call shall constitute a quorum for any meeting thereof. In all such meeting, the voting privilege shall extend to the District Governor, the Immediate Past District Governor, Vice District Governor, the Region Chairman (if the position is utilized during the District Governor's term), the Zone Chairman and the Cabinet Secretary and Cabinet Treasurer or Secretary-Treasurer.
- c) PRESIDING: The presiding officer at all Cabinet meetings shall be the District Governor. He/She shall be entitled to one vote at all meetings. In the absence of the District Governor, the presiding officer shall be the Vice District Governor who shall be entitled to one vote.
- d) REGULAR: A regular meeting of the Cabinet shall be held each quarter of the fiscal year, with the first to be held within sixty (60) days after the adjournment of the preceding International Convention or in the event that no International Convention has been held, then and in that case, before the first day of September of the Lionistic year. Not less than five (5) days, nor more than ten (10) days written notice, by prepaid post, facsimile or electronic means of meeting setting forth a date, time, and place determined by the District Governor shall be given to each voting member by the Cabinet Secretary or Secretary-Treasurer.
- e) 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 or Secretary-Treasurer by a majority of the members of the Cabinet. Not fewer than five (5) days, nor more than ten (10) days written, facsimile or electronic notice of each special meeting, setting forth the purpose thereof and a date, time and place determined by the District Governor, shall be given to each member by the Cabinet Secretary or Secretary-Treasurer.
- f) Notwithstanding Paragraph (e), the District Governor may conduct a Cabinet Meeting by means of a teleconference call to Officers of the District.

**SECTION 3. REGIONS AND ZONES**

- a) The District Governor shall divide the District into Regions of no more than sixteen (16) and no fewer than ten (10) Lions Clubs, and each Region into Zones of no more than eight (8) and no fewer than four (4) Lions Clubs, giving due respect to geographical location of the Clubs and previous club membership in each zone. All such Regions and Zones shall be subject to change by the District Governor when, in his/her sole discretion he/she shall deem the same necessary or advisable in the best interests of Lions Clubs International.

- b) REGION MEETINGS: Meetings of representatives of all clubs in a region, with the Region Chairman presiding (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, shall be held during the fiscal year at such times and places fixed by the Region Chairman or other assigned cabinet members of his/her respective Region.
- c) ZONE MEETINGS: (District Advisory Committee Meetings) Meetings of representatives of all Clubs in a Zone, with the Zone Chairman presiding, shall be held during the fiscal year at such times and places as fixed by the Zone Chairman of his or her respective Zone.

**SECTION 4. DISTRICT COMMITTEES**

- a) DISTRICT GOVERNOR'S ADVISORY COMMITTEE: In each Zone, the Zone Chairman and Presidents and Secretaries of the Clubs in the Zone shall comprise of a District Governor's Advisory Committee, with the Zone Chairman as Chairman thereof. At a date, time and place called by the Zone Chairman, this Committee shall hold its first meeting within ninety (90) days after the adjournment of the preceding International Convention or in the event that no International Convention has been held, then and in that case, before the first day of October of the Lionistic year, a second meeting in the month of November; a third meeting in the month of February or March; and a fourth meeting, if deemed by the Zone Chairman to be advisable, approximately thirty (30) days prior to the Multiple District Convention.
- b) DISTRICT GOVERNOR'S HONORARY COMMITTEE: The District Governor may appoint a District Governor's Honorary Committee of Past International Officers who are members in good standing of Clubs which are in good standing within the District. This Committee shall meet when and as called upon by the District Governor.

**ARTICLE V**

**DISTRICT ADMINISTRATIVE FUND**

**SECTION 1.**

- a) To provide revenue to defray the non-Convention administrative expenses of the District, ***an annual District Administrative Fund Per Capita Tax of Six dollars (US \$6.00) of which fifty cents (US \$ .50) is disbursed to the District Convention Fund*** is hereby levied upon each member of each club in the District. It shall be billed, in association with the Multiple District dues in January of each year, based upon the MMR of each club as of November 30<sup>th</sup> or the information on the last MMR report on file. Said per capita tax shall be so paid to the Cabinet Treasurer by each club, except newly chartered and reorganized clubs, which shall collect and pay said per capita tax on a pro-rate basis from the first day of the second month following the date of their organization or reorganization, as the case may be.
- b) The annual Multiple District and District membership dues shall be collected by the District 37N Cabinet Secretary or Secretary-Treasurer and the Multiple District 37 dues remitted to the Multiple District 37 Secretary-Treasurer.

- c) The annual Multiple District and District membership dues shall be based on the Monthly Membership Report as of the end of November of each year or as outlined in the Multiple District Constitution.

**SECTION 2.**

Such funds shall be disbursed only for non-Convention administrative expenses of the District and only upon approval by the District Governor and his/her Cabinet. Disbursements there from shall be by cheques drawn and signed by the Cabinet Treasurer or Secretary-Treasurer, provided he or she is available and capacitated, and countersigned by the District Governor provided that he or she is available and capacitated, or in the event of the unavailability or incapacity of either, by an alternate Cabinet Officer selected by the simple majority of the voting members of the District Cabinet duly assembled.

**SECTION 3.**

Expenses of the *Vice District Governor* in connection with his/her attending one (1) constitutional area forum in North America shall be considered a District administrative expense. Reimbursement for such expense shall be made on the same basis as outlined in the Rules of Audit of Lions Clubs International or as specified in the current District budget up to the amount of \$1000.00 U.S.

**Amend October 29, 2005**

**SECTION 4.**

The District Governor and his/her Cabinet shall not incur obligations in the fiscal year that will result in an unbalanced budget or deficit in such fiscal year.

**SECTION 5.**

The Cabinet Treasurer or Secretary-Treasurer and the alternate cheque signing officer referred to in Section 2 of this Article V may be bonded in such amount and with such Surety Company as shall be approved by the District Governor and the cost of same shall be a District administrative expense.

**SECTION 6.**

No assessments or levies may be imposed upon any Lion or Lions Club by the District Governor or his/her Cabinet, except upon 2/3 majority affirmative vote of delegates assembled in Convention.

**SECTION 7.**

The District Governor shall provide for an *review* of the books and accounts of the Cabinet Treasurer or Secretary-Treasurer, and a statement of the financial condition of the District shall be sent to Lions Clubs International and each Club in the District within sixty (60) days after the close of the fiscal year by the District Governor then in office.

**Amend October 29, 2005**

**ARTICLE VI**  
**DISTRICT CONVENTION**

**SECTION 1.**

An annual convention of the District shall be held in each fiscal year at least sixty (60) days prior to the International Convention at place selected a previous convention of the District or at a date and time fixed by the District Governor in the event that no bids are received, bids are withdrawn, the accepted host(s) in the opinion of the District Governor refuses or neglects to follow established procedure or are not properly prepared or the site is no longer available.

**SECTION 2.**

The District Governor shall receive bids in writing from Lions Clubs in the District desiring to entertain a future 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 not less than thirty (30) days prior to the convening date of the convention at which the bid is to be voted upon. The procedure to be followed in the investigation of bids and in the 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 received by the District Governor, shall be determined by the District Governor.

**SECTION 3.**

The District Governor alone or in committee, or the District Cabinet at the option of the District Governor, shall establish a set of ground rules of procedure, acceptable methods of record keeping, receipt of registration fees, and the like, well in advance of each convention.

**SECTION 4.**

A Convention Advisory committee shall be appointed by the District Governor, and shall consist of five (5) members; two (2) members appointed for two (2) year term of which one (1) will be a Past District Governor, two (2) members appointed for a one year term of which one (1) will be a Past District Governor and the Chairman of the next Host Club Committee. The Committee shall submit plans and a proposed budget to the District Governor's Cabinet. These plans and budget, upon approval, shall be confirmed to the Host Club Convention Committee.

**SECTION 5.**

Upon receiving the bid for the District Convention, the Host Club shall form a Convention Committee which shall assist to formulate, and implement plans and the proposed budget for the Convention. The Committee shall submit a final report of all phases of the Convention within thirty (30) days following the close of the Convention to the District Governor.

## **SECTION 6.**

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

## **SECTION 7.**

A Convention Sergeant-at-Arms and Assistant Sergeants-at-Arms as shall be appointed by the District Governor.

## **SECTION 8.**

Each chartered Club in good standing in Lions Clubs International and the District shall be entitled to be represented by one or more delegates at the annual District Convention and shall be entitled in each such Convention to one voting delegate and one alternative for each ten (10) members or major fraction thereof, of such Club as shown by 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 may cast one vote only for each office to be filled, and one vote only on each issue to be voted on by the members of said Convention. Unless otherwise specified therein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the Convention. The District Governor and any Past District Governor of this District shall be considered voting delegates over and above his or her Club's quota for all purposes. ***Each delegate must have obtained a full registration for the convention to be eligible to be certified for voting.***

**Amend October 29, 2005**

## **SECTION 9.**

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 10.**

The District Governor shall retain and have power to change at any time, for good reason, the convention site chosen by a previous District convention, and neither the District Governor nor the District, nor any member of the District Cabinet, shall incur any liability thereby to any club or club member in the District.

## **SECTION 11.**

Within THIRTY (30) days after the close of each Single and Sub-District Convention, the cabinet secretary shall transmit one copy of the complete proceedings thereof to the International Office. Upon written request from any club in the respective District a copy shall be furnished to said club.

## **SECTION 12.**

The District Governor shall retain and have power to change at any time, for good reason, including the reasons set out in Article VI Section 1, the Convention site chosen by a previous District Convention, and neither the District Governor nor the District, nor any member of the District Cabinet, shall incur any liability thereby to any Club or Club member in the District.

## **ARTICLE VII**

### **DISTRICT 37N CONVENTION FUND**

#### **SECTION 1.**

- a) The account records of the District shall include and identify a fund to be known as the District Convention Fund and a further fund to be known as The District Convention Surplus Fund.
- b) The District Convention Fund shall consist of monies received from the District dues, as stipulated in section 1(a). The District convention fund shall be used exclusively for defraying expenses of District Conventions and shall be expended only by District checks drawn and signed by the Cabinet Treasurer and/or Cabinet Secretary-Treasurer and countersigned by the District Governor.
- c) The District Convention Surplus Fund shall consist of any and all unexpended portions of the District Convention Fund that shall not have been disbursed during the District Governor's fiscal year, as well as any surplus funds received from the Host Club or Clubs of a District Convention.
- d) In any fiscal year, any balance remaining in the Convention Fund after payment of all Convention Administration 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. In the event that as of the 2<sup>nd</sup> day of January of each year, the District Convention Fund shall exceed \$5000 U.S., the excess over the \$5000 U.S. shall be permanently transferred from the District Convention Fund to the District Administrative Fund.
- e) Monies of the District Convention Fund and the District Convention Surplus Fund may for banking purposes, be segregated from or combined with the District Administrative Fund.
- f) Such fee as the District Cabinet shall set may be collected under procedures set by the District Governor, from each delegate, alternate, and guest attend the District Convention to defray the actual cost of convention expenses, meals and entertainment.
- g) The District Cabinet may advance to the Host Club of a District Convention by way of a loan or a grant from the District Convention and/or the District Convention Surplus Fund, such amounts as the Cabinet shall consider to be advisable for the promotion or subsidization of the District Convention, as the case may be.

- h) Unless the District Cabinet shall approve the budget of the Host Club or Clubs of a District Convention and shall agree to subsidize the same, each District Convention shall be budgeted to be self-supporting.
- i) Unless the District Cabinet shall consent to the Host Club or Clubs of a District Convention retaining the profit from a District Convention or any part thereof, all surplus funds resulting from a District Convention shall be paid to the District Treasurer or Secretary-Treasurer promptly following the convention.
- j) A Host Club, or Clubs, of a District Convention shall be responsible for any deficit resulting from such Convention, and shall pay any such deficit from Club administration funds.
- k) In the event of a deficit, the District Cabinet may, after reviewing the financial statement provided in accordance with the (j), reimburse all or part of the deficit to the Host Club or Clubs.

## **SECTION 2.**

District Convention Administrative expenses shall be paid only by District cheques drawn and signed by the Cabinet Treasurer or Secretary-Treasurer, provided he or she is available and capacitated and countersigned by the District Governor, provided that he or she is available and capacitated, or in the event of the unavailability or incapacity of either, by an alternate Cabinet Officer selected by the simple majority of the voting members of the District Cabinet duly assembled.

## **SECTION 3.**

A Host Club or Clubs of a District Convention shall submit for approval to the Cabinet a budget for its convention. Upon approval of such budget, the Cabinet may allow such amount as it deems desirable to offset administrative expenses of the Convention. In the event that the Host Club or Clubs does not present a budget for approval or incurs expenses that were not approved by the Cabinet, part or all of the deficit resulting from such convention shall be considered club administrative expenses and shall not be the responsibility of the District Cabinet unless the Cabinet in its sole discretion shall otherwise decide.

## **SECTION 4.**

A Host Club or Clubs shall provide the District Governor with a complete accounting of expenditures, receipts, billings, invoices and other documents, together with a complete financial statement covering all aspects of the District Convention within thirty (30) days following the close of the District Convention.

## **SECTION 5.**

A Club or Clubs acting as host or hosts for a District Convention shall not use the operation of such Convention as a Club fund raising project.

**SECTION 6.**

No Lions Club or individual shall sell, provide, circulate, or otherwise distribute raffle tickets, draw entries, activities or any merchandise whatsoever at a District Convention without first having obtained the express written authority of the District Governor.

**SECTION 7.**

*In the event the Host Clubs Convention Committee, in any year, has a balance left after the payment of all District Convention expenses, that half of the balance be distributed to the Convention Host Club(s) and the other half of the balance shall be placed in a District Convention Reserve Account.*

Amend October 29, 2005

**ARTICLE VIII**

**AMENDMENTS**

**SECTION 1.**

This Constitution may be amended only at a District Convention by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by the affirmative vote of two-thirds (2/3) of the votes cast. The Constitution shall be updated annually to automatically reflect the changes approved at the immediately preceding Convention of the International Association of Lions Clubs.

**SECTION 2.**

No amendments shall be so reported or voted upon unless the same shall have been furnished to each Club not 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 3.**

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

**SECTION 4.**

Should any provision of the District 37N Constitution and By-Laws contravene that of the Multiple District and/or International Constitution and By-Laws or policies of this association, the latter would be controlling. While such changes would govern the District, a housekeeping amendment approved by the District delegates is recommended.

**LIONS CLUBS INTERNATIONAL**  
**DISTRICT 37N BY-LAWS**

**ARTICLE I**

**DISTRICT NOMINATIONS AND ELECTIONS**

**SECTION 1.**

Each District Governor shall appoint, by written notification received at least sixty (60) days prior to the District Convention, a Nominating Committee of not more than five (5) members, each of whom shall be members in good standing of different Lions Clubs which are in good standing in the District and such members shall not at the time of their appointment hold any District or International Office. In addition to the above, a Chairman is to be appointed and the Clubs notified of the Chairman appointed and Clubs in good standing may then submit nominations to such Chairman or District Governor for the consideration of the Nomination Committee.

**SECTION 2.**

Any qualified member of a Club in the District seeking the office of District Governor or Vice District Governor shall file his/her intention to so run in writing with the Nomination Committee prior to the day of its report to the Convention and furnish therewith evidence of his/her compliance with the qualification of 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 received and or so qualified, then, but then only, nominations for the office may be made from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

**SECTION 3.**

The election shall be by secret written ballot, unless there shall be only one nominee, in which event a voice vote may be taken. The candidate receiving the largest number of votes cast shall be declared elected. In case of a tie on any ballots, balloting shall continue on the tied candidates until one is elected.

**SECTION 4.**

The Cabinet Secretary or Secretary-Treasurer shall notify in writing, the Multiple District Secretary-Treasurer of the intent of the District to hold a Convention to elect a District Governor and a Vice District Governor at least sixty (60) days prior to the commencement of the Multiple District Convention to be held during the same fiscal year.

**SECTION 5.**

The Cabinet Secretary or Secretary-Treasurer shall notify in writing the Multiple District Election Committee, of the names of the District Governor-Elect and the Vice District Governor at least thirty (30) days prior to the commencement of the Multiple District Convention.

## **SECTION 6.**

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. The District Governor, Immediate Past District Governor, Vice District Governor, the Region Chairman, Zone Chairman, and the Secretary and Treasurer or Secretary-Treasurer and members of the District Governor's Honorary Committee shall convene at a date, time and place called and determined by the Immediate Past District Governor to pick a replacement for recommendation to the International Board of Directors. (See Exhibit A)

## **ARTICLE II**

### **DUTIES**

#### **SECTION 1.**

**DISTRICT GOVERNOR:** The District Governor shall act under the general supervision of the International Board of Directors as the representative of Lions Club International in this District. In addition, he/she shall be the chief administrative officer of this District and shall have direct supervision over the Vice District Governor, Region Chairman, the Zone Chairman, the Cabinet Secretary and Cabinet Treasurer (or Secretary-Treasurer) and such other cabinet members as may be provided for in this Constitution and By-Laws. His/her specific responsibilities shall be to:

- a) Further the purposes and objectives of Lions Clubs International.
- b) Supervise organization of new Lions Clubs.
- c) Promote cordial relations among the Chartered Lions Clubs.
- d) Preside over all Cabinet, Convention and other District meetings.
- e) Establish such Cabinet Committees as shall in his/her opinion further the purposes and objectives of or shall be required by Lions Club International in the District and appoint and for good cause remove from office, a Chairman for each committee.
- f) Exercise such supervision and authority over Cabinet officers and District Committee appointees as is provided in this Constitution, including, but not by way of limitation, the following.
  - i) Designate a depository for all District funds and authorize the payment there from of all legitimate expenses pertaining to the administration of the affairs of the District.
  - ii) Secure, set the amount of and approve the Surety Company issuing the surety bond for the Cabinet Treasurer or Secretary-Treasurer, in the event that he or she is to be bonded.
  - iii) Secure, semi-annual or more frequently, District financial reports from the Cabinet Treasurer or Secretary-Treasurer.
  - iv) Provide for an annual or more frequent audit of the books and accounts of the Cabinet Treasurer or Secretary-Treasurer and set up a definite schedule of dates, time and places of Cabinet meetings to be held during the fiscal year.
- h) Submit a current itemized statement of total District receipts and expenditures to the annual District Convention.
- i) Submit such other reports and perform such other duties as may be required by the International Board of Directors.
- j) Deliver, forthwith, at the termination of his/her term of office, all District accounts, funds and records to his or her successor in office.

## **SECTION 2.**

**VICE DISTRICT GOVERNOR:** The Vice District Governor, subject to the supervision and direction of the District Governor, shall be Chief Administrative Assistant to the District Governor. His or her specific responsibilities shall be to:

- a) Further the purpose and objects of Lions Clubs International.
- b) Familiarize himself/herself with the duties of the District Governor so in the event of a vacancy in the office of District Governor he or she will be better prepared to assume the duties and responsibility of the office.
- c) Perform such administrative duties as may be assigned to him or her by the District Governor or District Cabinet.
- d) Perform such other functions or acts as may be required of him or her by the International Board of Directors through the Vice District Governor's Manual and other directives.
- e) Actively participate in all cabinet and council meetings and conduct all meetings in absence of the District Governor.
- f) Participate in the preparation of the District budget.
- g) Be actively engaged in all matter to be continued during the next year.
- h) Participate in the review of the strengths and weakness of the clubs in the District.
- i) At the request of the District Governor supervise appropriate District Committees.

## **SECTION 3.**

**CABINET SECRETARY OR SECRETARY-TREASURER.** Under the supervision and direction of the District Governor, the Cabinet Secretary or Secretary-Treasurer shall:

- a) Keep an accurate record of the proceedings of all meetings of the Cabinet, and within five (5) days after each meeting, forward copies of the same to all members of the Cabinet, the Multiple District Secretary-Treasurer, and the office of Lions Clubs International.
- b) Take and keep minutes of the District Convention and furnish copies of the same to Lions Clubs International, the Multiple District Secretary-Treasurer, the District Governor, and the Secretary of each Club in the District.
- c) Assist the District Governor and the Cabinet in conducting the business of the District and perform such other duties as are specified or implied in this Constitution and By-Laws, or as may be assigned to him or her from time to time by the District Governor or the Cabinet.
- d) Sign all notices and documents issued by the Cabinet.
- e) Make an annual report to the Cabinet at its meeting immediately preceding or held in conjunction with its District Convention, and such other reports at such other times as the District Governor or Cabinet may require.

## **SECTION 4.**

**CABINET TREASURER OR SECRETARY-TREASURER:** Under the supervision and direction of the District Governor, the Cabinet Treasurer or Secretary-Treasurer shall:

- a) Collect and receipt all funds due to the 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.
- b) Keep accurate books and records of account and permit inspection of the same by the District Governor, any Cabinet meeting 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 request to any auditor appointed by the District Governor.
  - c) Secure a bond for the faithful performance of his/her duties in such sum and with such surety as may be required by the District Governor.

## **SECTION 5.**

**REGION CHAIRMAN.** The Region Chairman, (if the position is utilized during the District Governor's term) subject to the supervision and direction of the District Governor, shall be the Chief Administrative Officer in his/her region. His/her specific responsibilities shall be to:

- a) Further the purposes and objects of this Association.
- b) Supervise the activities of the Zone Chairman in his/her region and such District Committee Chairman as may be assigned to him/her by the District Governor.
- c) Play an active role in organizing new Clubs and in strengthening weak Clubs.
- d) Visit a regular meeting of each Club in his/her region at least once during his/her term of office, reporting his/her findings to the District Governor.
- e) Visit a regular Board of Directors Meeting of each Club in his/her Region at least once during his/her term of office, reporting his/her findings to the District Governor.
- f) Endeavour to have every Club in his/her Region operating under a duly adopted Club Constitution and By-Laws.
- g) Promote representation at International and District Conventions by at least the full quote of delegates to which each Club in his/her Region are entitled.
- h) Carry out such official visitations to Club meetings and charter nights as shall be assigned to him/her by the District Governor.
- i) Perform such other functions and acts as may be required of him/her by the International Board of Directors through the Region Chairman's Manual and other directives.

In the event the Region Chairman for any reason cannot or does not, in the judgement of the District Governor, perform the duties of his/her office, or in the event the office is for any reason vacated, the District Governor shall appoint a successor to serve for the unexpired term.

## **SECTION 6.**

**ZONE CHAIRMAN:** The Zone Chairman, subject to the supervision and direction of the District Governor and/or Region Chairman, shall be the Chief Administrative Officer in his/her zone. His/her specific responsibilities shall be to:

- a) Further the purposes and objects of this Association.
- b) Serve as Chairman of the District Governor's Advisory Committee in his/her Zone and as Chairman to call regular meetings of said committee.
- c) Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to Lions Clubs International and to the District Governor and Region Chairman.
- d) Play an active role in organizing new Clubs and keep informed on the activities and well being of all Clubs in his/her Zone.
- e) Represent each Club in his/her Zone in any problem with District, Multiple District or

- Lions Clubs International.
- f) Supervise the progress of District, Multiple District, and Lions Clubs International in his/her Zone.
  - g) Endeavour to have every Club within his/her Zone operating under a duly adopted Club Constitution and By-Laws.
  - h) Promote representation at International and District Conventions by at least the full quota of delegates to which Clubs in his/her Zone are entitled.
  - i) Visit a regular meeting of each Club in his/her Zone once or more during his/her term of office, reporting his/her findings to the Region Chairman and District Governor particularly with respect to weakness he/she may have discovered.
  - j) Perform such other functions and acts as may be required of him/her by the International Board of Directors through the Zone Chairman's Manual and other directives.

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

## **SECTION 7.**

**DISTRICT GOVERNOR'S CABINET:** The District Governor's Cabinet shall:

- a) Assist the District Governor in the performance of his/her duties and in the formation of administrative plans and policies affecting the welfare of Lionism within the District.
- b) Serve in an advisory and administrative capacity only.
- c) Receive from the Region and Zone Chairman, reports and recommendations that concern the Clubs and Zones.

## **SECTION 8.**

**DISTRICT GOVERNOR'S ADVISORY COMMITTEE:**

Under the direction of the District Governor, shall assist the Zone Chairman in an advisory capacity; procure recommendations affecting the welfare of Lionism and the Clubs in the Zone, and relay the same through the Zone Chairman to the District Governor and his/her Cabinet.

## **SECTION 9.**

**DISTRICT GOVERNOR'S HONORARY COMMITTEE:**

It shall act under the direction of the District Governor in the promotion of harmony throughout the District. The Chairman of this Committee shall attend meetings of the Cabinet when requested by the District Governor.

## **SECTION 10.**

**SERGEANT-AT-ARMS:**

The Sergeants-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 III**

#### **COMMITTEES**

##### **SECTION 1.**

The Credentials Committee of the District Convention shall be composed of the District Governor, as Chairman, the Cabinet Secretary or Secretary-Treasurer and two (2) other non-officers of the District appointed by the District Governor. The Credentials Committee shall have the powers and perform its duties according to Rules set forth in Robert's Rules of Order newly revised.

##### **SECTION 2.**

The District Governor shall appoint, designate the Chairman of, and fill any vacancies occurring in the following District Convention Committees: Resolutions, Elections, Constitution and By-Laws, Rules and International Convention. Each Region shall have at least one representative on each Committee established by the District Governor. These committees shall perform such duties as the District Governor shall designate.

### **ARTICLE IV**

#### **DISTRICT PROJECTS**

##### **SECTION 1.**

The Cabinet Secretary or Secretary-Treasurer shall notify in writing, all Clubs affected by a proposed project involving participation by more than two (2) Clubs. Such notification shall contain the purpose of the proposed project, the anticipated results, and all available details. The notification shall be forwarded to all Clubs affected at least thirty (30) days prior to a meeting to be convened to discuss the merits of the proposal. No proposal shall proceed unless it receives District approval.

### **ARTICLE V**

#### **RULES FOR CONVENTION PROCEDURES**

##### **SECTION 1.**

The District Governor shall arrange the order of business for the District Convention, and the same shall be the order of the day for all sessions.

##### **SECTION 2.**

Except as otherwise specifically provided in this Constitution and By-Laws, or in the Rules of Procedure adopted for a meeting, all questions on order and procedure in any 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 VI

### NOMINATION AND ENDORSEMENT FOR AN INTERNATIONAL DIRECTOR OR VICE PRESIDENT NOMINEE

#### **SECTION 1.**

Subject to the provision of the International Constitution & By-Laws, and the Constitution and By-Laws of Multiple District 37, any member of a Lions Club in the District seeking endorsement of a District Convention as a candidate for the office of International Director or Vice President shall:

- a) Deliver (by mail, electronically, or in person) written notice of intention to seek such endorsement to the District Governor and, if this District is a sub-District of a Multiple District, to the Multiple District Council Secretary-Treasurer, no less than ninety (90) days prior to the convening date of the respective 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.**

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 Constitutional requirements.

#### **SECTION 3.**

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

#### **SECTION 4.**

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 District. In the event of a tie vote, or failure of one nominee to receive the required majority on any ballot, balloting shall continue with respect to the two (2) nominees only who received the largest number of votes on the previous ballot, until one receives the required majority of the votes cast.

#### **SECTION 5.**

Certification of endorsement by the respective Convention shall be made in writing to the International Office and to the Multiple District office by the District officials designated, and in accordance with the requirement therefore set forth in the International Constitution and By-Laws and the Constitution and By-Laws of the Multiple District 37.

**SECTION 6.**

No endorsement of candidacy of any member of a Lions Club in this District shall be valid unless and until the provisions of this Article VI have been met.

**ARTICLE VII**

**FISCAL YEAR**

**SECTION 1.**

The fiscal year of this District 37N shall be from July 1<sup>st</sup> through June 30<sup>th</sup>.

**ARTICLE VIII**

**AMENDMENTS**

**SECTION 1.**

These By-Laws may be amended only at a District Convention, by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by a majority of the votes cast. The By-Laws shall be updated annually to automatically reflect the changes approved at the immediately preceding Convention of the International Association of Lions Clubs.

**SECTION 2.**

No amendments shall be 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 shall be voted at said Convention.

**SECTION 3.**

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

**SECTION 4.**

Should any provision of the District 37N Constitution and By-Laws, contravene that of the Multiple District and/or International Constitution and By-Laws or policies of this association, the latter would be controlling. While such changes would govern the District, a housekeeping amendment approved by the District is recommended.

**ARTICLE IX**

**EFFECTIVE DATE OF  
CONSTITUTION AND BY-LAWS**

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

# POLICY MANUAL

## EXHIBIT A

### RULES OF PROCEDURE

### DISTRICT 37N CONVENTION

#### Rule 1.

The district governor shall arrange the order of business for the district convention. Except for registration and certification hours, which may not be changed, deviation from the announced order of business shall be made only by consent of three-fourths (3/4) of the certified delegates assembled at any session at which a quorum is present. A majority of those certified delegates present in person at any session shall constitute a quorum.

#### Rule 2.

Except as otherwise provided in the Lions Clubs International Constitution and By-Laws, the District 37N 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.**

#### Rule 3.

(a) The credentials committee shall be composed of the district governor, as chairman, 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 chairman. 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 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(s) \_\_\_\_ between the hours of \_\_\_\_ and \_\_\_\_

(c) The number of certified delegates shall be announced to the convention upon close of certification and prior to the commencing of voting.

#### Rule 4.

(a) Prior to the convention, the district governor, unless otherwise provided, shall appoint, and designate the chairman of, a nominations committee consisting of five (5) members. It shall be the committee's responsibility to review the qualifications of each nominated candidate and rule on the eligibility of the same.

(b) Candidate may withdraw from the contest at any time prior to the issuance of the final report to the nominations committee.

**Rule 5.**

Replacement of delegates and alternate delegates.

(a) To replace a delegate and/or alternate delegate already certified, the replacement must surrender the copy of the credential certificate issued to the member he/she is replacing.

(b) On the day 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.

**Rule 6.**

Nominations for the offices district governor, vice district governor and such other offices to be filled by the convention shall be limited to nominating/seconding speeches not to exceed five (5) minutes nominating and three (3) minutes seconding.

**Rule 7.**

(a) Prior to the convention, the district governor shall appoint, and designate the chairman 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 observer may oversee election procedures only, but may not participate directly in the committee's decision making.

(b) The elections committee shall be responsible for the preparing 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 chairman and all candidates shall be provided a copy of the committee's report.

**Rule 8. - 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 voter 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 vote. Any ballot containing votes for more than the specified number of offices to be filled in any section shall be declared invalid to that particular section.

(d) A simple majority vote shall be necessary to elect the district governor. If a simple majority vote is not received in the election of district governor, a vacancy shall occur and Article 1V, Section 7(d) of the International Constitution shall apply, and subsection (e) of this rule shall be followed.

(e) A simple majority vote shall be necessary to elect all other candidates. In the event any one candidate shall fail to receive the required number of votes to be elected, additional balloting shall take place as outlined in this section until such time as one candidate secures a simple majority of the votes cast.

**EXHIBIT B**  
**RULES OF PROCEDURE**  
**SPECIAL MEETING TO RECOMMEND**  
**A LION FOR APPOINTMENT AS DISTRICT GOVERNOR**

**Rule 1.**

In the event a vacancy arises in the office of district governor, it shall be the duty of the immediate past district governor, or if not available, the most recent past district governor who is available, upon notification from the international office, to convene a meeting of the district governor, the immediate past district governor, vice district governor, the region chairmen, zone chairman and the secretary and treasurer or secretary/treasurer and all past international presidents, past international directors and past district governors **who are members in good standing of a chartered Lions club in the** district for the purpose of recommending a lion for appointment by the International Board of Directors.

**Rule 2.**

Written invitations to the meeting shall be sent as soon as possible so that the meeting is held within the required **fifteen (15) days** of receipt of notification. The immediate past district governor, as the meeting's chairman, shall have the authority to select the meeting site, date and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time within the required **fifteen (15) days**.

**Rule 3.**

The chairman shall maintain a **written** attendance roster.

**Rule 4.**

Each Lion whom is entitled to attend the meeting may make one nomination of his/her choice from the floor.

**Rule 5.**

Each such nominee shall be entitled to one seconding speech, only, in his/her behalf of not more than three (3) minutes in duration, and may speak personally for five (5) additional minutes. When each nominee has had an opportunity to present his/her remarks, the chairman shall declare the nominations closed. No additional nominations shall be accepted after the close of nominations.

**Rule 6. Voting.**

- (a) Voting will occur immediately after the close of nominations.
- (b) Voting will be by written ballot unless a majority of the members attending the meeting select another voting method.
- (c) The member shall indicate his/her vote by writing the name of his/her choice on the ballot. Any ballot containing votes for more than one nominee shall be declared invalid.
- (d) A simple majority vote shall be necessary to recommend a member for appointment as district governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place as outlined in this Rule 6 until such time as one candidate secures a simple majority vote.

**Rule 7.**

At the conclusion of the meeting, but in no event more than **seven (7) days** after the conclusion of the meeting, the chairman will forward a written report of the voting results to the international office together with evidence of invitations sent and attendance at the meeting.

**Rule 8.**

The International Board of Directors, pursuant to Article V11, Section 9(a)(4) of the International Constitution shall consider, but is not bound by, any recommendation resolved at the special meeting. The International Board of Directors reserves the right to appoint the recommended or any club member as district governor for the (remainder of the) term.

**SUMMARY OF RULES  
SPECIAL MEETING TO RECOMMEND A LION  
FOR APPOINTMENT  
AS DISTRICT GOVERNOR**

- 1. The international office has advised the district to convene a special meeting to recommend a member to appointment as district governor.
- 2. The immediate past district governor prepares invitations for the special meeting. Invitations are to be sent to the district governor, immediate past district governor, vice district governor, the region chairmen, zone chairmen and secretary and treasurer or secretary/treasurer and all past International Presidents, past international directors and past district governors who are members in good standing of a chartered Lions club in the district. The invitations should state the date, time and location for the meeting.
- 3. The chairman maintains an attendance roster at the meeting.

4. Nominations are made from the floor; each nominee may speak for five (5) minutes, and his/her seconding may speak for additional three (3) minutes
5. Voting begins immediately after nominations close. Voting is by written ballot unless a majority of attendees select another voting method.
6. A simple majority of votes cast by those present and voting is necessary to be recommended. If no one candidate secures a simple majority vote, voting continues as outlined in the rules procedure
7. The chairman forwards the meeting results at the conclusion of the meeting.