## **DISTRICT 2-X3**

## **CONSTITUTION AND BY-LAWS**



This C&BL duly approved by delegates of District 2-X3 April 2018 Convention supersedes any previous C&BL of District 2-X3

#### 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.

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# This C&BL duly approved by delegates of District 2-X3 April 2018 Convention supersedes any previous C&BL of District 2-X3

#### **TEXAS DISTRICT 2-X3 CONSTITUTION**

#### **ARTICLE I**

#### Name

This organization shall be known as **DISTRICT 2-X3**, **STATE OF TEXAS**, Lions Clubs International, hereinafter referred to as "District."

#### **ARTICLE II**

#### **Authority**

The Constitution and Bylaws of Lions Clubs International (LCI) and Multiple District 2 (MD-2) are hereby made a part of this document. Where conflict occurs, the latest edition of LCI and MD-2 Bylaws shall take precedence.

#### **ARTICLE III**

#### **Object**

This Constitution and Bylaws shall provide an administrative structure with which to advance the purposes of Lions Clubs International, Multiple District 2 and District 2-X3.

#### ARTICLE IV

#### Membership

The members of this organization shall be all Lions Clubs in this district chartered by Lions Clubs International. The boundary lines of the district shall be divided into geographical areas known as Regions, with a Region Chairperson (optional). Each Region shall be determined by the locations of clubs; therefore, there are no set boundaries for each Region. The Region Chairperson must be a member in good standing of a club in the Region.

#### **ARTICLE V**

#### **Club Visitation**

Under the supervision of the District Governor, each Lions Club in the district may be visited by the District Governor or other district officers once every year to facilitate successful administration of the club. The visiting officer shall submit a Visitation report for each visit.

#### ARTICLE VI

#### **District Organization**

Section 1. **CABINET AND OFFICERS:** The district shall have a district cabinet that includes, but is not limited to, the district governor, the immediate past district governor, the first and second vice district governors, the region chairman (if used during the governor's term), the zone chairpersons and a cabinet secretary-treasurer, or cabinet secretary treasurer\*, past district governors and Texas Lions Camp Directors. Each member must be in good standing of a Lions club in this district. (\*Hereafter district cabinet secretary, district treasurer will be referred to as cabinet-treasurer since the two positions are often combined.)

Section 2. **ELECTION OF DISTRICT GOVERNOR, FIRST AND SECOND VICE DISTRICT GOVERNORS AND OTHER OFFICERS:** The District Governor, First and Second Vice District Governors, a Texas Lions Camp Director and Lone Star Lions Eye Bank Directors shall be elected at the annual convention of the District. The District Governor shall appoint, by the time he takes office, a Cabinet Secretary-Treasurer, a Region Chairperson per Region (if that position is used during the Governor's term) and a Zone Chairman for each Zone in the District.

Section 3. **EXECUTIVE COMMITTEE:** The executive committee of this district will be composed of the District Governor, Immediate Past District Governor, First and Second Vice District Governors, Cabinet Secretary-Treasurer and active Past District Governors.

Section 4. **GENDER:** Whenever the male gender or pronoun appears herein, it shall be interpreted to mean both male and female.

Section 5. **GOOD STANDING:** Where the term "member in good standing" is used, it is understood that the member's club is also in good standing.

Section 6. **REMOVAL:** Members of the District Cabinet other than the District Governor, First Vice District Governor and Second Vice District Governor may be removed from office for cause (any reason as determined by the district cabinet in accordance with ROBERT'S RULES OF ORDER NEWLY REVISED) by the affirmative vote of two-thirds (2/3) of the entire number of the District Cabinet.

#### **ARTICLE VII**

#### **District Convention**

Section 1. **TIME AND PLACE:** An annual convention of the district shall be held in each year to conclude no less than thirty (30) days prior to the convening of the international convention at a place selected by the delegates of a previous annual convention of the district and at a date and time fixed by the district governor. A meeting of the registered delegates of the district in attendance at the annual

convention of the multiple district of which this district shall be a part may constitute the annual convention of the district.

Section 2. **CLUB DELEGATE FORMULA:** Each chartered club in good standing in Lions Clubs International and its district shall be entitled in each annual convention of its 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. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to, the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. All eligible delegates must be members in good standing of a club in good standing in this district. Delinquent dues may be paid and good standing acquired up to fifteen (15) days prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

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

Section 4. **SPECIAL CONVENTION:** A Special Convention of the clubs of the District may be called by a two-thirds (2/3) vote of the District Cabinet at such time and place as they shall determine; provided that such Special Convention shall conclude no less than thirty (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 thirty (30) days prior to the convening date of the Special Convention.

#### ARTICLE VIII

#### **Delegates to International and District Conventions**

Section 1. **DELEGATE ENTITLEMENT INTERNATIONAL CONVENTION**: Inasmuch as Lions Clubs International is governed by Lions clubs in convention assembled, and in order that a club has a voice in association matters, the club shall be entitled in any convention of this association, to one (1) delegate and one (1) alternate for every twenty-five (25), or major fraction thereof, of its members 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, provided, however, that clubs entitled to at least one (1) delegate and one (1) alternate. The major fraction referred to in this section shall be thirteen (13) or more members. The selection of each such delegate and alternate shall be evidenced by a certificate signed by the president or secretary or any duly authorized officer of the club, in event no such officer is in attendance at the convention, by the District Governor-elect of the District of which this club is a member.

Section 2. **DELEGATE ENTITLEMENT DISTRICT/MULTIPLE DISTRICT CONVENTION:** Inasmuch as all District matters are presented and adopted at the District and Multiple District conventions, clubs shall be entitled to send full quota of delegates in each annual convention, one (1) delegate and one (1) alternate for each ten (10) members who have been enrolled for at least one year and one day in the club, or a major fraction thereof of this club as shown by records of the international office on the first day of the month last preceding that month during which the convention is held, provided, however that this club shall be entitled to at least one (1) delegate and one (1) alternate. Each certificed delegate present in person shall be entitled to cast one vote of his choice on each question submitted to the respective convention. The major fraction referred to in this section shall be five (5) or more members.

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

#### **ARTICLE IX**

#### **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 Bylaws, or any policy or procedure adopted from time to time by the District cabinet, or any other internal Lions District matter 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 following dispute resolution procedure. Except as otherwise provided herein, any time limits specified in this procedure may be shortened or extended by the District Governor, or, in the event the complaint is directed against the district governor, conciliators or the International Board of Directors (or its designee) upon a showing of good cause. All parties to any dispute subject to this procedure shall not pursue administrative or judicial actions during this dispute resolution process.

Section 2. **COMPLAINTS AND FILING FEE:** Any Lions club in good standing within the association (the "complainant") may file a written request with the District Governor (a "complaint"), with a copy to the Legal Division, asking that dispute resolution take place under this procedure. The complaint must be filed with the District Governor within thirty (30) days after the complainant(s) knew or should have known of the occurrence of the event upon which the complaint is based. The complainant(s) must submit minutes signed by the club secretary certifying that a resolution in support of filing the complaint has been adopted by a majority of the entire membership of the club. A copy of the complaint shall be sent to the respondent(s).

A complaint filed under this procedure must be accompanied by a US\$750.00 filing fee, or its equivalent in the respective national currency, payable by each complainant to the District which shall be submitted to the District Governor at the time the complaint is filed. In the event the complaint is settled or withdrawn prior to a final decision by the conciliators, US\$100.00 shall be retained by the District as an administrative fee and US\$325.00 shall be refunded to the complainant and US\$350.00 shall be paid to the respondent (which shall be shared on an equal basis if there is more than one respondent). In the event the selected conciliators find the complaint to have merit and the complaint is upheld, US\$100.00 shall be

retained by the District as an administrative fee and US\$650.00 shall be refunded to the complainant. In the event the selected conciliators deny the complaint for any reason, US\$100.00 shall be retained by the district as an administrative fee and US\$650.00 shall be paid to the respondent (which shall be shared on an equal basis if there are more than one respondent). In the event the complaint is not settled, withdrawn, upheld or denied within the time frames established by this procedure (unless an extension has been granted for good cause), then the fee will be automatically retained by the district as an administrative fee and shall not be refunded to any party. All expenses incurred relative to this dispute resolution procedure are the responsibility of the District, unless established District policy provides that all expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute.

Section 3. **RESPONSE TO COMPLAINT:** The respondent(s) to the complaint may file a written response to the complaint with the district governor or, in the event the complaint is directed against the district governor, the immediate past district governor, with a copy to the Legal Division, within ten (10) days of receiving notice of the complaint. A copy of the response shall be sent to the complainant(s).

Section 4. **CONFIDENTIALITY:** Once a complaint has been filed, communications between the complainant(s), respondent(s), district governor and conciliators should be kept confidential to the extent possible.

Section 5. **SELECTION OF CONCILIATORS:** Within fifteen (15) days of filing the complaint, each party to the dispute shall select one (1) neutral conciliator and the selected conciliators shall select one (1) neutral conciliator, who will serve as chairman. The selected conciliator/chairmans' decision relative to the selection of the conciliator/chairman shall be final and binding. All of the selected conciliators shall be Lion leaders, preferably Past District Governors, who are currently members in good standing of clubs in good standing in the District in which the dispute arises, other than club which is a party to the dispute and without loyalties to any party to the dispute. Upon completion of the selection process, the conciliators shall be deemed appointed with all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure.

In the event the selected conciliators cannot agree on the selection of the conciliator/chairman within the time frame noted above, then the selected conciliators shall be automatically deemed to have resigned for administrative reasons and the parties must select new conciliators ("the second team of selected conciliators") who shall select one (1) neutral conciliator/chairman in accordance with the selection procedures and requirements described above. In the event the second team of conciliators cannot agree on the selection of the conciliator/chairman from within the district in which the dispute arises, the selected conciliators may select one (1) neutral conciliator/chairman who is a member in good standing of a club in good standing outside the respective District. In the event the second team of conciliators cannot agree on a conciliator from within or outside the district arises, then the past international director who most recently served on the International Board of Directors from within the district in which the dispute arises of from an adjacent district, whichever is closest in proximity, shall be appointed as conciliator/chairman. The time limits in Section 1 and Section 2 of this Article may not be shortened or extended by the District Governor or conciliators.

Section 6. CONCILIATION MEETING & DECISION OF CONCILIATORS: Upon being appointed, the conciliators shall arrange a meeting of the parties for the purpose of conciliating the dispute. The meeting shall be scheduled within thirty (30) days of the appointment of the conciliators. The objective of the conciliators shall be to find a prompt and amicable resolution to the dispute. If such conciliation efforts are unsuccessful, the conciliators shall have the authority to issue their decision relative to the dispute. The conciliators shall issue their decision in writing no later than thirty (30) days after the date on which the initial meeting of the parties was held, and the decision shall be final and binding on all parties. The written decision shall be signed by all the conciliators, with the dissent of any conciliator properly noted, and a copy of the written decision shall be provided to all parties, the District Governor, and upon request to the Legal Division of Lions Clubs International. The decision of the conciliators must be consistent with any applicable provisions of the International, Multiple District and District Constitution and Bylaws and policies of the International Board of Directors, and is subject to the authority of and further review by the International Board of Directors at the sole discretion of the International Board of Directors or its designee.

Failure to comply with the final and binding decision of the conciliators constitutes conduct unbecoming a Lion and is subject to loss of membership privileges and/or charter cancellations.

#### **ARTICLE X**

#### **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 Bylaws are passed at the International Convention, any amendments that would have an effect on this District Constitution and Bylaws shall automatically be updated in this Constitution and Bylaws at the close of the convention.

Section 3. **NOTICE:** No amendment shall be so reported or voted upon unless the same shall have been 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. **PARLIAMENTARY PROCEDURE:** Robert's Rules of Order (Newly revised) shall govern all parliamentary procedure at District meeting except as otherwise provided in Rules of Procedure adopted by District Convention.

Section 5. **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**

#### **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 require and will have delivered to him 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. Procedures to be followed in accepting and presenting bids as well as action to be taken in the event no bids are presented or are acceptable shall be determined by the District Governor.

Section 2. **OFFICIAL CALL:** The District Governor shall issue an official call by printed or electronic means to all clubs for the annual District Convention no less than sixty (60) days prior to the date fixed for holding the same, stating place, day and hour thereof.

Section 3. **SITE CHANGE:** The District Cabinet shall retain, and have the authority to change at any time, the convention site previously chosen, and neither the District, officers of the District nor any member of the District Cabinet, shall incur any liability thereof to any club or club member in the District. Notice of the site change shall be furnished by printed or electronic means to all clubs in the district no less than thirty (30) days prior to the convening date of the annual convention. The District Governor shall have the authority to change the convention site chosen by a previous District convention.

Section 4. **OFFICERS:** The officers of the District cabinet shall be the officers of the annual District convention.

Section 5. **SERGEANT-AT-ARMS:** The District Governor shall appoint a convention Sergeant-at-Arms and such assistant Sergeant(s)-at-Arms as deemed necessary.

Section 6. **OFFICIAL REPORT:** Within fifteen (15) days after the close of each District convention, the cabinet Secretary shall furnish one copy of the complete proceeding to the International office. A copy shall be furnished to any District club upon written request.

Section 7. **CREDENTIALS COMMITTEE:** The Credentials Committee of the District convention shall be composed of the District Governor, as chairman, the cabinet Secretary-Treasurer and two other non-officers of the District appointed by the District Governor, each of whom shall be a member is good standing of a different Lions club in the district, and shall not through the duration of appointment hold any district of international office either by election or appointment. The Credentials Committee shall have the powers to 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 that order shall be the order of the day for all sessions.

Section 9. **DISTRICT CONVENTION COMMITTEES:** The District Governor shall appoint the chairman of, and fill any vacancies occurring in, the following District convention committees: Resolutions, Elections, Constitution and Bylaws, Rules and International Convention. Each region, if any, shall have at least one representative on each such committee. These committees shall perform such duties as the District Governor shall designate.

Section 10. **CONVENTION FUND TAX:** An annual per capita District convention fund tax of \$0.76 annually will be levied on 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, it two semi-annual payments as follows: \$0.38 per club member on September tenth of each year for the July 1 – December 31 period, and \$0.38 per club member on March of each year for the January 1 – June 30 period, with billing of said tax to be based upon the roster of each club as of the first days of September and March, respectively. This tax shall be remitted to the Cabinet Treasurer, who will deposit the monies collected in the District general fund. (This tax is part of the District administrative dues.) The Fund Tax collected will 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. Any club which is chartered or reorganized in a current year shall collect and pay said convention per capita tax on a prorated basis from the first day of the second month following the date of its charter or reorganization.

Section 11. **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 conventions expenses and be treated as income in any fiscal year in which expended or otherwise budgeted for payment of such expenses.

Section 12. **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 II**

#### **Meetings**

#### Section 1. **DISTRICT CABINET MEETING:**

**Regular:** A regular meeting of the Cabinet shall be held in each quarter of the fiscal year. The first should be held within thirty (30) days after adjournment of the preceding International Convention. Ten (10) days' written notice of meeting 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 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 or fax transmission) notice of special meeting 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 members of the Cabinet shall constitute a quorum for any meeting.

**Vote:** The voting privilege shall be extended to all members of the District Cabinet.

Section 2. **ALTERNATIVE MEETING FORMATS:** Regular and/or special meetings of the District Cabinet may be held through the use of alternate formats, such as teleconferencing and/or web conferences, as determined by the District Governor.

Section 3. **BUSINESS TRANSACTED BY MAIL:** The District Cabinet may transact business by mail (including letters, email, fax or cable), provided that no such action shall be effective until approved in writing by two-thirds (2/3) of the entire number of the members of the District Cabinet. Such action may be initiated by the District Governor or any three (3) officers of the District.

#### Section 4. **REGIONS AND ZONES:**

- (a) **Organizational:** Regions and zones shall be subject to change by the District Governor, with the approval of the District Cabinet and when it is in the best interest of the clubs, District and association. The District should be divided into Regions of ten (10) to sixteen (16) Lions Clubs and each Region in Zones of no more than eight (8) and no less than four (4) Lions Clubs, giving due regard to the geographical locations of the clubs.
- (b) **Regional Meetings:** Meetings of representatives of all clubs in a Region, with the Region Chairman (if the position is utilized during the District Governor's term) or other District Cabinet members as may be assigned by the District Governor presiding, should be held during the fiscal year at times and places fixed by the Region Chairman of the respective region.
- (c) **Zone Meetings:** Meetings of the representatives of all clubs in a Zone, with the Zone Chairman presiding, shall be held during the fiscal year at times and places fixed by the Zone Chairman.

#### **ARTICLE III**

#### **District Nominations, Elections and Appointments**

Section 1. **NOMINATING COMMITTEE:** The District Governor shall appoint by written notification received at least sixty (60) days prior to the District Convention, a Nominating Committee of not less than three (3) and not more than five (5) members, each of whom shall be a member in good standing or a different Lions Club in the District, and shall not through the duration of their appointment hold any district cabinet or international office either by election or appointment.

Section 2. **DISTRICT GOVERNOR ELECTION PROCEDURES:** Any qualified member of a club in the District seeking the office of District Governor or First or Second Vice District Governor shall file his intention in writing to the Nominating Committee thirty (30) days prior to its report at the third Cabinet Meeting and furnish evidence of his compliance with the qualifications for said office set out in the International Constitution and Bylaws. The Nominating Committee shall place in nomination at the District Convention the name(s) of all qualified candidate(s). If none are received nor qualified, then nominations for that office can 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 intention to do so in writing with the Nominating Committee prior to the day of its report to the Convention and furnish evidence of his compliance with the qualifications for said office set out in the International Constitution and Bylaws. The Nominating Committee shall place in nomination at the District Convention the names of all candidates so qualified. If none are so received, then nominations are 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. **DIRECTOR OF TEXAS LIONS CAMP:** Submission procedure shall follow Section2 above. Each nominee shall be a member in good standing in the District and must: have been a Lion for a minimum of three (3) years, served as President of his Lions Club or chairman of his club's Camp Committee, and be willing to attend the regular and special meetings of the Camp's Board of Directors, District 2-X3 Cabinet Meetings and, in cooperation with other Camp Directors, present the message of the Texas Lions Camp to each club in the District.

Section 5. **BALLOT:** The election shall be secret written ballot, with the candidate(s) required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected; for the purpose of such election, a majority is defined as a number more than one-half (1/2) 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 receiving the lowest number of votes will 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 6. **DISTRICT GOVERNOR VACANCY:** In the event of a vacancy in the office of the District Governor, the same shall be filled in accordance with the provisions of the International Constitution and Bylaws. The Immediate Past District Governor, First and Second Vice District Governors, Region Chairmen, Zone Chairmen, Cabinet Secretary-Treasurer, Past District Governors, Past International

Directors and Past International Presidents in the District shall convene at a date, time and place called by the Immediate Past District Governor to select a recommended replacement to submit to the International Board of Directors (see Appendix B). In order for a Lion to be eligible and qualified to be elected to a vacancy in the office of District Governor, he must:

- (a) Be a Lion in good standing in District 2-X3.
- (b) Have served or will have served at the time he take the office of District Governor:
  - (i) As officer of a Lions Club for a full term or major portion thereof
  - (ii) As a member of the District Cabinet for two (2) full terms or a major portion thereof
  - (iii) With none of the above being served concurrently.

It is encouraged that the First Vice District Governor fill his full term of office and that other qualified Lions be considered for filling a vacancy in the office of District Governor.

Section 7. **FIRST/SECOND VICE DISTRICT GOVERNOR AND OTHER VACANCIES**: Any vacancy in office except that of District Governor and First/Second Vice District Governor shall be filled by the District Governor by appointment for the expired term. In the event of a vacancy arising in the office of the First or Second Vice District Governor, the District Governor shall convene a meeting of the existing Cabinet and all past International officers who are in good standing in the District, as provided by the International Constitution and Bylaws. It shall be the duty of the attendees at this meeting to recommend 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 he is 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 chairman of the meeting. The chairman shall convey the results to the International Office within seven (7) days together with the evidence of invitations sent out and said meeting attendance. Each Lion that is entitled to receive an invitation to attend and is present at said meeting should be entitled to cast one vote for a Lion of his 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 must:

- (a) Be an active member in good standing in District 2-X3
- (b) Have served or will have served at the time he takes office as First or Second Vice District Governor:
  - (i) As officer of a Lions Club for a full term or major portion thereof and
  - (ii) As a member of the District Cabinet for a full term or major portion thereof
  - (iii) With none of the above being accomplished concurrently.

#### Section 8. **REGION/ZONE CHAIRMAN QUALIFICATION:** Each Region and Zone Chairman shall:

- (a) Be a member in good standing in District 2-X3 and
- (b) Have served, or will have served at the time of taking office, as President of a Lions Club for a full term or major portion thereof and a member of a Board of Directors of a Lions Club for no less than two (2) additional years.

Section 9. **REGION/ZONE CHAIRMAN VACANCY:** If any Region/Zone Chairman shall cease to be a member of a club in the Region or Zone to which he was appointed, his term of office shall thereon cease, and the District Governor shall appoint a successor to fill said office. The District Governor may determine not to use the position of Region Chairman for the remainder of the term.

#### **ARTICLE IV**

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

Section 1. **DISTRICT GOVERNOR:** 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 of his District and shall have direct supervision over the First and Second Vice District Governors, Region and Zone Chairmen, the Cabinet Secretary-Treasurer and such other Cabinet members as may be provided for in the District Constitution and Bylaws. His specific responsibilities shall be:

- (a) Serve as the Global Action Team district chairman to administer and promote membership growth, new club development, leadership development and humanitarian service to clubs throughout the District.
  - (1) Ensure the selection of qualified Lion leaders for positions of GST District Coordinator, GMT District Coordinator and GLT District Coordinator.
  - (2) Ensure regular meetings to discuss and advance initiatives established by the District Global Action Team.
- (b) Promote the Lions Club International Foundation and all service activities of the association.
- (c) Preside, when present, over Cabinet, Convention and other District meetings. During any period he is unable to so preside, the presiding officer at any meeting shall be the First or Second Vice District Governor, but if he is not available, the District officer chosen by attending members shall preside.
- (d) Promote harmony among the chartered Lions Clubs.
- (e) Exercise such supervision and authority over Cabinet officers and District committee appointees as is provided in this District Constitution.
- (f) Ensure that each Lions Club in this District is visited by the District Governor or other District officer once each year to facilitate successful administration of the club and that the visiting officer submit a visitation report to the International Headquarters for each visit.
- (g) Submit a current itemized statement of total District receipts and expenditures to his District Convention or annual meeting of his District at a Multiple District convention.
- (h) Deliver, in a timely manner, at the conclusion of his term of office, the general and/or financial accounts, funds and records of the District to his successor in office.
- (i) Report to Lions Clubs International all known violations of the use of the Association's name and emblem.
- (j) Perform such other functions and acts as shall be required of him 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 specific responsibilities shall include:

- (a) Further the purpose of this Association.
- (b) Perform such administrative duties as assigned by the District Governor.
- (c) Perform other functions and acts required by the International Board of Directors.
- (d) Participate in Cabinet meetings, conduct meetings in the absence of the District Governor and participate in Council meetings as appropriate.
- (e) Assist the District Governor in the review of strengths and weaknesses of the clubs in the District, identifying the existing and potentially weak clubs and establishing plans to strengthen them.
- (f) Conduct club visitations as the representative of the District Governor when requested by the District Governor.
- (g) 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.
- (h) Work with the District Governor, Second Vice District Governor and the District Global Leadership Team to develop and implement a District-wide plan for leadership development.
- (i) Conduct a District quality assessment and collaborate with District officers, specifically members of the District Global Action Team and other committee chairmen, to develop a plan for membership growth, leadership development, operational improvement and the fulfillment of humanitarian endeavors to be presented and approved by the District Cabinet during his term as First Vice District Governor.
- (j) At the request of the District Governor, supervise other District committees.
- (k) Participate in the planning of the next year, including the District budget.
- (l) Familiarize himself with the duties of District Governor so that, in the event of a vacancy in the office of District Governor, he 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 Bylaws 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 specific responsibilities shall include:

- (a) Further the purpose of the Association.
- (b) Perform such administrative duties as assigned by the District Governor.
- (c) Perform such other functions and acts required by the International Board of Directors.
- (d) 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.
- (e) Familiarize himself with the health and status of clubs in the District, review the monthly financial report and assist the District Governor and First Vice District Governor in identifying the existing and potentially weak clubs.
- (f) Conduct club visitations as the representative of the District Governor when requested by the District Governor.
- (g) Assist the District Governor and First Vice District Governor in planning and conducting the annual District Convention.
- (h) Serve as the District Governor Team liaison with 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.
- (i) Work with the District Governor, First Vice District Governor and Global Membership Team to develop and implement a District-wide plan for membership growth.
- (j) Work with the District LCIF Coordinator and assist the committee to achieve goals of the year through regular distribution of LCIF information and materials to increase understanding and support LCIF.
- (k) Work with the District Information Technology Committee and assist the committee to promote the use of the Association's website and the internet among the clubs and members to obtain information, file reports, purchase club supplies, etc.
- (1) Assist the District Governor, First Vice District Governor and Cabinet in planning of the next year, including the District budget.
- (m) Familiarize himself with the duties of the District Governor so that in the event of a vacancy in the office of District Governor and/or First Vice District Governor, he would be better prepared to assume duties and responsibilities of said office as the acting District Governor or acting First 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-TREASURER:** He shall act under the supervision of the District Governor. His responsibilities shall be to:

- (a) Further the purposes of the Association.
- (b) Perform such duties as are implied by the title of said office, including, but not limited to, the following:
  - (1) Keep and accurate record of proceedings of all meetings of the Cabinet and, within five (5) days after each meeting, forward copies of the same to all.
  - (2) Take and keep minutes of the District Convention and furnish copies of the same to Lions Clubs International, the District Governor and the secretary of each club.
  - (3) Make reports to the Cabinet as the District Governor or Cabinet require.
  - (4) Collect and receipt for all per capita taxes levied on members and clubs in the District.
  - (5) Remit and pay over to Multiple District state Secretary the Multiple District per capita tax.
  - (6) Keep accurate books 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 reasonable 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. The District requires the use of Quickbooks or similar form of accounting software. The District Cabinet must approve any change from Quickbooks to be sure the proposed new software is compatible with Quickbooks or an acceptable alternative.
  - (7) Secure bond for the faithful performance of his duties in such sum and with such sureties as may be required by the District Governor.
  - (8) Deliver, in a timely manner, at the conclusion of his term in office, the general and/or financial accounts, funds and records of the District to his successor in office.
- (c) Perform such other functions and acts as may be required by directive of the International Board of Directors.

(d) If separate offices of Cabinet Secretary and Cabinet Treasurer are adopted, the duties listed in (b) are to be attributed to each of the offices according to the nature of the duties, specifically, establishment of budget preparations and depositories.

## Section 5. **GLOBAL SERVICE TEAM (GST) DISTRICT COORDINATOR:** The GST District Coordinator is a member of the District Action Team. His responsibilities include:

- (a) Encourage clubs to implement service projects that are aligned with global LCI initiatives, including the LCI Service Framework.
- (b) Work with clubs to raise the visibility of Lions service impact in local communities.
- (c) Collaborate with GMT and GLT District Coordinators and Global Action Team District Chairman (District Governor) to further initiatives focused on leadership development, membership retention and growth, and expanding humanitarian services.
- (d) Work with Region, Zone and club service chairmen to help clubs reach their service goals, ensure regular reporting in MYLCI, and encourage utilization of LCI tools (such as the App) to increase engagement in service projects.
- (e) Support local community service projects that create a sense of belonging and pride to be Lions and LEOs in the District.
- (f) Promote service projects that attract multi-generational participants, including the integration and leadership development of LEOs.
- (g) In collaboration with the LCIF District Coordinator, maximize LCIF resource utilization and fundraising and monitor LCIF grants given to the District.
- (h) Gather club and district feedback related to service challenges, opportunities and successes and share information gathered with Multiple District Coordinator to troubleshoot/remove barriers impeding the successful implementation of service programs.

# Section 6. **GLOBAL MEMBERSHIP TEAM (GMT) DISTRICT COORDINATOR:** The GMT District Coordinator is a member of the District Global Action Team. His responsibilities include:

- (a) Collaborate with the GLT and GST District Coordinators and the Global Action Team District Chairman (District Governor) to further initiatives focused on leadership development, membership growth and expanding humanitarian service.
- (b) Develop and execute an annual District membership development plan
- (c) Collaborate with Region, Zone and Club membership chairmen to identify communities without a club or where additional clubs can be chartered.
- (d) Motivate clubs to invite new members, inspire positive club membership experiences and ensure clubs are aware of available membership programs and resources.
- (e) Monitor club membership reports. Recognize clubs that are increasing membership and support clubs that are losing members.
- (f) Work with clubs in danger of cancellation by ensuring payments are submitted on time.
- (g) Include diverse populations to participate in Global Action Team initiatives.
- (h) Respond promptly to prospective member leads provided by the GMT Multiple District Coordinator or LCI, track recruitment and provide status report of the lead.
- (i) Complete requirements and submit applications to receive District funding from LCI for membership development activities.

- (j) Confirm new members are provided an effective member orientation at the club level, in collaboration with the GLT District Coordinator and club officers.
- (k) Provide retention strategies to clubs in collaboration with the GLT and GST District Coordinators.

## Section 7. **GLOBAL LEADERSHIP TEAM (GLT) DISTRICT COORDINATOR:** The GLT District Coordinator is a member of the District Global Action Team. His responsibilities include:

- (a) Collaborate with your GMT and GST District Coordinators and Global Action Team District Chairman (District Governor) to further initiatives focused on leadership development, membership growth and expanding humanitarian service.
- (b) Develop and execute an annual District leadership development plan.
- (c) Communicate regularly with Region/Zone Chairmen and clubs' vice-presidents to ensure they are aware of leadership development programs and resources available.
- (d) Provide ongoing motivation to Region/Zone Chairmen and club presidents to achieve leadership development goals.
- (e) Promote leadership development opportunities that encourage participation at all levels of the association.
- (f) Collaborate with GMT and GST District Coordinators to provide retention strategies to clubs.
- (g) Include divers populations to participate in Global Action Team initiatives.
- (h) Identify potential new leaders to participate in service, membership and leadership development opportunities.
- (i) Organize and facilitate instructor-led and web-based training in coordination with LCI.
- (j) Confirm new members are provided an effective member orientation at the club level, in collaboration with the GMT District Coordinator and club officers.
- (k) Complete requirements and submit applications to receive District funding from LCI for leadership development activities.

Section 8. LCIF DISTRICT COORDINATOR: The LCIF District Coordinator is nominated by the LCIF Multiple District Coordinator, in consultation with the District Governor, and appointed by the LCIF Chairman, to serve a three-year term. This position serves as an ambassador for Lions Clubs International Foundation and reports directly to LCIF Multiple District Coordinator while working closely with District leadership. His responsibilities include:

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

- (g) Encourage clubs to select a Lion to serve as the club LCIF Coordinator (which may be the Immediate Past President). Host an annual training for club LCIF Coordinators. Communicate with each LCIF Club Coordinator quarterly.
- (h) In collaboration with the District Governor and the LCIF Multiple District Coordinator, develp and execute a plan with agreed upon goals. Communicate monthly with the LCIF Multiple District Coordinator to discuss programs and challenges.

Section 9. **REGION CHAIRMAN** (if the position is utilized during the District Governor's term): The Region Chairman, subject to the supervision and direction of the District Governor, shall be the chief administrative officer of his Region. His specific responsibilities should be:

- (a) Further the purposes of the Association.
- (b) Supervise the activities of the Zone Chairmen in his Region and such District committee chairmen as may be assigned by the District Governor.
- (c) In coordination with the District GMT Coordinator, play an active role in organizing new clubs and strengthening weak clubs.
- (d) Visit a regular meeting of each club in his Region at least once during his term of office, reporting his finding to the District Governor, District GMT Coordinator and District GLT Coordinator.
- (e) Visit a regular board of director meeting of each club in his Region at least once during his term of office, reporting his results to the District Governor, District GMT Coordinator and District GLT Coordinator.
- (f) Endeavor to have every club in his Region operating under a duly adopted club constitution and bylaws.
- (g) Promote the Club Quality Initiative to the clubs within the Region.
- (h) In coordination with the District GLT Coordinator, play an active role in supporting leadership initiatives by informing Lions within the Region about leadership development opportunities at the Zone, District and Multiple District.
- (i) In coordination with the GST District Coordinator, play an active role in promoting global service initiatives by informing Lions within the Region about service opportunities in the Region, District and Multiple District.
- (j) Promote representation at International and District conventions by at least the full quota of delegates to which the clubs in his Region are entitled.
- (k) Carry out such official visitations to club meetings and charter nights as shall be assigned to him by the District Governor.
- (l) Perform such additional assignments as shall be given him from time to time by the District Governor.

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

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

Section 10. **ZONE CHAIRMAN:** The Zone Chairman, subject to the supervision and direction of the District Governor and/or Region Chairman, shall be the chief administrative officer in his Zone. His specific responsibilities shall be:

- (a) Further the purposes of this Association.
- (b) Serve as chairman of the District Governor's Advisory Committee in his Zone and as such chairman to call regular meetings of said committee.
- (c) Endeavor to include the District GMT Coordinator and 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 within the Zone.
- (d) 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, District GLT Coordinator and Region Chairman.
- (e) Promote the Club Quality Initiative to the clubs within the Zone.
- (f) 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 Zone.
- (g) In coordination with the District GST Coordinator, play an active role in promoting global service initiatives by informing Lions within the Zone about service opportunities in the Zone, District or Multiple District.
- (h) Represent each club in his Zone in any problems with District, Multiple District Council Chairman or Lions Clubs International.
- (i) Supervise the progress of District, Multiple District and Lions Clubs International projects in his Zone.
- (j) Endeavor to have every club within the Zone operating under a duly adopted Constitution and Bylaws.
- (k) Promote representation at International and District conventions by at least the full quota of delegates to which the clubs in his Zone are entitled.
- (1) Visit a regular meeting of each club in his Zone at least once during his term of office, reporting his finding to the Region Chairman, particularly with respect to weaknesses he may have discovered (copy to District Governor, District GMT Coordinator and District GLT Coordinator).
- (m) Perform such other functions and acts as may be required of him by directives of the International Board of Directors.

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

#### Section 11. **DISTRICT GOVERNOR'S CABINET:** The District Governor's Cabinet shall:

- (a) Assist the District Governor in the performance of his duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the District.
- (b) Receive, from the region chairpersons or other assigned district cabinet members, reports and recommendations which concern the clubs and zones.
- (c) Supervise the collection of all dues and taxes by the cabinet treasurer, designate a depository(s) for said funds and authorize the payment of all legitimate expenses pertaining to the administration of the affairs of the district.

- (d) Secure, set the amount of and approve the surety company issuing, the surety bond for the cabinet secretary-treasurer.
- (e) Secure, semi-annually or more frequently, sub-dis- trict financial reports from the cabinet secretary and cabinet treasurer (or secretary-treasurer).
- (f) 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 (1 July-30- June).

Section 12. **SERGEANT-AT-ARMS:** The Sergeant-at-Arms shall maintain order and decorum at the respective conventions and meetings and perform such other duties as are incident to his/her office under ROBERT'S RULES OF ORDER, NEWLY REVISED.

#### ARTICLE V

#### **District Committee Duties**

Section 1. **DISTRICT GOVERNOR'S ADVISORY COMMITTEE** (**ZONE**): In each zone, the zone chairman and presidents, first vice presidents and secretaries of the clubs in the zone shall compose a District Governor's Advisory Committee, with the zone chair as the chairman. Date, time and place called by the zone chairman, 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 (optional) meeting approximately thirty (30) days prior to the multiple district convention. The advisory committee shall assist the zone chairmen in advisory capacity, procure recommendations affecting the welfare of Lionism and the clubs in the zone, and relay the same through the zone chairman to the district governor.

Section 2. **DISTRICT GLOBAL ACTION TEAM:** This team is chaired by the District Governor and includes the GMT District Coordinator, GST District Coordinator and GLT District Coordinator. It develops and initiates a coordinated plan to help clubs expand humanitarian service, achieve membership growth and develop future leaders. The team meets regularly to discuss the progress of the plan and initiatives that may support the plan. It collaborates with members of the Multiple District's Global Action Team to learn about initiatives and best practices. It attends the District Governor Advisory Committee meetings and other Zone, Region, District or Multiple District meetings that feature service, membership or leadership initiatives to share ideas and gain knowledge that may be applied to club practices.

Section 3. **DISTRICT GOVERNOR'S HONORARY COMMITTEE:** The Honorary Committee shall be composed of past international officers who are members in good standing of clubs within this district. This committee shall meet four times a year and when the district governor calls special meetings. It shall act under the direction of the district governor in the promotion of harmony throughout the district. The chairman of the committee shall attend meetings of the cabinet when requested by the district governor. The immediate past district governor shall be the chairman.

Section 4. **MULTIPLE DISTRICT 2 COUNCIL CHAIRMAN ELECT:** District 2-X3 will elect a Council Chairman two years prior to the state convention hosted by this district. Rotations are listed in MD-2 C&BL. Current rotation is every sixteen years. Should a new district(s) be created, said district shall be placed in logical sequence. Qualification for office: In order to serve as Council Chairman, the candidate must be a past district governor in good standing, obtain his club's endorsement and be elected at the appropriate district convention by plurality vote.

Section 5. **MULTIPLE DISTRICT HALL OF FAME:** District 2-X3 will participate in the Texas Hall of Fame program. The MD-2 State Office will, at the first council meeting each year, distribute information about nomination criteria to district governors. Selection shall be by a Hall of Fame Committee of five Lions at district level, and shall include all district Hall of Fame members (the senior shall be chairman). If there are not five living Hall of Fame members, the district governor will appoint the remainder to complete a committee of five members, each from different clubs. Other Lion members must have a minimum of ten years of district service and have served as club president.

#### Minimum standards to qualify:

- (a) Be an active or deceased member with fifteen years of service.
- (b) Have provided outstanding and dedicated service to Lionism beyond the call of duty.
- (c) Have provided other than Lionistic service to community, state and nation.
- (d) Have accomplished special achievement in, or contributions to, humanitarian service for the less fortunate, and
- (e) Have not solicited in any manner for this recognition, which will automatically eliminate the soliciting candidate for that year.

Hall of Fame fees are considered an administrative expense, and will accompany the candidate's profile to the Multiple District 2 state office. Current selection is every three years.

Section 6. **DISTRICT CABINET COMMITTEES:** The district governor may establish and appoint such other committees and/or chairmen as he deems necessary and appropriate for the efficient operations of the district. Such committee chairmen shall be non-voting members of the district cabinet.

#### **ARTICLE VI**

#### **District Administrative Fund**

Section 1. **DISTRICT REVENUE and EXPENSES:** To provide revenue to defray the administrative expenses of the district, an annual district administrative fund per capita tax of \$5.00 is hereby levied upon each member of each club in the district and shall be collected and paid in advance by each club in two (2) semi-annual periods June 1 to November 30: (\$2.50 semiannually) per club member on March tenth of each year, to cover the semi-annual period December 1 to June 30, with billing of the same to be based upon the roster of each club as of the first days of July and January, respectively. Said tax shall be paid to the cabinet secretary or cabinet treasurer (secretary-treasurer) by each club in the district, except

newly chartered clubs and reorganized clubs, which shall collect and pay per capita tax on a pro-rated basis from the first day of the second month following the date of their organization or reorganization. Per tax shall be disbursed only for administrative expenses of the district and upon approval by the district governor's cabinet. Funds for a district directory and newsletter are allowed before the budget approval upon request of the district governor elect. Disbursement shall be by checks drawn and signed by the cabinet treasurer and countersigned by the district governor. Dues will be paid NLT 10 September and 10 March, respectively.

The district shall act as a collection agency for the assessment and collection of per capita dues for the Texas Lions Camp according to the following schedule: for the period July 1, 2007, to June 3, 2009, a semi-annual per capita tax of \$10.50 (\$21.00) and thereafter. Those funds will follow the same time and frequency as section one and be forwarded to the appropriate agency by the cabinet treasurer as directed by the district governor.

Section 2. **ADMINISTRATIVE EXPENSES:** The following expenses shall be considered administrative: approval of below funding is part of the annual budget:

- (a) Outgoing Governor attending the International Convention.
- (b) Governor and Vice District Governor attending USA/Canada Forum.
- (c) Governor, Governor Elect and Vice Governor-Elect the State Convention.

Section 3. **CONTINGENCY FUND:** A contingency fund will be maintained to ensure continued financial stability within this district. Should the need arise or to meet emergency funding requirements which cannot be met with income form dues or convention assessments, money from this fund of not more than two thousand dollars (\$2,000.00) may be requested by the district governor for district funding. This request must be approved by the majority of the sitting cabinet. If deposits in this fund exceed ten thousand dollars (\$10,000.00), the sitting cabinet may approve the use of the excess money.

Section 4. **GOVERNOR ELECT FUND:** A minimum of five percent of expected district per capita income is to be placed in a reserve fund for the governor-elect startup fund. This fund is a budgeted item.

Section 5. **STATE CONVENTION ASSESSMENT:** The sum of five hundred dollars (\$500.00) from district per capita income is to be placed in the state convention fund each year. This fund is to be maintained and used by the council chairman elect for MD-2 state convention needs when 2-X3 is host of the state convention.

Section 6. **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 7. **FEE COLLECTION:** Such fees as the district governor shall set shall 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 8. **AUDIT OR REVIEW:** The district governor shall provide for an annual or more frequent audit or review of district funds. A quarterly financial report of said funds will be presented at each cabinet meeting or district convention.

#### ARTICLE VII

#### Nominations and Endorsements for International Director and Second Vice President Nominees

Section 1. **ENDORSEMENT PROCEDURE:** Subject to the provisions of the International Constitution and Bylaws, any member of a Lions Club in the district seeking endorsements of a district convention as a candidate for the office of second vice-president or international director 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 state secretary normally forty-five (45) days prior to the concerning date of the district convention at which such question shall be voted upon.
- (b) Deliver with said notice of intention evidence of fulfillment of qualifications for such office as set forth in the international Constitution and Bylaws.

Section 2. **NOMINATIONS:** Each notice 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 international qualifications as may be necessary under the International Constitution and Bylaws, and shall place in nomination at the respective convention the name of each prospective candidate who has fulfilled said procedural and constitutional requirements.

Section 3. **SECONDING SPEECH:** Each such candidate 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 (elected) as the candidate of the convention and district. There will be two sealed boxes received from the state office for voting. Counting of votes will be accomplished in accordance with the MD-2 Constitution and Bylaws.

Section 5. **CERTIFICATE 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 council of governors) in accordance with the requirements set forth in the International Constitution and Bylaws. Any candidate seeking an endorsement at a multiple district convention must first have secured the endorsement of his sub-district. No district (single, sub- and multiple) shall have more than one (1) endorsement pending for more than one (1) office of the Board of Directors.

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 Article VII have been met.

#### ARTICLE VIII

#### Miscellaneous

- Section 1. **DISTRICT GOVERNOR EXPENSES-INTERNATIONAL CONVENTION:** Expenses of the outgoing governor in connection with his attending the international convention shall be considered a district administrative expense and will be a budgeted item. Reimbursement for such expenses 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 his cabinet shall not incur obligations in any fiscal year which will create an unbalanced budget or deficit in said year.
- Section 3. **CABINET SECRETARY-TREASURER BOND:** The cabinet secretary-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 it shall be an administrative expense.
- Section 4. **AUDIT OR REVIEW OF BOOKS:** The district governor's cabinet shall provide for an annual or more frequent audit of review of the books and accounts of the cabinet secretary-treasurer and a statement of financial condition of the district shall be sent to LCI and each club in the district at the close of fiscal year by the outgoing governor.
- Section 5. **COMPENSATION:** No officer shall receive any compensation for any service rendered this district in his official capacity with the exception of the cabinet secretary, cabinet treasurer (or secretary treasurer) whose compensation, if any, shall be fixed by the district cabinet.
- Section 6. **FISCAL YEAR:** The fiscal year in this district shall be from July 1<sup>st</sup> to June 30<sup>th</sup>.
- Section 7. **RULES OF PROCEDURE:** Except as otherwise specifically provided in this constitution and bylaws, or in the rules of procedure adopted for a meeting, all questions of order and procedure in any district meeting or convention, any meeting of the district cabinet, region, zone or member club or any group of committee of any one of them shall be determined by ROBERT'S RULES OF ORDER, NEWLY REVISED.

#### **ARTICLE IX**

#### **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, which is adopted by a majority of votes cast.

#### **RULES OF PROCEDURE**

#### **DISTRICT 2-X3 CONVENTION**

**Rule 1.** The district governor shall arrange the order of business for the district convention. Except for registration and certification hours, which may not be changed, deviation from the announced order of business shall be made only by consent of three-fourths (3/4) of the certified delegates assembled at any session at which a quorum is present. A majority of those certified delegates present in person at any session shall constitute a quorum.

**Rule 2.** Except as otherwise provided in the Lions Clubs International Constitution and By-Laws, MD-2 and District 2-X3 Constitution and By-Laws, national custom and practice of 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 delegated shall occur on days one and two if necessary, and hours of registration will be announced prior to convention day.
- (c) The number of certified delegates shall be announced to the convention upon close of certification and prior to the commencing of voting.

#### Rule 4.

- (a) Sixty (60) days prior to the convening of the convention, the district governor, unless otherwise provided, shall appoint, and designate the chairperson of, a nominations committee consisting of no less than three (3) and no more than five (5) members. It shall be the committee's responsibility to review the qualifications of each nominated candidate within thirty (30) days prior to the election and rule on the eligibility of the same.
- (b) Candidate may withdraw from the contest at any time prior to the issuance of the final report of the nominations committee.

#### **Rule 5.** Replacement of delegates and alternate delegates.

- (a) To replace a delegate and/or alternate delegate already certified, the replacement must provide a certificate signed by two officers of the club, certifying that the replacement is eligible as an alternate delegate.
- (b) On the day of voting, a duly certified alternate delegate shall be allowed to obtain a ballot and vote in lieu of a duly certified delegate from the same Lions club by presenting his 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.** Nominations for the offices of district governor, first and second vice district governor and such other offices to be filled by the convention shall be limited to nominating/ seconding speeches not to exceed five (5) minutes for governor, and first/second vice district governor. All other nominees shall have three (3) minutes to include seconding.

#### 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 through 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, vote tabulation, and resolving questions concerning the validity of individual ballots. The committee's decision shall be final and binding.
- (c) The elections committee shall prepare a comprehensive report of the election results containing the following components: date, time and place of election; specific voting results by candidate; signature of each committee member and observer. The committee chairman will provide a copy of the committee's report to the governor, and the governor will announce the results.

#### Rule 8. Voting.

- (a) Voting will take place at a predetermined location and time. To secure a ballot card, the delegate shall present his credential certificate (if used) to voting personnel for verification. Once verified, the delegate shall be issued a ballot.
- (b) 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 valid 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.
- (c) A majority vote shall be necessary to elect the district governor, first vice district governor and second vice district governor. A majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. If a majority vote is not received in the election of district governor, first vice district governor or second vice district governor, a vacancy shall occur and Article IX, Section 6(d) of the International Bylaws shall apply.
- (d) A majority vote shall be necessary to elect all other candidates. In the event any one candidate shall fail to receive the required number of votes to be elected, additional balloting shall take place as outlined in this section until such time one candidate secures a simple majority.

#### **RULES OF PROCEDURE**

#### SPECIAL MEETING TO RECOMMEND A LION FOR

#### APPOINTMENT AS DISTRICT GOVERNOR

**Rule 1.** In the event a vacancy arises in the office of district governor, it shall be the duty of the immediate past district governor, or if not available, the most recent past district governor who is available, upon notification from the international office, to convene a meeting of the immediate past district governor, first and second vice district governors, the region chairmen, zone chairmen and the secretary and treasurer or secretary-treasurer and all past international presidents, past international directors and past district governors who are members in good standing of a chartered Lions club in the district for the purpose of recommending a Lion for appointment by the International Board of Directors.

**Rule 2.** Written invitations to 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 chairman, shall have the authority to select the meeting site, date and time. However, he shall use his best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time within the required fifteen (15) days.

- Rule 3. The chairman shall maintain a written attendance roster.
- **Rule 4.** Each Lion who is entitled to attend the meeting may make 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 chairman shall declare the nominations closed. No additional nominations shall be accepted after the close of nominations.

#### Rule 6. Voting

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

**Rule 7.** At the conclusion of the meeting, but in no event more than seven (7) days after the conclusion of the meeting, the 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 IX, Sections 6(a) and (d) of the International By-Laws 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 recommendee or any club member as district governor for the (remainder of the) term.

#### **RULES OF PROCEDURE**

#### SPECIAL MEETING TO RECOMMEND

#### A LION FOR APPOINTMENT AS FIRST OR

#### SECOND VICE DISTRICT GOVERNOR

**Rule 1.** In the event a vacancy arises 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.

**Rule 2.** In filling said vacancy, it shall be the duty of the district governor, or if not available, the chairperson, to send out written invitations to attend said meeting and it shall also be his/her responsibility to preside as chairperson of the meeting. The district governor, as the meeting's chairperson, shall have the authority to select the meeting site, date and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time.

**Rule 3.** The district governor shall maintain a written attendance roster.

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

**Rule 5.** Each such nominee shall be entitled to one seconding speech, only, in his/her behalf of not more than three (3) minutes in duration, and may speak personally for five (5) additional minutes. When each nominee has had an opportunity to present his/her remarks, the 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. (c) The member shall indicate his/her vote by writing the name of his/her choice on the ballot. Any ballot containing votes for more than one nominee shall be declared invalid. (d) A majority vote shall be necessary to recommend a member for appointment as district governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place as outlined in this Rule 6 until such time as one candidate secures a simple majority vote. LA-4 Revised July 1, 2016 Page 36

**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.

### Nominating Committee Checklist <u>District Governor Candidate</u>

This checklist must be completed for each candidate and submitted to the Elections Committee.

Name of Candidate:				
Name of Candidate's Lions Club:				
				Date of Election:
Candidate has submitted sufficient evidence showing	ng that he has met the following Requirements:			
☐ Candidate is an active member in good stand District 2-X3.	ing of a chartered Lions Club in Good Standing* in			
☐ Candidate endorsed by his Lions Club or a ma	ajority of the Lions Clubs in the District.			
☐ Candidate is currently serving as the first vice	district governor within this district.			
In the event the current first vice district governor do vacancy in the position of first vice district governor candidate fulfills the following qualifications:				
☐ Club President:	Year Served			
☐ Club Board of Directors	Two (2) Years Served			
☐ District Cabinet (check one)				
Zone or Region Chairperson	Year Served			
Cabinet Secretary and/or Treasurer	Year Served			
$\Box$ One (1) additional year as a member of distriction	et cabinet			
Position held:	Year Served			
☐ With none of the above being accomplished c	oncurrently.			
*Please note that if the club has any outstanding dues, the (15) days prior to the election to ensure that his/her club pa				
I have reviewed this checklist and certify that the ca	andidate listed above has met the requirements for			
District Governor in accordance with the International				
Nominating Committee Chairman	Date			
Nominating Committee Member				

### Nominating Committee Checklist First Vice District Governor Candidate

This checklist must be completed for each candidate and submitted to the Elections Committee.

Name of Candidate:	
Name of Candidate's Lions Club:	
Date of Nominating Committee Meeting:	-
Date of Election:	
Candidate has submitted sufficient evidence showing  ☐ Candidate is an active member in good standing District 2-X3.  ☐ Candidate endorsed by his Lions Club or a major Candidate is currently serving as the first vice d	g of a chartered Lions Club in Good Standing* in ority of the Lions Clubs in the District.
In the event the current second vice district governor governor, or if a vacancy in the position of second vice convention, the candidate fulfills the following qualification.	e district governor exists at the time of the district ations:  Year Served
☐ Club Board of Directors	Two (2) Years Served
☐ District Cabinet (check one)	V 0 1
Zone or Region Chairperson	Year Served
Cabinet Secretary and/or Treasurer	Year Served
☐ With none of the above being accomplished con	icurrently.
*Please note that if the club has any outstanding dues, the car (15) days prior to the election to ensure that his/her club pay	
I have reviewed this checklist and certify that the can First Vice District Governor in accordance with the Inte	-
Nominating Committee Chairman	Date
Nominating Committee Member	

### Nominating Committee Checklist Second Vice District Governor Candidate

This checklist must be completed for each candidate and submitted to the Elections Committee.

Name of Candidate:	
Name of Candidate's Lions Club:	
Date of Nominating Committee Meeting:	
Date of Election:	
Candidate has submitted sufficient evidence showing the Candidate is an active member in good standing a District 2-X3.  □ Candidate endorsed by his Lions Club or a majori □ Club President: □ Club Board of Directors □ District Cabinet (check one) _ Zone or Region Chairperson	of a chartered Lions Club in Good Standing* in
Cabinet Secretary and/or Treasurer	Year Served
☐ With none of the above being accomplished concu	
*Please note that if the club has any outstanding dues, the cand (15) days prior to the election to ensure that his/her club pay ou	* * * * * * * * * * * * * * * * * * * *
I have reviewed this checklist and certify that the candi Second Vice District Governor in accordance with the Inte	-
Nominating Committee Chairman	Date
Nominating Committee Member	 Date

# Standard Ballot District Governor, First Vice District Governor & Second Vice District Governor Elections

#### Sample 1: Ballot where there are two candidates.

Instructions: Clearly indicate your vote by placing an X in the box next to the name of the candidate for whom you are casting a vote.

Position	Name	Vote
First Vice District Governor		
	Candidate A	Х
	Candidate B	

#### Sample 2: Ballot where there is only one candidate.

Instructions: Clearly indicate your vote by placing an X in either the "Yes" or "No" block.

Position	Name	Yes	No
District Governor			
	Candidate A	Χ	

(Note: a candidate must receive a majority of affirmative votes to move forward. If there is a tie between "Yes" and "No" votes, the candidate would not have received the required number of votes to be elected, and the result would be a vacancy.

#### Sample 3: Ballot where there are three or more candidates.

(Note: there are a few different options when there is more than one candidate. If time permits, you may have the voter indicate their selection next to the candidate they wish to vote for. If no candidate receives a majority of the votes, then the candidate with the lowest amount of votes is dropped off the ballot and another vote is taken (The ballot would look like Sample #1 above). This process would continue until a candidate receives the required number of votes. As most districts do not have the time to conduct such a lengthy process, the option of Preferential Voting allows the voter to complete one ballot. Following is an example of a Preferential Voting Ballot):

Instructions. Indicate your preference by clearly marking next to each candidate's name a number (1, 2, 3 or 4) indicating your preference in the order in which you would elect the candidate (i.e., 1, representing highest preference, 2 – next preference, etc).

Position	Name	Preference/Rank
Second Vice District Governor		
	Candidate A	4
	Candidate B	2
	Candidate C	1
	Candidate D	3

#### **Rules for Preferential Voting:**

- 1. On the preferential ballot for each office to be filled the voter is asked to indicate the order in which he prefers all the candidates, placing the numeral 1 beside his first preference, the numeral 2 beside his second preference, and so on for every possible choice.
- 2. In counting the votes for a given office, the ballots are arranged in piles according to the indicated first preferences one pile for each candidate.
- 3. The number of ballots in each pile is then recorded for the tellers' report. These piles remain identified with the names of the same candidates throughout the counting procedure until all but one are eliminated as described below.
- 4. If more than half of the ballots show one candidate indicated as first choice, that choice has a majority in the ordinary sense and the candidate is elected. But if there is no such majority, candidates are eliminated one by one, beginning with the least popular, until one prevails, as follows:
  - a. The ballots in the thinnest pile that is, those containing the name designated as first choice by the fewest number of voters are redistributed into the other piles according to the names marked as second choice on these ballots.
  - b. The number of ballots in each remaining pile after this distribution is again recorded.
  - c. If more than half of the ballots are now in one pile, that candidate is elected. If not, the next least popular candidate is similarly eliminated, by taking the thinnest remaining pile and redistributing its ballots according to their second choices into the other piles, except that, if the name eliminated in the last distribution is indicated as second choice on a ballot, that ballot is placed accordingly to its third choice.
  - d. Again the number of ballots in each existing pile is recorded, and if necessary, the process is repeated by redistributing each time the ballots in the thinnest remaining pile, according to the marked second choice or most-preferred choice among those not yet eliminated until one pile contains more than half of the ballots, the result being thereby determined. Position Name Preference/ Rank Second Vice District Governor Candidate A Candidate B Candidate C Candidate D 4 2 1 3 LA-4 Revised July 1, 2016 Page 44
  - e. The tellers' report consists of a table listing all candidates, with the number of ballots that were in each pile after each successive distribution.
- 5. If a ballot having one or more names not marked with any numeral comes up for placement at any stage of the counting and all of its marked names have been eliminated, it should not be placed in any pile, but should be set aside.
- 6. If at any point two or more candidates are tied for the least popular position, the ballots in their piles are redistributed in a single step, all of the tied names being treated as eliminated.

7.	In the event of a tie in the winning position – which would imply that the elimination process is
	continued until the ballots are reduced to two or more equal piles - the election should be
	resolved in favor of the candidate that was strongest in terms of first choice (by referring to the
	record of the first distribution).

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