

District Constitution and By-Laws



District No.14-A

County, State, Province:

Bucks, Delaware, Montgomery & Philadelphia Cos., Pennsylvania

Date Adopted

April 11, 2015

Date Revised

July 1, 2016 per LCI in accordance with Constitution Article IX, Section 2

DISTRICT 14-A CONSTITUTION AND BYLAWS

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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.*

CONSTITUTION

ARTICLE I Name

This organization shall be known as Lions District 14-A, hereinafter referred to as the "District."

ARTICLE II Purposes

The purposes of this District shall be:

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

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 members 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.

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 entire area of Bucks, Delaware, Montgomery and Philadelphia Counties of the Commonwealth of Pennsylvania, United States of America.

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

The District 14-A Constitution and By-Laws shall govern the District unless otherwise amended so as not to conflict with the Multiple District 14 and International Constitution & By-Laws 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 14 Constitution and By-Laws, then the Multiple District 14 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.

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, 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. 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, the Cabinet Secretary, the Treasurer, the District Chaplain, the Cabinet Parliamentarian, the chairpersons of the Constitution and By-Laws (CBL), Finance (FIN), Membership (GMT) and , Leadership Development (GLT) Committees, and such other club members as may be included in this section as amended in accordance with the amendment procedures contained herein.

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, by the time he/she takes office, the Cabinet Secretary, the Cabinet Treasurer, one Region Chairperson for each region (if the position is utilized during the District Governor's term), one Zone Chairperson for each zone in the District, the District Chaplain, the Cabinet Parliamentarian, and such other club members as may be included in the District Cabinet as specified in Section 2 of this article.

Section 4. REMOVAL. Members of the District Cabinet, other than the District Governor, First Vice District Governor and Second Vice District Governor, serve at the pleasure of the District Governor and may be removed from office for cause by the District Governor at any time.

ARTICLE VII District Convention

Section 1. TIME AND PLACE. 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, and no less than five (5) days prior to the convening of the Multiple District 14 Convention unless being held in conjunction with the multiple district 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.

Section 2. DELEGATE FORMULA.

- 1. Club Delegates.** Each chartered club in good standing in Lions Clubs International and the District shall be entitled in each annual convention of the District 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.
- 2. Past District Governors.** Each Past District Governor who is a member of a club in good standing in the District shall be entitled to full delegate privileges at each convention of the

District. A Past District Governor granted such delegate status shall not be counted as, nor vote as, a club delegate at the district convention.

Section 3. VOTING. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to, the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. All eligible delegates must be members in good standing of a club in good standing in this District. Delinquent dues may be paid and good standing acquired up to fifteen (15) days prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

Section 4. 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 5. SPECIAL CONVENTION. A Special Convention of the clubs of the District may be called by a two-thirds vote of the 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.

ARTICLE VIII DISTRICT DISPUTE RESOLUTION PROCEDURE

Section 1. DISPUTES SUBJECT TO PROCEDURE. All disputes relative to membership, club boundaries, or interpretation, breach of, or application of the District constitution and by-laws, or any policy or procedure adopted from time to time by the District Cabinet, or any other internal Lions District matters that cannot be satisfactorily resolved through other means, arising between any clubs in the District, or any club(s) and the District administration, shall be settled by the dispute resolution procedure specified in Section 2 of this article.

Section 2. PROCEDURE. Any and all complaints or disputes shall be resolved by following the Resolution Procedure established by the International Board of Directors.

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.

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 Second 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 Second Vice-president shall:

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;

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. SECONDING 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 or International office.

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 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. **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 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 names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one Seconding speech of no more than three (3) minutes duration.

Section 4. **BALLOT.** The election shall be by secret written ballot, 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, and subsequent ballots, no candidate receives a majority, the candidate or tied candidates receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority. In case of a tie on any ballot, balloting shall continue on the tied candidates until one is elected.

Section 5. DISTRICT GOVERNOR VACANCY. In 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, the Region Chairpersons, Zone Chairpersons, the Cabinet Secretary and Cabinet Treasurer (or Cabinet Secretary/Treasurer) and Past District Governors, Past International Directors, and Past International Presidents 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.

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:

- Be an Active Member in good standing of a chartered Lions club in good standing in his/her single or sub-district.
- Have served or will have served at the time he/she takes office as District Governor:
 - (i)As an 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 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 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 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:

- Be an Active Member in good standing of a chartered Lions club in good standing in his/her single or sub-district.
- Have served or will have served at the time he/she takes office as First or Second Vice District Governor:
 - (i)As an 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.

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

- Be an active member in good standing in his/her respective region or zone; and
- 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. Under the general supervision of the International Board of Directors, he/she shall represent the association in his/her District. In addition, he/she shall be the chief administrative officer in his/her District and shall have direct supervision over the First and Second Vice District Governor, Region Chairpersons, the Zone Chairpersons, the Cabinet Secretary and Treasurer and such other Cabinet members as may be provided for in this District Constitution and By-laws. His/her specific responsibilities shall be to:

- a. Administer and promote membership growth and new club development; and
- b. Administer and promote leadership development at the club and District levels.
- c. Promote the Lions Clubs International Foundation and all service activities of the association.
- d. Preside, when present, over Cabinet, convention and other District meetings. During any period he/she is unable to so preside, the presiding officer at any such meeting shall be the First or Second Vice District Governor, but if he/she is not available, the District officer chosen by the attending members shall preside.
- e. Promote harmony among the chartered Lions clubs.

f. Exercise such supervision and authority over Cabinet officers and District committee appointees as is provided in this District constitution.

g. Ensure that each Lions club in the District be visited by the District Governor or other District officer once every year to facilitate successful administration of the club, and that the visiting officer submit a visitation report to the International Headquarters for each visit.

h. Submit a current itemized statement of total District receipts and expenditures to his/her district convention or annual meeting of his/her District at a multiple district convention.

i. 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.

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

k. Perform such other functions and acts as shall be required of him/her by the International Board of Directors through the District Governor's Manual and other directives.

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. His/her specific responsibilities shall be, but not limited, to:

- Further the purposes of this association;
- Perform such administrative duties assigned by the District Governor;
- Perform such other functions and acts required by the International Board of Directors;
- Participate in the Cabinet meetings, and conduct meetings in the absence of the District Governor, and participate in council meetings as appropriate;
- Assist the District Governor in the review of the strengths and weaknesses of the clubs in the District, identifying the existing and potential weak clubs and establishing plans to strengthen them;
- Conduct club visitation as the representative of the District Governor when requested by the District Governor;
- Serve as the District Governor Team liaison between the District Global Membership Team, working as an active member of the District Global Membership Team along with the District Governor, Second Vice District Governor and other Global Membership Team members to establish and implement a district-wide plan for membership growth;
- Work with the District Governor, Second Vice District Governor, and the Global Leadership Team to develop and implement a district-wide plan for leadership development;
- Work with the District Convention Committee and assist the committee to plan and conduct the annual district convention and assist the District Governor to organize and promote other events within the District;

- At the request of the District Governor, supervise other District committees;
- Participate in the planning of the next year including the District budget;
- Familiarize himself/herself with the duties of the District Governor so that, in the event of a vacancy in the office of the District Governor, he/she would be better prepared to assume the duties and responsibilities of said office as the acting District Governor until the vacancy is filled according to these by-laws and rules of procedure adopted by the International Board of Directors.

Section 3. SECOND VICE DISTRICT GOVERNOR. The Second Vice District Governor, subject to the supervision and direction of the District Governor, shall be an assistant in the administration of the District, and representative of the District Governor. His/her specific responsibilities shall be, but not limited, to:

- Further the purposes of this association;
- Perform such administrative duties assigned by the District Governor;
- Perform such other functions and acts required by the International Board of Directors;
- Participate in the Cabinet meetings, and conduct meetings in the absence of the District Governor, and the First Vice District Governor, and participate in council meetings as appropriate;
- Familiarize himself/herself with the health and status of the clubs in the District, review the monthly financial report and assist the District Governor and the First Vice District Governor in identifying and strengthening the existing and potential weak clubs;
- Conduct club visitation, as the representative of the District Governor, when requested by the District Governor;
- Assist the District Governor and First Vice District Governor in planning and conducting the annual district convention;
- Serve as the District Governor Team liaison between the District Global Leadership Team, working as an active member of the District Global Leadership Team along with the District Governor, First Vice District Governor and other Global Leadership Team members to establish and implement a district-wide leadership development plan;
- Work with the District Governor, First Vice District Governor, and the Global Membership Team to develop and implement a district-wide plan for membership growth;
- Work with the District LCIF Coordinator and assist the committee to achieve the goals of the year through regular distribution of LCIF information and materials to increase understanding and support of LCIF;

- Work with the District Information Technology Committee and assist the committee to promote the use of the association's web site and the Internet among the clubs and members to obtain information, file reports, purchase club supplies, etc.;
- At the request of the District Governor, supervise other District committees;
- Assist the District Governor, First Vice District Governor, and the Cabinet in planning of the next year, including the District budget;
- Familiarize himself/herself with the duties of the District Governor so that, in the event of a vacancy in the offices of District Governor and First Vice District Governor, he/she would be better prepared to assume the duties and responsibilities of said offices as the acting District Governor or acting Vice District Governor until the vacancies are filled according to these bylaws and rules of procedure adopted by the International Board of Directors.

Section 4. CABINET SECRETARY & CABINET TREASURER. He/she shall act under the supervision of the District Governor. His/her specific responsibilities shall be to:

- Further the Purposes of this association;
- Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:
- 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.
- 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.
- Make reports to the Cabinet as the District Governor or Cabinet may require.
- 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.
- 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.
- 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.
- 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.

- 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.
- Perform such other functions and acts as may be required of each by directives of the International Board of Directors.
- 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. REGION CHAIRPERSON (if the position is utilized during the District Governor's term). The region chairperson subject to the supervision and direction of the District Governor, shall be the chief administrative officer in his/her region. His/her specific responsibilities should be to:

- Further the Purposes of this association.
- Supervise the activities of the zone chairpersons in his/her region and such District committee chairpersons as may be assigned to him/her by the District Governor.
- In coordination with the District GMT Coordinator, play an active role in organizing new clubs and in strengthening weak clubs.
- 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, District GMT Coordinator and District GLT Coordinator.
- 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, District GMT Coordinator and District GLT Coordinator.
- Endeavor to have every club in his/her region operating under a duly adopted club constitution and bylaws.
- Promote the Club Excellence Process to the clubs within the zone and work in concert with the District GMT Coordinator, the District GLT Coordinator and the District Governor Team to implement the program within the zone.
- In coordination with the District GLT Coordinator, play and active role in supporting leadership initiatives by informing Lions within the zone about leadership development opportunities at the zone, district, or multiple district
- Promote representation at international and District (suband multiple) conventions by at least the full quota of delegates to which clubs in his/her region are entitled.
- Carry out such official visitations to club meetings and charter nights as shall be assigned to him/her by the District Governor.
- Perform such additional assignments as shall be given to him/her from time to time by the District Governor.

In addition, the region chairperson shall perform such other functions and acts as may be required by the International Board of Directors through a region chairperson's manual and other directives.

Section 6. ZONE CHAIRPERSON. The zone chairperson, subject to the supervision and direction of the District Governor and/or region chairperson, shall be the chief administrative officer in his/her zone. His/her specific responsibilities shall be to:

- Further the Purposes of this association.
- Serve as chairperson of the District Governor's Advisory Committee in his/her zone and as such chairperson to call regular meetings of said committee.
- Endeavor to include the District GMT Coordinator and the GLT Coordinator and the District Governor Team as special guests to a District Governor's Advisory Committee meeting to discuss needs related to membership and leadership development and how these teams and the District Governor Team may assist with membership and leadership development within the zone.
- 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, District GMT Coordinator and District GLT Coordinator and region chairperson.
- Promote the Club Excellence Process to the clubs within the zone and work in concert with the District GMT Coordinator, the District GLT Coordinator and the District Governor Team to implement the program within the zone.
- In coordination with the District GMT Coordinator, play an active role in organizing new clubs and keep informed on the activities and well-being of all clubs in his/her zone.
- In coordination with the District GLT Coordinator, play an active role in supporting leadership initiatives by informing Lions within the zone about leadership development opportunities at the zone, District, or multiple district
- Represent each club in his/her zone in any problems with District, multiple District Council Chairperson or Lions Clubs International.
- Supervise the progress of district, multiple district, and Lions Clubs International projects in his/her zone.
- Endeavor to have every club within his/her zone operating under a duly adopted club constitution and by-laws.
- Promote representation at international and district (suband multiple) conventions by at least the full quota of delegates to which clubs in his/her zone are entitled.
- 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 chairperson – particularly with respect to weaknesses he/she may have discovered (copy to District Governor).

- Perform such other functions and acts as may be required of him/her by directives of the International Board of Directors.

Section 7. DISTRICT GOVERNOR'S CABINET. The District Governor's Cabinet shall:

- 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.
- Receive, from the region chairpersons or other assigned District Cabinet members, reports and recommendations which concern the clubs and zones.
- 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.
- Secure, set the amount of and approve the surety company issuing, the surety bond for the Cabinet secretary-treasurer.
- Secure, semi-annually or more frequently, sub-district financial reports from the Cabinet secretary and Cabinet treasurer (or secretary-treasurer).
- Provide for an audit 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.

**ARTICLE IV
District Committees**

Section 1. DISTRICT GOVERNOR'S ADVISORY COMMITTEE. In each zone, the zone chairperson and the presidents and secretaries of the clubs in the zone shall compose a District Governor's Advisory Committee, with the zone chairperson as chairperson. At a date, time and place called by the zone chairperson, this committee shall hold a First meeting within 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. It shall assist the zone chairpersons in an advisory capacity, procure recommendations affecting the welfare of Lionism and the clubs in the zone, and relay the same through the zone chairperson to the District Governor and his/her Cabinet.

Section 2. DISTRICT GOVERNOR'S HONORARY COMMITTEE. The District Governor may appoint a District Governor's Honorary Committee composed of past international officers who are members in good standing of clubs within the 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 3. DISTRICT CABINET COMMITTEES. The District Governor may establish and appoint such other committees and/or chairpersons as he/she deems necessary and appropriate for the efficient operations of the District. Such committee chairpersons shall be deemed non-voting members of the District Cabinet unless a majority of the delegates at a District Convention (Constitution Article VI, Section 2) votes to extend the voting privilege to such chairpersons on a case-by-case basis.

ARTICLE V Meetings

Section 1. DISTRICT CABINET MEETINGS.

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.

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.

Quorum. The attendance of a majority of the District Cabinet (Constitution Article VI, Section 2) shall constitute a quorum for any Cabinet meeting.

Vote. The voting privilege shall extend to all members of the District Cabinet (Constitution Article VI, Section 2) and any other Lions granted voting privileges by the District Convention..

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.

Organizational. Regions and zones shall be subject to change by the District Governor, when in his/her sole discretion; he/she shall deem the same necessary to the best interests of the District and the association. The District should be divided into regions of sixteen (16) to ten (10) Lions clubs. Each regions should be divided into zones of between eight (8) and four (4) Lions Clubs, giving due regard to the geographical locations of the clubs.

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.

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.

Section 2. OFFICIAL CALL. The District Governor shall issue an official printed call 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.

Section 3. SITE CHANGE. The District Cabinet shall retain, and have, power to change at any time, for good reason, the convention site chosen by a previous district convention, provided that the convention site shall be located within the District, 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 convention.

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 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.

Section 7. CREDENTIALS COMMITTEE. The Credentials Committee of the district convention shall be composed of the District Governor, as chairperson, the Cabinet Secretary, the 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, and shall not through the duration of the appointment hold any district or international office. 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.

Section 9. DISTRICT CONVENTION COMMITTEES. The District Governor shall appoint, designate the chairperson 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 such committee. These committees shall perform such duties as the District Governor shall designate.

ARTICLE VII CONVENTION FUND

Section 1. CONVENTION FUND TAX. In lieu of or in addition to a district convention registration fee, an annual district convention fund tax of \$0.00 may be levied upon each member of each club in the District and shall be collected and paid in advance by each club, except newly chartered and reorganized clubs, in an annual payment of \$0.00 per club member on September tenth of each year with billings of said tax to be based upon the roster of each club as of the First day of July. Any club which is chartered or reorganized in a current fiscal year shall collect and pay said convention tax for said fiscal year on a pro-rata basis from the First day of the Second month following the date of its organization, as the case may be.

This tax shall be collected from the clubs by, and be remitted to, the Cabinet secretary or Cabinet-treasurer, who shall deposit the monies so collected in a special account in a bank or other depository chosen by the District Governor. The fund so collected 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 countersigned by the District Governor.

Section 2. 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 3. 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, an annual District administrative fund tax of \$2.50 is hereby levied upon each member of each club in the District and shall be collected and paid in advance by each club in an annual payment of \$2.50 per club member on September tenth of each year with billings of the same to be based upon the roster of each club as of the First day of July. Said tax shall be paid to the Cabinet secretary or Cabinet treasurer by each club in the District, except newly chartered and reorganized clubs, which shall collect and pay said tax on a pro-rata basis from the First day of the Second month following the date of their organization or reorganization, as the case may be. Said tax 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 checks drawn and signed by the Cabinet treasurer and countersigned by the District Governor.

Section 2. REMAINING FUNDS. In any fiscal year, any positive 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.

Section 3. DEFICIT. At the end of any fiscal year, any deficit in the District administrative fund shall be the responsibility of the outgoing District Governor who shall reimburse the District for the deficit at the end of his/her term of office.

Section 4. DISSOLUTION. In the event that the District shall cease to exist as the entity described in the District Constitution, Article III, all residual administrative funds shall be disbursed in a manner determined by the District Cabinet at its final meeting.

ARTICLE IX DISTRICT CHARITIES FUND

Section 1. IDENTIFICATION. The charitable arm of the District shall be the **LIONS DISTRICT 14-A CHARITABLE FOUNDATION**, a domestic non-profit corporation incorporated in the Commonwealth of Pennsylvania and recognized as being exempt from federal income tax under Internal Revenue Code Section 501(c)(3).

Section 2. PURPOSE. The Foundation shall solicit, collect and otherwise raise funds for charitable purposes and shall expend, contribute, disburse and dispose of said funds for charitable purposes in accordance with its Articles of Incorporation and its By-Laws.

ARTICLE X Miscellaneous

Section 1. DISTRICT GOVERNOR EXPENSES – INTERNATIONAL CONVENTION. Expenses of the District Governor in connection with his/her attending the international convention shall be considered a District administrative expense. Reimbursement for such expenses shall be made by the District on the same basis as outlined in the MD-14 General Reimbursement Policy, but shall not exceed the amount allocated for such use in the District Cabinet-approved administrative budget.

Section 2. VICE DISTRICT GOVERNOR TRAINING EXPENSES. Expenses incurred by the Vice District Governors in connection with their attendance at approved training events shall be considered District administrative expenses. Reimbursement for such expenses shall be made by the District on the same basis as outlined in the MD-14 General Reimbursement Policy, but shall not exceed the amounts allocated for such use in the District Cabinet-approved administrative budget.

Section 3. FINANCIAL OBLIGATIONS. The District Governor and his/her Cabinet shall not incur obligations in any fiscal year which will effect an unbalanced budget or deficit in said fiscal year.

Section 4. SURETY BOND. The District Governor, Cabinet secretary, Cabinet treasurer and other authorized signatories shall be bonded in such amount and with such surety company as shall be approved by the District Governor's Cabinet and the cost of same shall be an administrative expense.

Section 5. AUDIT OR REVIEW OF BOOKS. The District Governor's Cabinet shall provide for an annual or more frequent audit or review of the books and accounts of the Cabinet secretary and Cabinet treasurer.

Section 6. COMPENSATION. Except as provided for elsewhere in this Article IX, no officer shall receive any compensation for any service rendered to this District in his/her official capacity with the exception of the Cabinet secretary and the Cabinet treasurer whose compensation, if any, shall be fixed by the District Cabinet.

Section 7. FISCAL YEAR. The fiscal year of this District shall be from July 1st to June 30th.

Section 8. 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 XI 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.

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.