

# **INTERNATIONAL ASSOCIATION OF LIONS CLUBS**

## **DISTRICT A-15**

### **BY-LAWS**

(April 2004)  
Revised April 2008

## **INDEX BY-LAWS**

<b>ARTICLE I – DISTRICT A-15 CONVENTION</b>	<b>BL 1</b>
Section 1.    CONVENTION SUPERVISION	BL 1
Section 2.    CONVENTION SITE SELECTION	BL 1
Section 3.    SITE CHANGE	BL 1
Section 4.    OFFICERS	BL 1
Section 5.    SERGEANT-AT-ARMS	BL 1
Section 6.    OFFICIAL REPORT	BL 2
Section 7.    CREDENTIALS COMMITTEE	BL 2
Section 8.    ORDER OF CONVENTION BUSINESS	BL 2
Section 9.    DISTRICT CONVENTION COMMITTEES	BL 2
Section 10.   FUND TAX	BL 2
Section 11.   GOOD STANDING	BL 3
 <b>ARTICLE II – MEETINGS</b>	 <b>BL 4</b>
Section 1.    DISTRICT CABINET MEETINGS	BL 4
Section 2.    REGIONS AND ZONES	BL 4
 <b>ARTICLE III – DISTRICT NOMINATIONS, ELECTIONS AND APPOINTMENTS</b>	 <b>BL 5</b>
Section 1.    NOMINATING COMMITTEE	BL 5
Section 2.    DISTRICT GOVERNOR ELECTION PROCEDURES	BL 5
Section 3.    VICE DISTRICT GOVERNOR ELECTION PROCEDURES	BL 5
Section 4.    ENDORSEMENT	BL 5
Section 5.    BALLOT	BL 6
Section 6.    DISTRICT GOVERNOR VACANCY	BL 6
Section 7.    VICE DISTRICT GOVERNOR AND OTHER VACANCIES	BL 6
Section 8.    REGION/ZONE CHAIRPERSON QUALIFICATIONS	BL 6
Section 9.    REGION/ZONE CHAIRPERSON VACANCY	BL 6
 <b>ARTICLE IV – DUTIES OF DISTRICT OFFICERS/CABINET</b>	 <b>BL 7</b>
Section 1.    DISTRICT GOVERNOR	BL 7
Section 2.    VICE DISTRICT GOVERNOR	BL 7
Section 3.    CABINET SECRETARY-TREASURER	BL 8
Section 4.    REGION CHAIRPERSON	BL 9
Section 5.    ZONE CHAIRPERSON	BL 9
Section 6.    DISTRICT GOVERNOR’S CABINET	BL 10
Section 7.    SERGEANT-AT-ARMS	BL 10
 <b>ARTICLE V – DISTRICT GOVERNOR’S ADVISORY COMMITTEE</b>	 <b>BL 11</b>
Section 1.    DISTRICT GOVERNOR’S ADVISORY COMMITTEE	BL 11
Section 2.    DISTRICT GOVERNOR’S HONORARY COMMITTEE	BL 11
Section 3.    DISTRICT CABINET COMMITTEE	BL 11

<b>ARTICLE VI – DISTRICT ADMINISTRATION FUND</b>	BL 12
Section 1.    DISTRICT REVENUE	BL 12
Section 2.    REMAINING FUNDS	BL 12
Section 3.    FEE COLLECTION	BL 12
Section 4.    AUDIT OR REVIEW	BL 12
 <b>ARTICLE VII – NOMINATIONS AND ENDORSEMENT INTERNATIONAL DIRECTOR AND SECOND VICE-PRESIDENT NOMINEES</b>	BL 13
Section 1.    ENDORSEMENT PROCEDURE	BL 13
Section 2.    NOMINATION	BL 13
Section 3.    SECONDDING SPEECH	BL 13
Section 4.    VOTE	BL 13
Section 5.    CERTIFICATION OF ENDORSEMENT	BL 13
Section 6.    VALIDITY	BL 13
 <b>ARTICLE VIII – RULES OF PROCEDURE</b>	BL 14
 <b>ARTICLE IX – MISCELLANEOUS</b>	BL 14
Section 1.    DISTRICT GOVERNOR EXPENSES	BL 14
Section 2.    FINANCIAL OBLIGATIONS	BL 14
Section 3.    CABINET SECRETARY-TREASURER BOND	BL 14
Section 4.    AUDIT OR REVIEW OF BOOKS	BL 14
Section 5.    COMPENSATION	BL 14
Section 6.    FISCAL YEAR	BL 14
Section 7.    DISPUTE RESOLUTION	BL 14
Section 8.    GENDER DISCLAIMER	BL 14
 <b>ARTICLE X – POLICY/PROCEDURES MANUAL</b>	BL 15
 <b>ARTICLE XI – AMENDMENTS</b>	BL 15
Section 1.    AMENDING PROCEDURE	BL 15
Section 2.    NOTICE	BL 15
Section 3.    EFFECTIVE DATE	BL 15
 <b>ARTICLE XII – RULES OF ORDER AND PROCEDURE</b>	BL 15
 <b>ARTICLE XIII - EFFECTIVE TIME</b>	BL 16
 <b>RULES OF PROCEDURE - DISTRICT A-15 CONVENTION (Exhibit A)</b>	BL 17
 <b>RULES OF PROCEDURE - SPECIAL MEETING TO RECOMMEND A LION FOR APPOINTMENT AS DISTRICT GOVERNOR (Exhibit B)</b>	BL 19
 <b>SUMMARY OF RULES - SPECIAL MEETING TO RECOMMEND A LION FOR APPOINTMENT AS DISTRICT GOVERNOR</b>	BL 21

# **BY-LAWS**

## **ARTICLE I**

### **District A-15 Convention**

Section 1. **LION'S YEAR CONVENTION SUPERVISION.** There shall be a Convention Committee advising the District Governor. This committee shall be composed of the District Governor (as Chair), the Vice District Governor and the Region Chairpersons (if any), a representative of each of the Host Committees for the two prior, the current and next conventions as voting members. The Cabinet Secretary and Chair of the Constitution and By-Law Committee shall serve as ex-officio and non voting members. The District Governor shall retain supervision over all policies and phases of the District A-15 Convention, with the Convention Committee ensuring that all activities of the convention and directives of the District Governor are carried out. Duties of the Advisory Committee shall include, but not be limited to, site inspection and monitoring; budget and programme planning; development of convention programme and activities; co-ordination of a final report. The Host Committee's duties shall include, but are not limited to:

- (1) Implementation of the Convention Policy of District A-15;
- (2) Implementation of approved plans and procedures;
- (3) Fiscal responsibility.

Section 2. **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 no later than thirty (30) days prior to the convening date of the convention at which they are to be voted upon. 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 3. **SITE CHANGE.** 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 District A-15.

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 thirty (30) days after the close of the District A-15 Convention, the Cabinet Secretary shall transmit one (1) copy of the complete proceedings to the International Office and each Lions Club within District A-15. A full and complete Convention Report, including financial statements shall be prepared by the Convention Chairperson and presented to the District A-15 Cabinet within sixty (60) days of the close of the convention. Such report shall include:

- (1) Number of Registrants;
- (2) Attendance at various functions;
- (3) Pertinent information as to success or failure of various events, and
- (4) Recommendations for future conventions

Section 7. **CREDENTIALS COMMITTEE.** The Credentials Committee of the District Convention shall be composed of the District Governor, as Chairperson, the Cabinet 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 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 the Chairperson of, and fill any vacancies occurring in the following District Convention Committee: Resolutions, Elections, Constitution and By-Laws, Rules and International Convention. Each Region shall have at least one (1) representative on each such committee. These committees shall perform such duties, as the District Governor shall designate.

Section 10. **CONVENTION FUND LEVY.** In lieu of or in addition to a District Convention Registration Fee, an Annual Per Capita District Convention Fund Levy of \$1.40 shall 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, on the first of September each year, assessment to be based on Lions Club membership on June monthly Membership and Activities reports. This levy shall be collected from the Clubs by, and be remitted to the Cabinet Secretary or Cabinet Treasurer who shall account for such monies in a separate folio. The fund so collected shall be used exclusively for defraying expenses of District A-15 Conventions, as determined from time to time through District A-15 Policy, and shall be expended only by District cheques drawn and signed by the District Treasurer and countersigned by the District Governor. Any club which is chartered or reorganized in a current fiscal year shall collect and pay said Convention Per Capita Tax for said fiscal year on a pro-rate basis from the first day of the second month following the date of its organization, as the case may be.

Section 11. **GOOD STANDING.**

- (a) Good standing for a Lions Club shall mean that such is not in status quo, is not in arrears of any dues to District A-15 or Multiple District 'A' or to Lions Clubs International. The determination of arrears shall be the responsibility of the District Governor. Delinquent dues may be paid **in cash** and good standing acquired at any time prior to the closing of credential certification.
- (b) Good standing for a Lion shall be as defined in the Standard Form Lions Club Constitution and By-laws.

## ARTICLE II Meetings

### Section 1. **DISTRICT CABINET MEETINGS.**

- (a) **Regular:** A Regular Meeting of the Cabinet shall be held in each quarter of the fiscal year, with the first of which should be held not later than the 31<sup>st</sup> of August. Ten (10) days written notice of meetings setting forth a date, time and place determined by the District Governor shall be given to each member by the Cabinet Secretary.
- (b) **Special:** Special Meetings of the Cabinet may be called by the District Governor at his discretion, and shall be called upon written request made to the District Governor or the Cabinet Secretary by a majority of the members of the Cabinet. No fewer than five (5) nor more than twenty (20) days written (including letters, electronic mail, facsimile transmission, or cable) notice of special meetings, setting forth the purposes and a date, time and place determined by the District Governor, shall be given to each member by the Cabinet Secretary.
- (c) **Quorum and Vote:** The attendance of a majority of the members of the Cabinet shall constitute a quorum for any meeting. In all such meetings, the voting privilege shall extend to the District Governor, the Immediate Past District Governor, Vice District Governor, the Region Chairpersons (if the position is utilized during the District Governor's term), Zone Chairpersons, Cabinet Secretary and Cabinet Treasurer. (The voting privilege may be extended to such other members of the District Cabinet as may be provided.)

Minutes of all Cabinet meetings shall be distributed to all members of District Cabinet and each Club with the District.

Section 2. **REGIONS AND ZONES.** The District Governor shall divide the District into Regions of no more than sixteen (16) and no less than ten (10) Lions Clubs, and each such Region into Zones of no more than eight (8) and no less than four (4) Lions Clubs, subject to change by the District Governor, when in his sole discretion, he shall deem the same necessary to the best interests of the Association. Sixty (60) days written notice shall be given to each Lions Club affected, with the opportunity for each Lions Club to submit their view in writing to the District Governor. A vote shall be taken at the District Convention by the Delegates of the Lions Clubs affected for approval of changes. Any changes will take effect at the beginning of the next Lions year.

- (a) **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.
- (b) **Zone Meetings.** No less than four (4) 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 III**

#### **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 District A-15 Convention a Nominating Committee of not 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 at the time 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 their intention to so run in writing with the Nominating Committee at least thirty (30) days prior to the day of its report to the convention, and furnish evidence of compliance with the qualifications for said office set out in the International Constitution and By-Laws and the Multiple District "A" 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 nominated from the floor shall be allowed one (1) nominating speech of no more than five (5) minutes duration, and one (1) seconding speech of no more than three (3) minutes duration.

Section 3. **VICE DISTRICT GOVERNOR ELECTION PROCEDURES.** Any member of a Club in the District seeking the office of Vice District Governor shall file their intention to so run in writing with the Nominating Committee at least thirty (30) days prior to the day of its report to the convention, and furnish evidence of compliance with the qualifications for said office set out in the International Constitution and By-Laws and the Multiple District "A" 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. A candidate nominated from the floor shall be allowed one (1) nominating speech of no more than five (5) minutes duration, and one (1) seconding speech of no more than three (3) minutes duration.

Section 4. **ENDORSEMENT.** Candidates for all offices shall name the Club/Clubs who have provided his endorsement. He shall furnish proof of this endorsement, which shall include:

- (a) The date of the Board of Directors Meeting and the General Meeting at which the endorsement was made;
- (b) The name of the Nominator and the Secunder;
- (c) The name of the Candidate and the office sought;
- (d) Said Candidate shall submit to the Governor, in writing, his acceptance of the nomination, and
- (e) All nominations must be received by the District Governor and the Nominating Committee at least thirty (30) days prior to the day of its report to the convention.

All Lions Clubs in the Zone or Region shall be notified by the District Governor of all nominees as soon as nominations are closed.



Section 5. **BALLOT.** The election shall be by secret written ballot. When two or more candidates are placed in nomination, the candidate receiving the simple majority of the votes cast shall be elected. If, on the first ballot, and subsequent ballots, no candidate receives a majority, the candidate or tied candidates receiving the lowest number of votes shall be eliminated and balloting shall continue until one (1) candidate receives a majority. In case of a tie on any ballot, balloting shall continue on the tied candidates until one is elected. The successful candidates shall take office effective the day the International Convention closes.

Section 6. **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, Vice District Governor, the Region Chairpersons, Zone Chairpersons, Cabinet Secretary, Cabinet Treasurer and District Governor's Honorary Committee 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. (See Exhibit B at the end of this booklet.)

Section 7. **VICE DISTRICT GOVERNOR AND OTHER VACANCIES.** Any vacancy in office except that of District Governor and Vice District Governor shall be filled by appointment for the District Governor for the un-expired term. In event of a vacancy arising in the office of 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 District A-15. 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 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 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 that is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one (1) vote for the Lion of their choice.

Section 8. **REGION/ZONE CHAIRPERSON QUALIFICATIONS.** Each Region and Zone Chairperson shall:

- (a) Be an active member in good standing in their respective Region or Zone; and
- (b) Have served or will have served at the time of taking office as Region or Zone Chairperson as President of a Lions Club for a full term or major portion thereof, and a member of the Board of Directors of a Lions Club for no less than two (2) additional years.

Section 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 was appointed, his 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 discretion may determine not to use the position of Region Chairperson for the remainder of the term.

## **ARTICLE IV**

### **Duties of District Officers/Cabinet**

Section 1. **DISTRICT GOVERNOR.** As an International Officer of the Association and, under the general supervision of the International Board of Directors, he shall represent the Association in his District. In addition, he shall be the Chief Administrative Officer in his District and shall have direct supervision over the Region Chairmen, the Zone Chairmen, the Cabinet Secretary, Cabinet Treasurer and such other Cabinet Members as may be provided for in this District and M.D. 'A' Constitution and By-Laws. His specific responsibilities shall be to:

- (a) Further the Purposes of this Association;
- (b) Actively participate and inspire other district officers to administer and promote effective membership growth and new club organization;
- (c) Actively participate and inspire other district officers to administer and promote leadership development at the club and district levels;
- (d) Support and promote the Lions Club International Foundation;
- (e) Preside, when present, over the District Convention, Cabinet and other District Meetings. During any period he is unable to so preside, the Presiding Officer at any such meeting shall be the Vice District Governor, but if he is not available, the District Officer chosen by the attending members shall preside;
- (f) Perform such other functions and acts as shall be required of him by the International Board of Directors.

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 specific responsibilities shall be to:

- (a) Further the Purposes of this Association;
- (b) Play an active role in membership development including extension of new clubs and leadership development with the district;
- (c) Become familiar with the duties of the District Governor so in the event of a vacancy in the office of District Governor, he will be better prepared to assume the duties and responsibilities of said office;
- (d) Perform such administrative duties as may be assigned to him by the District Governor;
- (e) Perform such other functions and acts as may be required of him by the International Board of Directors through the Vice District Governor's Manual and other directives;
- (f) Actively participate in all Cabinet Meetings and conduct all meetings in the absence of the District Governor;
- (g) Participate in M D 'A' Council meetings as appropriate;
- (h) Participate in the preparation of the District budget;
- (i) Be activity engaged in all matters to be continued during the next year;
- (j) Participate in the review of strengths and weaknesses of the Clubs of the District;
- (k) At the request of the District Governor, supervise appropriate District Committees.

Section 3. **CABINET SECRETARY-TREASURER.** They shall act under the supervision of the District Governor. Their specific responsibilities shall be to:

- (a) Further the Purposes of this Association;
- (b) Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:
  - 1) Keep an accurate record of the proceedings of all meetings of the Cabinet, and within five (5) days after each meeting forward copies of the same to all members of the Cabinet, Honorary Committee, Multiple District "A" Secretary and the office of Lions Clubs International;
  - 2) Take and keep minutes of the District A-15 Convention and furnish copies of the same to Lions Clubs International, the District Governor and the Secretary of each Club in District A-15;
  - 3) Make reports to the Cabinet as the District Governor or Cabinet may require;
  - 4) Collect and receipt for all Per Capita Taxes levied on members and Clubs in District A-15, deposit the same in such bank or banks as the District Governor shall determine and disburse the same by order of the District Governor;
  - 5) Remit and pay over to the Multiple District "A" Council Secretary-Treasurer the Multiple District "A" Per Capita Tax, if any, collected in District A-15, and secure a proper receipt;
  - 6) Keep accurate books and records of account, and minutes of all Cabinet and District Meetings, and permit inspection of 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 shall furnish any such books and records as requested to any auditor appointed by the District Governor.
  - 7) Secure a bond for the faithful performance of his duties in such sum and with such sureties as may be required by the District Governor.
  - 8) May sign all notices and documents issued by District A-15;
  - 9) Make an annual report to the Cabinet at the next meeting immediately preceding the Annual District A-15 Convention, and such other reports at such other times as the District Governor or Cabinet may require.
- (c) Perform such other functions and acts as may be required of each by directives of the International Board of Directors.
- (d) When 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 4. **REGION CHAIRPERSONS** (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 the Region. His specific responsibilities should be to:

- (a) Further the Purposes of this Association;
- (b) Supervise the actions of the Zone Chairpersons in their Region and such District Committee Chairpersons as may be assigned to him by the District Governor;
- (c) Play an active role in membership development including organization of new clubs and strengthening of clubs in the District.
- (d) Play an active role in leadership development at the club level.
- (e) Perform such other functions and acts as may be required of him by the International Board of Directors through the District Officers Manual and other directives.

In the event the Region Chairperson for any reason cannot or does not, in the judgement of the District Governor, perform the duties of the office, or in the event the office is for any reason vacated, the District Governor shall appoint a successor to serve for the un-expired term.

Section 5. **ZONE CHAIRPERSONS.** The Zone Chairperson, subject to the supervision and direction of the District Governor and/or Region Chairperson, shall be the Chief Administrative Officer in the Zone. The specific responsibilities shall be to:

- (a) Further the Purposes of this Association;
- (b) Serve as chairman of the District Governor's Advisory Committee in his Zone and as such Chairperson to call regular meetings of said Committee.
- (c) Play an active role in membership development including extension of new clubs.
- (d) Play an active role in leadership development at the club level.
- (e) Perform such other functions and acts as may be required by the International Board of Directors through the District Officers Manual and other directives.

In the event the Zone Chairperson for any reason cannot or, in the judgement of the District Governor, does not perform the duties of the office, or in the event the office is for any reason vacated, the District Governor shall appoint a successor to serve for the un-expired term.

Section 6. **DISTRICT GOVERNOR'S CABINET.** The District Governor's Cabinet shall:

- (a) Assist the District Governor in the performance of the His duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within District A-15;
- (b) Receive, from the Region Chairpersons or other assigned District Cabinet Members, reports and recommendations which concern the Clubs and Zones;
- (c) Supervise the collection of all Per Capita Taxes by the Cabinet Treasurer, designate a depository(s) for said funds and authorize the payment of all legitimate expenses pertaining to the administration of the affairs of the District;
- (d) Secure, set the amount of and approve the Surety Company issuing, the surety bond for the Cabinet Treasurer;
- (e) Secure, semi-annually or more frequently, District A-15 Financial Reports from the Cabinet Secretary and Cabinet Treasurer;
- (f) Provide for an audit of the books and accounts of the Cabinet Secretary, Cabinet Treasurer, and with the District Governor's approval, set up definite schedule of dates, times and places of Cabinet Meetings to be held during the fiscal year.

Section 7. **SERGEANT-AT-ARMS.** The Sergeant-at-Arms shall maintain order and decorum at the respective Conventions and Meetings and perform such other duties as are incident to the office under ROBERT'S RULES OF ORDER, NEWLY REVISED.

## **ARTICLE V**

### **District Governor's Advisory Committee**

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 (30) days prior to the Multiple District "A" Convention. It shall assist the Zone Chairperson 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 Cabinet.

Section 2. **DISTRICT GOVERNOR'S HONORARY COMMITTEE.** The District Governor shall appoint a District Governor's Honorary Committee composed of Past International Officers who are members in good standing of Clubs within District A-15. 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 COMMITTEE.** The District Governor may establish and appoint such other Committees and/or Chairpersons as he deems necessary and appropriate for the efficient operations of the District. Such Committee Chairpersons shall be deemed non-voting members of the District Cabinet.

## **ARTICLE VI**

### **District Administration Fund**

An Administrative Fund Budget shall be presented for approval at the first Cabinet Meeting to provide revenue to defray the administrative expenses of District A-15.

Section 1. **DISTRICT REVENUE.** To provide revenue to defray the administrative expenses of District A-15, an Annual District Administrative Fund Per Capita Tax of \$8.50 is hereby levied upon each member of each Club in District A-15. All Lions Clubs to be billed by the Cabinet Treasurer on the first of September each year, assessment to be based on Lions Club Membership submitted on June monthly Membership and Activities reports. Said tax shall be paid to the Cabinet Treasurer by each Club in District A-15, except Newly Chartered and Reorganized Clubs, which shall collect and pay said Per Capita 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. Any outstanding balance shall become subject to interest at the rate of 1%, calculated and payable monthly. Said per capita tax shall be disbursed for administrative expenses of District A-15 and only upon approval by the District Governor's Cabinet. Disbursement there from shall be by cheques drawn and signed by the Cabinet Treasurer and/or District Governor and/or the District Secretary.

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.

Section 4. **AUDIT OR REVIEW.** The District Governor shall provide for an annual or more frequent audit or review of the District Convention Fund and shall give an Annual Financial Report of said fund to each Annual District Convention.

**ARTICLE VII**  
**Nominations and Endorsement - International Director**  
**and Second Vice-President 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 the endorsement of a District Convention as a candidate for the office of International Director or Second Vice-President shall:

- (a) Deliver (by mail or in person) written Notice of Intention to seek such endorsement to the District Governor and if this is a sub-district of a Multiple District to the Multiple District Council Secretary-Treasurer no less than 180 days prior to the convening date of the District Convention at which such question of endorsement is to be voted upon;
- (b) Deliver with said Notice of Intention evidence of fulfilment 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 candidates 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 District A-15 shall be valid unless and until the provisions of this Article VII have been met.



## **ARTICLE VIII**

### **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 IX**

### **Miscellaneous**

Section 1. **DISTRICT GOVERNOR EXPENSES – INTERNATIONAL CONVENTION.** Expenses of the District Governor, in connection with attending the International Convention at the end of that his year, may be considered by the District Cabinet and will not be a Lions Club International administration expense. Reimbursement for such expenses, if granted, shall be made on the same basis as outlined in the Rules of Audit of Lions Clubs International.

Section 2. **FINANCIAL OBLIGATIONS.** The District Governor and Cabinet shall not incur obligations in any fiscal year, which will affect an unbalanced budget or deficit in said fiscal year.

Section 3. **CABINET TREASURER BOND.** The Cabinet Treasurer and 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 4. **AUDIT OR REVIEW OF BOOKS.** The District Governor's Cabinet shall provide an annual or more frequent audit or review of the books and accounts of the Cabinet Treasurer and a Statement of the Financial Condition of the District shall be sent to Lions Club International and each Club in the District at the close of the fiscal year by the Cabinet then in office.

Section 5. **COMPENSATION.** No officer shall receive any compensation for any service rendered to this District in his official capacity.

Section 6. **FISCAL YEAR.** The fiscal year of this District shall be from July 1<sup>st</sup> to June 30<sup>th</sup>.

Section 7. **DISPUTE RESOLUTION.** The Clubs in the District shall pursue all complaints, disputes or claims according to the terms and conditions of rules or procedure adopted, from time-to-time, by the International Board of Directors.

Section 8. **GENDER DISCLAIMER.** Whenever the male gender or pronoun presently appears in this By-Law, it shall be interpreted to mean both male and female.

## **ARTICLE X**

### **Policy/Procedures Manual**

The District Cabinet, under the responsibility of the Vice District Governor, shall formulate and publish a "District A-15 Policy and Procedures Manual" to establish suggested guidelines and procedures to: - direct, assist, and standardize - District A-15 and the individual Lions Clubs of the said District. The procedure for amending the said Policy and Procedures Manual will be to present changes to the District Cabinet that may be approved by a simple majority vote of Cabinet voting members.

Should the Policy and Procedures Manual or any amendments thereto are in conflict with the Constitutions or By-Laws of the International Association of Lions Clubs, Multiple District "A" or District A-15 then the provisions of those Constitutions and By-Laws shall govern and control.

## **ARTICLE XI**

### **Amendments**

Section 1. **AMENDING PROCEDURE.** These By-Laws may be amended only at a District A-15 Convention, by resolution reported by the District Constitution and By-Laws Committee and adopted by a majority of the votes cast.

Section 2. **NOTICE.** No amendments to the By-laws will be entertained by the Constitution and By-laws Committee unless they have been previously approved by a majority vote at a Lions Club, Zone, Region or Cabinet Meeting. Such amendments are to be voted upon by the Delegates at the next District A-15 Convention.

Proposed amendments to the By-laws shall be in writing and in the hands of the Cabinet Secretary not less than sixty (60) days prior to the date of the Convention.

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 3. **EFFECTIVE DATE.** Each amendment shall take effect at the close of the District A-15 Convention at which adopted unless otherwise specified in the amendment.

## **ARTICLE XII**

### **Rules of Order and Procedure**

Unless otherwise provided by this Constitution and By-laws, all questions of Order or Procedure with respect to any meeting or action of this District A-15, its Cabinet, any committee appointed hereunder, or operation hereunder, shall be determined in accordance with Robert's Rules of Order Newly Revised, as revised from time to time.

**ARTICLE XIII**  
**Effective Time**

These By-Laws shall take effect at the close of the District A-15 Convention at which the same is adopted by a majority of the votes cast.

# **RECOMMENDED RULES OF PROCEDURE DISTRICT A-15 CONVENTION**

## **EXHIBIT A**

**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 A-15 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 Chairperson, the Cabinet Secretary-Treasurer and two other non-officers of the District appointed by the District Governor; provided, however, the District Governor may designate any other Committee Member as Chairperson. The Credentials Committee's primary responsibility shall be to verify Club Delegate credentials. In carrying out this responsibility, the Credentials Committee shall have the powers and shall perform the duties as established by national custom and practice or as set forth in *Robert's Rules of Order, Newly Revised*.

(b) The registration and certification of Delegates shall occur on the day(s) of \_\_\_\_\_ between the hours of \_\_\_\_\_ and \_\_\_\_\_.

(c) The number of Certificated 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 Chairperson of a Nominating Committee. This committee shall not consist of more than 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) Candidates may withdraw from the contest at any time prior to the issuance of the final report of the Nominating 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 is replacing.

(b) On the day of voting, a duly certified Alternate Delegate shall be allowed to obtain a ballot and vote in lieu of a duly certified Delegate from the same Lions Club by presenting his copy of his 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:** Standard nominations for the offices of 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 for each nominee.

**Rule 7:**

(a) Prior to the Convention, the District Governor shall appoint and designate the Chairperson of an Elections Committee consisting of three (3) members. Each duly nominated Candidate shall also be entitled to designate one (1) observer from his Club. The observers may oversee election procedures only, but may not participate directly in the committee's decision making.

(b) The Elections Committee shall be responsible for preparation of elections materials, provide a suitable procedure for a secret ballot, vote tabulation, resolving questions concerning the validity of individual ballots and present a motion to destroy ballots. The Committee's decision shall be final and binding.

(c) The Elections Committee shall prepare a comprehensive report of the election results containing the following components: date, time and place of election, specific voting results by candidate, signature of each committee member and observer. The District Governor, Council Chairperson and all candidates shall be provided a copy of the committee's report.

**Rule 8: Voting**

(a) Voting will take place at a predetermined location and time.

(b) To ensure a ballot card, the Delegate shall present his Credentials Certificate to voting personnel for verification. Once verified, the Delegate shall be issued a ballot.

(c) The voter shall indicate his vote by placing a mark in the appropriate location by the name of the candidate of his 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 IV, 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 By-Law Article III, Section 5, until such time as one candidate secures a simple majority vote.

(f) The successful candidates shall take office effective the day the International Convention closes.

# **RULES OF PROCEDURE**

## **SPECIAL MEETING TO RECOMMEND**

### **A LION FOR APPOINTMENT AS DISTRICT GOVERNOR**

#### **EXHIBIT B**

**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, Immediate Past Governor, Vice District Governor, the Region Chairpersons, Zone Chairpersons, Cabinet Secretary, Cabinet Treasurer and all Past District Governor's 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 this 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 Chairperson, shall have the authority to select the meeting site, date and time. However, he shall use their 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 Chairperson shall maintain a written attendance roster.

**Rule 4:** Each Lion who is entitled to attend the meeting may take one nomination of his choice from the floor.

**Rule 5:** Each such Nominee shall be entitled to one seconding speech only, in his 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 remarks, the Chairperson 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 vote by writing the name of his 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 By-Law Article III Section 5 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 Chairperson 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 VII, 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 for 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 Chairperson, Zone Chairperson 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. The invitations should state the date, time and location for the meeting.
3. The Chairperson maintains an attendance roster at the meeting.
4. Nominations are made from the floor. Each Nominee may speak for five (5) minutes, and his Secunder may speak for an 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 of procedure.
7. The Chairperson forwards the meeting results at the conclusion of the meeting.