

# **District 4-C6 Lions International**

## **Constitution and By-Laws**

*Effective November 16, 2024*

### **ARTICLE I**

#### **NAME**

This Organization shall be known as Lions District 4-C6 hereinafter referred to as “district.”

### **ARTICLE II**

#### **PURPOSES**

The purposes of this district shall be:

- (a) To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this district.
- (b) To create and foster a spirit of understanding among the peoples of the world.
- (c) To promote the principles of good government and good citizenship.
- (d) To take an active interest in the civic, cultural, social and moral welfare of the community.
- (e) To unite the members in the bonds of friendship, good fellowship and mutual understanding.
- (f) To provide a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.

To encourage service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.

### **ARTICLE III**

#### **MEMBERSHIP**

The members of this organization shall be all Lions clubs in this district chartered by Lions Clubs International. The boundary lines of the district shall be as follows: The counties of Santa Cruz, San Benito, Monterey and Santa Clara, except the City of Palo Alto.

### **ARTICLE IV**

#### **EMBLEM, COLORS, SLOGAN AND MOTTO**

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



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

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

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

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

## **ARTICLE V SUPREMACY**

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

## **ARTICLE VI OFFICERS AND DISTRICT CABINET**

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

in good standing of a Lions club in good standing in the district.<sup>1</sup>

**SECTION 2. DISTRICT CABINET.** The district shall have a cabinet composed of the district governor, first and second vice district governors, past district governors, the region chairpersons (if the position is utilized during the district governor's term), the zone chairpersons, a cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer and all club presidents. In addition, the global membership team district coordinator, global leadership district coordinator, global service team district coordinator, and the LCIF district coordinator may be members of the district cabinet. Each such cabinet member shall be a member in good standing of a Lions club in good standing in the district. In the event a Leo or Leo-Lion is appointed to the position of Leo/Leo-Lion cabinet liaison, the position would serve as a non-voting advisor to the cabinet.

**SECTION 3. ELECTION/APPOINTMENT OF DISTRICT CABINET.** The district governor and first and second vice district governors shall be elected at the annual convention of the district. The district governor shall appoint by the time he/she takes office the cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer, one region chairperson for each region (if the position is utilized during the district governor's term), one zone chairperson for each zone, and global leadership, global membership, and global service team coordinators in the district.

**SECTION 4. REMOVAL.** Members of the district cabinet appointed by the district governor<sup>2</sup> may be removed from office for cause by the district governor. Elected 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<sup>3</sup> 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

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<sup>1</sup> The officers listed in this section are the minimum officers required for a district cabinet. Should the district add additional officers, they may through amendment of this section.

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

<sup>3</sup> For cause may be any reason as determined by the district cabinet in accordance with ROBERT'S RULES OF ORDER NEWLY REVISED.

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.<sup>4</sup>

**SECTION 2. CLUB DELEGATE FORMULA.** Each chartered club in good standing in Lions Clubs International and its district (single or sub- and multiple) shall be entitled in each annual convention of its district (single or sub- and multiple) to one (1) delegate and one (1) alternate for each ten (10) members, who have been enrolled for at least one year and a day in the club or major fraction thereof, of said club as shown by the records of the international office on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be five (5) or more members. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to, the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. All eligible delegates must be members in good standing of a club in good standing in this district.<sup>5</sup> 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.<sup>6</sup>

**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 vote of the district cabinet at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 30 days prior to the convening date of the International

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<sup>5</sup> There is no restriction to holding the location of the district convention outside the geographic location of the district unless otherwise restricted by amendment of the district constitution and by-laws.

<sup>6</sup> It is not required for a member to be enrolled in a club for a year and a day in order to qualify as an eligible delegate.

<sup>7</sup> The district may amend this provision to allow for a past district governor to vote apart from a club delegate quota. Pursuant to Article IX Section III of the International By-Laws, "...FURTHER PROVIDED, that each district (single, sub- and multiple) may, by express provision in its respective constitution and by-laws, grant full delegate status to each past district governor who is a member of a club in such district independent of the club delegate quotas hereinabove specified".

Convention and that such Special Convention shall not be convened for the election of the district governor, first vice district governor or second vice district governor. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the district by the district cabinet secretary, no less than 30 days prior to the convening date of the Special Convention.

## **ARTICLE VIII DISTRICT DISPUTE RESOLUTION PROCEDURE**

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

## **ARTICLE IX REGIONS AND ZONES**

**SECTION 1. REGIONS.** The area of District 4-C6 shall be divided into regions in such a manner that will best facilitate the servicing of the clubs within said area. The district governor shall have the authority to create or change such regions as, in his/her discretion, is for the best interest of the district.

**SECTION 2. ZONES.** There shall be maintained in such regions, zones made up of no less than four (4) and no more than eight (8) clubs. Exceptions may be made if, in the opinion of the district governor and with the consent of the clubs involved, some unusual conditions may make it desirable to deviate therefrom.

**SECTION 3. ADVISORY COMMITTEE.** The presidents, vice presidents, and secretaries of the clubs within each zone, under the chairpersonship of the zone chairperson, shall be known as the District Governor's Advisory Committee for the zone.

## **ARTICLE X STANDING COMMITTEES**

**SECTION 1.** Unless otherwise noted in the following sections, the chairperson shall be the senior member in point of service on the committee, unless otherwise directed by the district governor. The district governor shall have

the authority to remove a member of any appointed committee for inactivity or other valid reason, and except as otherwise specifically provided for in this Article XI, to appoint a Lion member to fill any vacancy on such committees as they occur.

Unless otherwise noted in the following sections, the incoming district governor shall appoint the newest members of all standing committees and chairpersons of those committees within 45 days after the District 4-C6 convention.

**SECTION 1.1. CHAIRPERSON VACANCY.** In the event of a vacancy for any reason in the chairpersonship of the standing committees the senior member of the committee shall be named chairperson and the district governor shall appoint a new committee member as specified in Article XI, Section 1.2.

**SECTION 1.2. STANDING COMMITTEE VACANCY.** In the event of any vacancy for any reason on any Standing Committee an interim appointment shall be made by the district governor to complete the unexpired term. A Lion so appointed shall not be eligible to serve as chairperson.

**SECTION 1.3.** No Lion member shall serve on more than two standing committees at any one time.

**SECTION 1.4.** Unless otherwise stated, the ex-officio members of all standing committees shall be the district governor, the first and second vice district governors, the cabinet secretary-treasurer. The outgoing chairperson of a standing committee shall continue to serve in an advisory capacity for the period of one year.

**SECTION 1.5.** Unless the composition of a standing committee is otherwise defined, committees shall be composed of three members, each to be appointed for a term of three years. A committee member shall not serve more than one consecutive term of three years. The district governor may, at his/her discretion, appoint additional non-voting members to any committee to serve during his/her term.

**SECTION 2.** Each standing committee chairperson shall submit a written report at the District 4-C6 convention.

**SECTION 3.** No committee member shall receive compensation for services rendered in behalf of the district except for the Convention Committee's General Chairperson, Program Chairperson, Housing Chairperson and elected officers who shall receive current MD4 Rules of Reimbursement that would allow for convention housing (\$75 per night) and meals (\$25 per day) compensation for invoiced expenses.

**SECTION 4.** Within thirty (30) days after the close of each District 4-C6 convention, each standing committee chairperson shall submit a report in writing to his/her successor pertinent to his/her particular committee and such other information that may assist his/her successor in planning his/her year in office.

**SECTION 5. BUDGET & FINANCE COMMITTEE.** It shall be the duty of the Budget and Finance Committee to prepare a proposed budget for consideration and final action at the 4-C6 District Convention. This budget is to be constructed in a manner that would provide a carryover balance of at least 20% of the total gross 4-C6 dues income of the administration budget of the prior year. It shall be the duty of the Budget and Finance Committee to review the receipts and disbursements of the annual District 4-C6 spring District 4-C6 convention, and the annual review of the books and accounts of District 4-C6 prior to the second meeting of the Cabinet, for completeness and accuracy. The outgoing chairperson of the committee shall remain an active member until the annual review is complete. The outgoing member's signature as past chairperson shall be required with the new chairperson's to complete the transition.

**SECTION 6. LONG RANGE PLANNING COMMITTEE.** The Long Range Planning and Research Committee shall be composed of three (3) members which shall be past district governors. The Long Range Planning and Research Committee shall formulate and study for the benefit of the district governor, long range planning for the welfare of District 4-C6 and shall conduct appropriate research to accomplish this purpose, as directed by district governor or district cabinet.

**SECTION 7. CONSTITUTION & BYLAWS COMMITTEE.** The Constitution and By-Laws Committee shall review and recommend necessary amendments in accordance with Article XIII "Amendments".

**SECTION 8. YOUTH EXCHANGE COMMITTEE.** It shall be the duty of the Youth Exchange Committee to coordinate the District Youth Exchange program in coordination with the MD-4 Youth Exchange Committee.

**SECTION 9. STUDENTS SPEAKERS COMMITTEE.** It shall be the duty of this committee to present the Student Speakers Program to each club in the district. The committee shall schedule a forum for all Club Student Speaker Chairs immediately after the second Cabinet meeting each year. The committee shall be responsible for collecting a fee from each participating club, said funds to be used to pay for Zone, Region and District Student Speakers Contest Awards and the cost of district forums. Any remaining funds are to be used to pay for a

Student Speaker Foundation Fellowship, the recipient to be selected by the committee.

**SECTION 10. DISTRICT GOVERNOR'S CANDIDATE FORUM.** The chairperson shall be the immediate past district governor, who shall choose a minimum of three committee members from the council of past governors, the current district governor, first and second vice district governors and the current cabinet secretary. A Candidates Forum shall be held annually to acquaint interested Lion members of the obligations, financial responsibilities and duties of the district governor and first and second vice district governors. The chairperson shall announce by mail, the time and place the meeting is to be held to all clubs in the district fifteen (15) days prior to the date of the meeting.

**SECTION 11. SIGHT CONSERVATION-SIGHT FIRST.** This committee shall be responsible for coordinating all district programs relating to sight (i.e. White Cane, Lions Eye Foundation, Blind Centers), now in existence or which may be proposed in the future.

**SECTION 12. HEARING CONSERVATION.** This committee shall be responsible for coordinating all district programs relating to hearing (i.e. Lions Camp for the Deaf, Hearing Conservation, Ear of the Lion Foundation, Western Ear Foundation), as now in existence or may be proposed in the future.

**SECTION 13. CONVENTION COMMITTEE.** The convention committee shall consist of the immediate three past district governors, with the district governor and first and second vice district governors as ex-officio members. The senior member of the committee shall be the chairperson. The junior member shall be program chairperson and the remaining member shall be housing chairperson. A member of this committee shall not serve more than one (1) consecutive term of three (3) years, except in the event of a vacancy, the last immediate past district governor of the convention committee, if available to serve, shall act as general chairperson; the junior member shall be program chairperson; and the remaining member shall be the housing chairperson.

**SECTION 14. CONVENTION SITE COMMITTEE.** The convention site committee shall be composed of three (3) past district governors whom shall seek and receive invitations in writing from places desiring to entertain the annual convention. All invitations shall set forth such information as delivered by the convention committee, shall from time to time, prescribe and shall be delivered by the convention committee, no later than thirty (30) days prior to



the current year's convention, at which time the vote will be made on the location and date set for the convention two (2) years or more hence.

**ARTICLE XI**  
**PRO-RATION OF FUNDS IN THE EVENT OF REDISTRICTING**

**SECTION 1.** In the event Multiple District Four shall decide on redistricting which would affect District 4-C6 by reducing the number of clubs or members, or in any way change its present status, the funds in possession of District 4-C6 shall be distributed on a pro- rata basis, based on membership count in Multiple District Four records as reported on the month preceding the effective date.

**ARTICLE XII**  
**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 (single or sub-) constitution and by-laws, or any policy or procedure adopted from time to time by the district (single or sub-) cabinet, or any other internal Lions district (single or sub-) matters that cannot be satisfactorily resolved through other means, arising between any clubs in the district (single or sub-), or any club(s) and the district (single or sub-) administration, shall be 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, the immediate past 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 & FILING FEE.** Any Lions club in good standing within the association (the "complainant") may file a written request (a 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 of Lions Club International, asking that dispute resolution take place under this procedure. The complaint must be filed 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 \$750.00 filing fee payable by each complainant to the district (single or sub-) which shall be submitted to the district governor or, in the event the complaint is directed against the district governor, the immediate past 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, \$100.00 shall be retained by the district (single or sub-) as an administrative fee and \$325.00 shall be refunded to the complainant and \$325.00 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, \$100.00 shall be retained by the district (single or sub-) as an administrative fee and \$650.00 shall be refunded to the complainant. In the event the selected conciliators deny the complaint for any reason, \$100.00 shall be retained by the district (single or sub-) as an administrative fee and \$650.00 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 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 entire fee will be automatically retained by the district (single or sub-) 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 (single or sub-), unless established district (single or sub-) 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 of Lions Clubs International, 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 or, in the event the complaint is directed against the district governor, the immediate past district governor and conciliators should be kept confidential to the extent possible.

**SECTION 5. SELECTION OF CONCILIATORS.** Within fifteen (15) days of filing the

com-plaint, each party to the dispute shall select one (1) neutral conciliator and the select ed conciliators shall select one (1) neutral conciliator, who will serve as chairperson. The selected conciliators' decision relative to the selection of the conciliator/ chairperson 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 (single or sub-) in which the dispute arises, other than a club which is a party to the dispute, and shall be impartial on the matter in 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/ chairperson 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 then select one (1) neutral conciliator/chairperson in accordance with the selection procedures and requirements described above. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within the district (single or sub-) in which the dispute arises, the selected conciliators may select one (1) neutral conciliator/chairperson who is a member of a club in good standing outside the respective district (single or sub-). In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within or outside the district (single or sub-) in which the dispute arises, then the past international director who most recently served on the international board of directors from within the district (single or sub-) in which the dispute arises or from an adjacent district (single or sub-), whichever is closest in proximity, shall be appointed as conciliator/chairperson. The time limits in this Section may not be shortened or extended by the district governor or, in the event the complaint is directed against the district governor, the immediate past district governor, or the 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 or, in the event the complaint is directed against the district governor, the immediate past district governor, and, 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 constitutions and by-laws 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 cancellation.

### **ARTICLE XIII AMENDMENTS**

**SECTION 1.** Amendments to this Constitution or its By-Laws may be proposed in writing by any Lion in good standing of District 4-C6 upon official approval of and endorsement by his/her club, or amendments may be proposed by the Constitution and By-Laws Committee of District 4-C6. Proposed amendments shall be submitted to the District Cabinet no later than the third District Cabinet meeting to be approved and certified for the ballot at the annual District 4-C6 Convention, accompanied by a statement indicating the purpose for the amendment.

**SECTION 2.** This Constitution and the By-Laws may be amended at any District 4-C6 Convention by a two-thirds and by a majority, respectively, of affirmative vote of the accredited delegates present and voting, provided however, that a copy of that proposed amendment be sent to each club in the district thirty (30) days prior to the convention.

**SECTION 3. 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.

## BY-LAWS OF DISTRICT 4-C6

### ARTICLE I

#### NOMINATIONS AND ENDORSEMENT

#### THIRD VICE PRESIDENT AND INTERNATIONAL DIRECTOR NOMINEES

**SECTION 1. ENDORSEMENT PROCEDURE.** Subject to the provisions of the International Constitution and By-Laws, any member of a Lions club in the district seeking endorsements of a district convention as a candidate for the office of international director or third vice-president shall:

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

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

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

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

receive the required majority, on any ballot, balloting shall continue until one receives the required majority of the votes cast.

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

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

## **ARTICLE II**

### **DISTRICT NOMINATIONS, ELECTIONS AND APPOINTMENTS**

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

**SECTION 2. DISTRICT GOVERNOR ELECTION PROCEDURES.** Any qualified member of a club in the district seeking the office of district governor shall file his/her intention to so run in writing with the Nominating Committee prior to the day of its report to the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the name(s) of all candidate(s) so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

- (a) **CANDIDATE ANNOUNCEMENT.** For the purpose of the election of a district governor and/or vice District Governors, the area of District 4-C6 shall consist of Monterey, Santa Cruz, San Benito and Santa Clara Counties, with the exception of the City of Palo Alto. A Lion member must announce his/her candidacy to all clubs comprising District 4-C6

no earlier than January 5, nor later than March 15, of the year the election is to be held. This notification shall be sent to the district governor, first and second vice district governors, Constitution & By-Laws Committee, Nominating Committee and all clubs in District 4-C6. The notification shall include a letter of endorsement from his/her club in good standing, a letter from the candidate stating intention to run in the biographical statement to assist in assessing the qualifications of the candidate. In the event no qualified candidate's name is submitted during the above stated period, nominations will then, and only then, be accepted from the floor at a regular session of the convention prior to the election, and such candidates must be prepared to submit to the nominating committee in writing their qualifications as set forth in Article II (b). The current cabinet secretary / treasurer must wait until six months after they have completed their term to declare they are campaigning for second vice district governor.

(b) **CANDIDATE REQUIREMENTS FOR DISTRICT GOVERNOR.** A candidate for the office of district governor shall:

- i. Be an active member in good standing of a chartered Lions club in good standing in his/her single or sub-district.
- ii. Secure the endorsement of his/her club or a majority of the clubs in his/ her single or sub-district.
- iii. Currently be serving as the first vice district governor within the district from which he/she is to be elected.
- iv. Only in the event the first vice district governor does not stand for election as district governor, or if a vacancy in the position of first vice district governor exists at the time of the district convention, any club member who fulfills the qualifications for the office of second vice district governor as set forth in these by-laws or constitution and who is currently serving or who has served one (1) additional year as a member of the district cabinet, shall fulfill the requirements of subsection the same of this section.

(c) **DISTRICT GOVERNOR VACANCY.** In the event of a vacancy in the office of district governor, the same shall be filled in accordance with the provisions of the International Constitution and By-Laws. The immediate past district governor, first and second vice district governors, past district governors, past international directors and past international presidents in the district shall convene at a date, time and place called and determined by the immediate past district

governor to select a replacement for recommendation to the International Board of Directors.

It shall be the duty of the immediate past district governor, if he/she is not available, the most recent past district governor who is available, to send out invitations fifteen (15) days in advance of the meeting to attend said meeting.

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

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

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

See Exhibits A and B attached.

### **SECTION 3. FIRST AND SECOND VICE DISTRICT GOVERNOR ELECTION**

**PROCEDURES.** Any member of a club in the district seeking the office of first or second vice district governor shall file his/her intention to so run in writing with the Nominating Committee at least thirty (30) days prior to the election, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

**SECTION 4. BALLOT.** The election shall be by secret written ballot, with the



candidate or candidates required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected; for purpose of such election, a majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. If, on the first ballot, and subsequent ballots, no candidate receives a majority, the candidate or tied candidates receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority. In case of a tie on any ballot, balloting shall continue on the tied candidates until one is elected.

All elections held in District 4-C6 shall be by printed or secure electronic ballot and the nominee receiving the majority shall be declared elected. In the event of a tie, the polls shall be open for the re-balloting for a period of time or no more than two hours. Re-balloting shall continue on the tied candidates until one is elected.

#### **SECTION 5. DISTRICT GOVERNOR/FIRST & SECOND VICE DISTRICT GOVERNORS BALLOT PROCEDURES.**

**a. District Governor.** The district governor election shall be conducted by a secret written or secure electronic ballot, with the district governor candidate required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected; for purpose of such election, a majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. Otherwise, the election for the office of district governor shall be conducted in accordance with the provisions of the respective district (single, sub- and multiple) constitution and bylaws. The results of each district governor election shall be reported to the international staff representative. The results so reported shall be presented to the International Board of Directors. All district governor election results shall be adopted by the International Board of Directors and thereby become effective, except in the case of an election protest filed in accordance with the procedure of the International Board of Directors as set out in the Board Policy Manual or legal action resulting therefrom, in which event the appointment or election of such district governor shall be subject to action by the International Board of Directors.

If any such district shall fail to elect a qualified district governor or if the district governor-elect of any such district shall die or refuse to be found by the International Board of Directors to be unable by reason of illness or other disability to take such office prior to the day his/her term would otherwise

begin, or if a vacancy will exist as a result of a district governor election protest or legal action, then in any such event such district may have a district governor appointed by the International Board of Directors in the time and manner for the term set forth in these by-laws or constitution.

**b. First Vice District Governor.** The first vice district governor election shall be conducted by a secret written or secure electronic ballot, with the first vice district governor candidate required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected; for purpose of such election, a majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. The first vice district governor shall serve a term of office of one year, which term shall begin with the close of the association's convention held in the year of their election and end at the close of the next convention of the association, and no first vice district governor may succeed himself or herself in office. Otherwise, an election for the office of the first vice district governor shall be conducted in accordance with the provisions of the respective district (single, sub- and multiple) constitution and by- laws. The result of each first vice district governor election shall be reported to the international office by the respective current district governor and/or international staff representative.

A candidate for the office of first vice district governor shall:

- (a) Be an Active Member in good standing of a chartered Lions club in good standing in his/her single or sub-district.
- (b) Secure the endorsement of his/her club or a majority of the clubs in his/her single or sub/district.
- (c) Currently be serving as the second vice district governor within the district from which he/she is to be elected.
- (d) Only in the event the current second vice district governor does not stand for election as first vice district governor, or if a vacancy in the position of second vice district governor exists at the time of the district convention, any club member who fulfills the qualifications for the office of second vice district governor as set forth in these bylaws or constitution shall fulfill the requirements of subsection 3) of this section.

**c. Second Vice District Governor.** The second vice district governor election shall be conducted by a secret written or secure electronic ballot, with the second vice district governor candidate required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected; for purpose of such election, a majority is defined as a number more

than one-half of the total valid votes cast excluding blanks and abstentions. The second vice district governor shall serve a term of office of one year, which term shall begin with the close of the association's convention held in the year of their election and end at the close of the next convention of the association, and no second vice district governor may succeed himself or herself in office. Otherwise, an election for the office of the second vice district governor shall be conducted in accordance with the provisions of the respective district (single, sub- and multiple) constitution and by-laws. The result of each second vice district governor election shall be reported to the international office by the respective current district governor and/or international staff representative.

A candidate for the office of second vice district governor shall:

- (a) Be an Active Member in good standing of a chartered Lions club in good standing in his/her single or sub-district.
- (b) Secure the endorsement of his/her club or a majority of the clubs in his/her single or sub/district.
- (c) Have served or will have served at the time he/she takes office as second vice district governor:
  - i. As president of a Lions club for a full term or major portion thereof, and a member of the board of directors of a Lions club for no less than two (2) additional years; and
  - ii. As zone chairperson or region chairperson or cabinet secretary and/or Treasurer for a full term or major portion thereof,
  - iii. With none of the above being accomplished concurrently.

#### **SECTION 6. FIRST AND SECOND VICE DISTRICT GOVERNORS AND OTHER**

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

- i. It shall be the duty of the attendees at this meeting to appoint a qualified club member as first or second vice district governor for the remainder of the term. In filling said vacancy, it shall be the duty of

the district governor, or if not available, the most recent past district governor who is available, to send out invitations fifteen days (15) in advance of the meeting to attend said meeting and it shall also be his/her responsibility to preside as chairperson of the meeting. The chairperson shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion who is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one vote for the Lion of his/her choice.

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

- (a) Be an Active Member in good standing of a chartered Lions club in good standing in his/her single or sub-district.
- (b) Secure the endorsement of his or her club or a majority of the clubs in his/her single district.
- (c) Have served or will have served at the time he/she takes office as first or second vice district governor:
  - i. As officer of a Lions club for a full term or major portion thereof; and
  - ii. As a member of the district cabinet for a full term or major portion thereof.
  - iii. With none of the above being accomplished concurrently. See Exhibit B attached.
- (d) Has not completed a full term or major portion thereof as District Governor

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

- (a) Be an active member in good standing in his/her respective region or zone; and
- (b) Have served or will have served at the time of taking office as region or zone chairperson as president of a Lions club for a full term or major portion thereof, and a member of the board of directors of a Lions club for no less than two (2) additional years.<sup>7</sup>
- (c) Have not previously served a full term or a major portion thereof as district governor

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<sup>12</sup> A district may change the qualifications to be more or less than what is stated here.

- (d) Zone and region chairpersons may serve no more than three (3) cumulative years in said position.

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

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

### **ARTICLE III DUTIES OF DISTRICT OFFICERS**

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

- (a) Further the purposes of the association, resulting in membership growth in the district.
- (b) Oversee the district leadership team members to implement current district action plans focused on and working towards the successful achievement of district goals.
  - (1) Charter new Lions clubs
  - (2) Ensure effective club operation
  - (3) Achieve net membership growth
  - (4) Provide leadership development and skills training at the club and district level.
  - (5) Encourage clubs to conduct and report meaningful humanitarian service.

- (6) Support and promote Lions Clubs International Foundation and encourage club and member contributions to Lions Clubs International Foundation.
- (c) Serve as the Global Action Team district chairperson to administer and promote membership growth, new club development, leadership development and humanitarian service to clubs throughout the district.
  - (d) Oversee the administrative operation of the district
    - (1) Effectively manage district events to meet member needs.
    - (2) Exercise such supervision and authority over cabinet officers and district committee appointees as is provided in this district constitution.
    - (3) Deliver, in a timely manner, at the conclusion of their term in office, the general and/or financial accounts, funds and records of the district to their successor in office.
    - (4) Submit a current itemized statement of total district receipts and expenditures to their district convention or annual meeting of their district at a multiple district convention.
    - (5) Report to Lions Clubs International all known violations of the use of the association's name and emblem.
  - (e) Guide clubs to operate in accordance with the International Constitution and By-Laws, support activities that improve member retention and remain in good standing with the association.
    - (1) Ensure that each Lions club in the district be visited in-person (or virtually if necessary) by the district governor, a district cabinet member, or a Lion appointed by the district governor no less than once every year to facilitate successful administration of the club.
    - (2) With the assistance of the zone chairpersons and region chairpersons (when present), monitor the viability of each club in the district to ensure each club remains in good standing, meets the needs of its members and supports the objectives of the association.
    - (3) Promote harmony and resolve conflicts among and within the chartered Lions clubs using appropriate methods.
  - (f) Preside, when present, over the district convention and cabinet and other meetings.
  - (g) Perform such other functions and acts as shall be required of them by the International Board of Directors.

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

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

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

- (a) Further the purposes of the association, resulting in membership growth in the district.
- (b) Actively work towards the success of the current district plan
- (c) Serve as district liaison (at the direction of the district governor) to region and zone chairpersons working towards successful zone operations in support of club health.
- (d) Become familiar with the strengths and weaknesses of the clubs in the district and the resources that support club development.
- (e) Prepare for role as district governor.
  - (1) Become familiar with the duties of the district governor
  - (2) Assess and develop leadership skills
  - (3) Understand district structure and constitution and by-laws and the resources available
  - (4) Be aware of club health indicators and assess club strengths and weaknesses
  - (5) Understand the programs offered by Lions Clubs International Foundation (LCIF)
  - (6) Prepare to conduct effective club visitations
- (f) Conduct club visitation, as the representative of the district governor, when requested by the district governor.
- (g) Perform such duties and other directives as may be assigned by the district governor or by the policy of the International Board of Directors.
- (h) Assist the district governor and first vice district governor in planning and conducting the annual district convention.
- (i) At the request of the district governor, supervise appropriate district committees.
- (j) Actively participate in all cabinet meetings and conduct all meetings in the absence of the district governor and the first vice district governor.
- (k) Participate in the preparation of the district budget.

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

- (a) Further the Purposes of this association;



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

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

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

#### **SECTION 6. GLOBAL MEMBERSHIP TEAM (GMT) DISTRICT COORDINATOR.**

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

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

#### **SECTION 7. GLOBAL LEADERSHIP TEAM (GLT) DISTRICT COORDINATOR. Under**

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

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

**Section 8. Global Extension Team Coordinator.** Under the supervision of the district governor the district GET coordinator is a member of the District Global Action Team. Their responsibilities include:

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

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

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

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

- (a) Ensure that their team of club coordinators implement LCIF fundraising strategies.

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

**11. (Optional) Leo/Leo-Lion Cabinet Liaison.** The district governor, in consultation with the district Leo chair, may choose to appoint a Leo or a Leo-Lion to serve a one-year term in an official non-voting capacity. The Leo/Leo-Lion cabinet liaison shall represent the interests and perspectives of Leos and Leo-Lions and facilitate communication and connection between Leos and Lions. In areas with a Leo district, the role shall be filled by a Leo or Leo-Lion who is a current or past Leo district president, vice-president, secretary, or treasurer. In areas where no Leo district has been formed, the role shall be filled by a Leo or a Leo-Lion who is a current or former Leo club president. The district governor shall assign the Leo/Leo-Lion cabinet liaison to the standing cabinet committee(s) that would most benefit from a young adult voice. The cabinet liaison may remain on the same committee for the duration of the year or transition among committees as determined by the district governor. The responsibilities of the Leo/Leo-Lion cabinet liaison include:

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

- (h) Assist in planning and integration of Leos and Leo-Lions in Lions district convention, forum events and trainings.
- (i) Attend Leo district meetings as necessary.
- (j) Chair one district collaboration project between Leos and Lion.
- (k) Support the district Leo chairperson in organizing Leo clubs and members in areas with no Leo Districts.
- (l) Encourage the formation of a Leo district in areas with the necessary number of clubs and members.

**SECTION 12. REGION CHAIRPERSON** (if the position is utilized during the district governor's term). The region chairperson subject to the supervision and direction of the district governor, shall be the chief administrative officer in their region. Their specific responsibilities should be to:

- (a) Further the purposes of the association, resulting in membership growth in the region.
- (b) Actively work towards the success of the current district plan and encourage club participation.
- (c) Supervise the activities of the zone chairpersons in their region and such district committee chairperson as may be assigned by the district governor.
- (d) Support club health by identifying club strengths and weaknesses and encouraging growth, leadership excellence and meaningful service.
  - (1) Be knowledgeable of tools available to support club health.
  - (2) Conduct meaningful and effective club visitations in coordination with the zone chairpersons as needed.
  - (3) Communicate with clubs regularly to ensure effective operation.
  - (4) Support new clubs.
  - (5) Utilize LCI Resources, Global Action Team Coordinators and LCIF Coordinators to support club health.
- (e) Perform such duties and directives as may be required by the district officers or by the policy of the International Board of Directors.
- (f) Become familiar with district operations and enhance leadership skills as needed for advancement.
  - (1) Learn the district structure and the importance of each position.
  - (2) Assess personal leadership skills to encourage personal growth.

**SECTION 13. ZONE CHAIRPERSON.** The zone chairperson, subject to the supervision and direction of the district governor and/or region chairperson, shall be the chief administrative officer in their zone. Their specific responsibilities shall be to:

- (a) Further the purposes of the association, resulting in membership growth in the zone.
- (b) Actively work towards the success of the current district plan and encourage club participation.
- (c) Serve as chairperson of the District Governor's Advisory Committee (Zone Meeting) in their zone and as such chairperson to call regular meetings of said committee.
- (d) Support club health by identifying club strengths and weaknesses and encouraging growth, leadership excellence and meaningful service.
  - (1) Be knowledgeable of tools available to support club health.
  - (2) Visit each club in their zone once or more during their term of office, reporting their findings to the district governor and the region chairperson (if applicable) particularly with respect to weaknesses they may have discovered.
  - (3) Communicate with clubs regularly to ensure effective operation.
  - (4) Support new clubs.
  - (5) Utilize LCI Resources, Global Action Team and LCIF to support club health.
  - (6) Endeavor to have every club within their zone operating under a duly adopted club constitution and by-laws.
  - (7) Represent each club in their zone in any problems with district, multiple district or Lions clubs International.
- (e) Become familiar with district operations and enhance leadership skills as needed for advancement.
  - (1) Learn the district structure and the importance of each position.
  - (2) Assess personal leadership skills to encourage personal growth.
- (f) Perform such duties and other directives as may be required by the district officers or by the policy of the International Board of Directors.

## **ARTICLE IV MEMBERSHIP**

**SECTION 1. CLUB ORGANIZATION.** Lions clubs may be organized and chartered any defined geographic area, including those in which an established club, or clubs, may exist, with the consent of the district governor and/or the approval of the International Board of Directors. The area within which a club or clubs

are to be chartered shall be defined and subject to change as above provided.

## **ARTICLE V MEETINGS**

### **SECTION 1. DISTRICT CABINET MEETINGS.**

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

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

Section 4. **REGIONS AND ZONES.**



- (a) **Organizational.** Regions and zones shall be subject to change by the district governor, with the approval of the district cabinet and when it is in the best interests of the clubs, district and the association. The district may be divided into regions of two or more zones (if regions are utilized during the district governor's term. Each zone should consist of four (4) to eight (8) clubs and may be expanded giving due regard to the geographical locations of the clubs.
- (b) **Region Meetings.** Meetings of representatives of all clubs in a region, with the region chairperson (if the position is utilized during the district governor's term) or other district cabinet member as may be assigned by the district governor presiding, should be held during the fiscal year at times and places fixed by the region chairperson of the respective region.
- (c) **Zone Meetings.** Meetings of representatives of all the clubs in a zone, with the zone chairperson presiding, shall be held during the fiscal year at times and places fixed by the zone chairperson.

## **ARTICLE VI DISTRICT CONVENTION**

**SECTION 1. SITE ADVISORY VOTE.** At the spring convention, the delegates will take an advisory vote for the site of the convention at least two (2) years in advance. Upon the recommendation of the Site and Convention Committee, a motion to change the location can be presented at a Cabinet meeting and passed by a majority vote of the district cabinet.

**SECTION 2. DISTRICT CONVENTION COMMITTEES.** The district governor shall appoint the chairpersons of, and fill any vacancies occurring in the following district convention committees: Resolutions, Elections, Constitution and By-Laws, Rules of Procedure 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 3. CONVENTION LOCATION SELECTION.** The Convention Committee chairperson shall seek and receive invitations, in writing, from places desiring to entertain the annual convention. All invitations shall set forth such information as the Convention Committee shall, from time to time, prescribe and shall be delivered by the convention chairperson no later than thirty (30) days prior to the current year's convention, at which time the vote will be made on the location and time for the convention two (2) years or more hence.

**SECTION 4. OFFICIAL CALL.** The district governor shall issue an official call by

printed or electronic means to all clubs for the annual district convention not less than sixty (60) days prior to the date fixed for holding the same, stating the place, day and hour thereof.

**SECTION 5. SITE CHANGE.** The district cabinet shall retain, and have, power to change at any time, for good reason, the convention site previously chosen and neither the district, officers of the district nor any member of the district cabinet, shall incur any liability thereby to any club or club member in the district. Notice of this site change shall be furnished in writing to each club in the district no less than thirty (30) days prior to the convening date of the annual convention.

**SECTION 6. OFFICERS.** The members of the district cabinet shall be the officers of the annual district convention.

**SECTION 7. DELEGATES.** Each chartered club, in good standing in Lions Clubs International and District 4-C6, shall be represented by one or more delegates at the annual District 4-C6 convention and shall be entitled in each such convention to one voting delegate and one alternate for each ten (10) members, or major fraction thereof, who have been enrolled for at least one year and a day in the club as shown by the records of the international office 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, *provided*, however that each club shall be entitled to at least one (1) delegate and one (1) alternate. Any club which is newly chartered, and any club which takes on new members prior to the convening of the convention, shall have its delegate quota determined on the basis of members who have been enrolled in the club for at least one year and a day as shown on such record date in 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 may cast one vote only for each office to be filled, and one vote only on each issue to be voted on by the members of said convention. In the event a certified delegate is unable to vote, an alternate from the same club shall be allowed to vote in his/her place. The governor and each past district governor of District 4-C6 who is a member in good standing of a club in the district is granted full delegate status and shall have a vote at the District 4-C6 convention independent of the club delegate quota specified above. 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 8. DELEGATE CERTIFICATION.** Each club in District 4-C6 shall submit to the chairperson of the Credentials Committee a list of its accredited delegates and alternates to each District 4-C6 convention or conference. Such accredited delegates and alternates shall be issued credentials by the Credentials Committee and only such accredited delegates or alternates shall be entitled to vote on any matter coming before said convention or conference. Failure on the part of a club to submit said list of accredited delegates and alternates by 6:00 p.m. of the day preceding the opening day of the convention or conference shall preclude these delegates and alternates from voting except that the district governor may, with the consent of the delegates of the club present, certify such delegates or alternates, if in his/her opinion, there are conditions warranting the same.

**SECTION 9. EMERGENCIES.** Should no place be designated for the holding of such convention or in case of emergency, the district governor's cabinet shall have full power to act in selecting the place and date. However, neither the district governor, the Convention Committee nor the district cabinet shall incur any liability thereby to any club or club member in District 4-C6. In the event of a change of date and location for the convention or conference, after it has been approved by the delegates at a previous convention, the Convention Committee shall receive a release in writing, relieving the district of any liability incurred by any previous commitment.

**SECTION 10. VOICE VOTE.** Except for election of the District Governor or First and Second Vice District Governors a showing of hands or a standing vote may be taken at any convention or conference and the ruling on such showing by the presiding officer shall be deemed conclusive unless said ruling is challenged by an accredited delegate or alternate immediately after said ruling is made, in which event the presiding officer shall cause a further vote to be taken and only those accredited delegates or alternates present and holding proper credentials shall participate in said voting. A majority vote of present and vote accredited delegates or alternates shall be sufficient to pass and approve any matter coming before the annual convention or conference except that in amending the Constitution and Bylaws, when a two-thirds vote of present and voting accredited delegates or alternates is required.

**SECTION 11. CONVENTION CHAIRPERSON'S REPORT** Within sixty (60) days after the close of each District 4-C6 convention, the Convention Chairperson

shall make a report in writing, said report to be a complete summary of the receipts and disbursements of the convention proceedings. Within 30 days after the end of the Convention all receipts must be turned in to the General Chairperson for processing approved reimbursable expenses. The report must be given to the Budget and Finance Committee for audit within that 60-day period at which time no more checks can be processed on the Convention Account.

**SECTION 12. OFFICIAL REPORT.** Within fifteen (15) days after the close of each single and sub-district convention, the cabinet secretary shall transmit one copy of the complete proceedings to the international office. Upon written request from any club in the respective district a copy shall be furnished to said club.

**SECTION 13. CREDENTIALS COMMITTEE.** The Credentials Committee of the district convention 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, each of whom shall be a member in good standing of a different Lions club in good standing in the district, and shall not through the duration of the appointment hold any district or international office either by election or appointment. The Credentials Committee shall have the powers and perform the duties set forth in ROBERT'S RULES OF ORDER, NEWLY REVISED.

**SECTION 14. CONVENTION AUDIT.** The Budget and Finance Committee shall file a report after reviewing the receipts and disbursement of the last District 4-C6 Convention with the cabinet secretary and cabinet treasurer (or cabinet secretary-treasurer) prior to the second meeting of the cabinet. One copy of the report shall be submitted to the secretary of Lions Clubs International, one copy to the secretary of Multiple District Four, one copy to the incoming and outgoing district governors and one copy to each current secretary of each club in District 4-C6.

**SECTION 15. ORDER OF CONVENTION BUSINESS.** The district governor shall arrange the order of business for the district convention, and the same shall be the order of the day for all sessions.

## **ARTICLE VII CONVENTION FUND**

**SECTION 1. FEES.** There shall be a District 4-C6 convention registration fee to defray the cost of convention administration expenses. There shall be an

additional fee to cover the actual cost of convention meals and housing. Such fees are to be collected under procedures prescribed by the Convention Committee from each delegate, alternate and guest attending the District 4-C6 convention.

**SECTION 2. CONVENTION RESERVE FUND.** There shall be a District 4-C6 Convention Reserve Fund of at least \$20,000. If the fund exceeds said retention in any fiscal year after payment of all convention administrative expenses in that year, the excess shall become available for future convention expenses and be treated as income and budgeted for expenditure at the next District 4-C6 convention. The District 4-C6 Convention Reserve Fund shall be used only for District 4- C6 convention purposes.

**SECTION 3. ANNUAL CONVENTION BUDGET.** The Convention Committee shall prepare and present a budget with zero balance for approval at the second District Governor’s Cabinet meeting. The budget should reflect the anticipated income and expenditures for the annual District 4-C6 spring convention for that fiscal year. Said budget to include an amount not to exceed \$400.00 to be used for District 4-C6 hospitality room expense at the annual Multiple Four convention.

**SECTION 4. CONVENTION PROCEDURES** The Convention Committee shall conduct the District 4-C6 convention in accordance with the District 4-C6 Convention Manual of Procedure, which may be amended from time to time. Such amendments shall be presented for approval at any District cabinet meeting. All pre-convention and convention expenses shall be paid only by checks drawn on the District 4-C6 Convention Fund and signed by any two members of the Convention Committee.

## **ARTICLE VIII POLITICAL**

This district or its member clubs at no time shall endorse or recommend any candidate for political office, nor shall partisan politics or sectarian religion be discussed at meetings.

## **ARTICLE IX ENDORSEMENT**

No resolution giving endorsement to any movement shall be considered at any meeting unless said movement is in full accord with the principles and purposes of the International Association of Lions Clubs.

**ARTICLE X  
PURPOSE AND OBJECTIVES**

No officer or member of this Association or its members shall use it as a means of furthering any personal, political, or other aspirations, nor shall any member take part in any movement not in keeping with the real purposes and objects of the International Association of Lions Clubs.

**ARTICLE XI  
FUND RAISING**

**SECTION 1.** No money may be raised at any District 4-C6 convention by any person, club or organization for any purpose, except that which may be necessary to assist in financing the convention and then only by the supervision of the district Convention Committee.

**SECTION 2.** This district or any club therein or any organization utilizing the name of Lions Clubs International shall not employ “Professional Fund Raisers” to raise money for any purpose.

**SECTION 3.** Any district-wide fund raising shall require approval of the district governor and the district cabinet.

**ARTICLE XII  
RULES OF ORDER**

**SECTION 1.** “Roberts Rules of Order, Revised, “shall constitute the rules governing the convention of the district and all meetings of the district conference and the district cabinet meetings unless provided for in a different manner by resolutions of a district convention.

**SECTION 2.** .Parliamentarian. The district governor shall, at the beginning of his/her term of office, appoint a parliamentarian who shall act as advisor to the presiding officer on the rules and procedures of parliamentary law at all District 4-C6 meetings, assemblies and conventions.

**ARTICLE XIII  
CONSTITUTION AND BY-LAWS**

A copy of the Constitution and By-Laws shall be printed and made a part of our Annual District Roster of Cabinet and Club Officers.

**ARTICLE XIV**

## DISTRICT ADMINISTRATIVE FUNDS

**SECTION 1. DUES REQUIREMENTS.** Each chartered club shall contribute in the form of per capita taxes to be paid to Lions Clubs International, Multiple District 4, and District 4- C6. Dues are payable semi-annually on October 1<sup>st</sup>, based on the membership report- ed to Lions Clubs International as of June 30<sup>th</sup> of said year, and March 1<sup>st</sup>, based on the membership as of December 31<sup>st</sup> of the preceding year.

**SECTION 2. DUES AMOUNTS.** The required dues per club member are specified by Lions Clubs International, Multiple District 4 and District 4-C6 and shall be collected. The annual dues per club member for District 4-C6 shall only be changed by a vote at the District Convention. Dues are to be paid semi-annually to Lions Clubs International. The Multiple District and District 4-C6 dues are paid semi-annually to the Secretary of Multiple District Four. The dues are as follows:

- (a) Lions Clubs International:
  - 1) Initiation Fee: \$35
  - 2) Regular member: \$48 annually; \$24 semi-annually
  - 3) Family Plan:
    - Head of household: \$48 annually; \$24 semi-annually
    - Up to 4 additional family members: \$24 annually; \$12 semi-annually
  - 4) Student, age 18-30 years old \$35 initiation is waived; \$24 annually
  - 5) Any Leo to Lion: \$35 initiation is waived
- (b) Multiple District 4
  - 1) Regular Member: \$18 annually; \$9 semi-annually
  - 2) Per LCI recognized Student, age 18-30 years old \$18 annual fee is waived
- (c) District 4-C6
  - 1) Regular member: \$12 annually; \$6 semi-annually
  - 2) Per LCI recognized Student, age 18-30 years old the \$12 annual fee is waived.

**SECTION 3. STUDENT MEMBERSHIP IN LIONS CLUBS.** For student membership in chartered Campus Lions clubs, student members of regular Lions Clubs as defined by Lions Clubs International, and/or participants of Leos to Lions, eligible student members shall be exempt from paying the annual per capita as provided in District 4-C6. Qualifying members are students who are below 30

years of age. For student members, Lions Clubs International has waived the initiation fee, reduce the membership fee by 50% to \$24 annually, or \$12 semi-annually.

**SECTION 4.** The district Cabinet, meeting in regular or special session, may amend the District 4-C6 budget provided sufficient funds are available in excess of the 20% carryover required by Article XI , Section 5, of the Constitution, and all clubs have been notified, in writing, of the proposed budgetary change.

**SECTION 5.** The District Governor shall preside at the annual convention of the District. Under the general supervision of the Board of Directors of the International Association, he/she shall be charged with the particular duty of furthering the objects of the Association, of supervising the organization of new clubs in his/her District, and all other duties as defined in the District's Bylaws and the International Constitution and Bylaws.

Within thirty days following the end of his/her term in office, the District Governor shall provide his/her successor with the following:

- (a) A copy of the budget for the ensuing year, under which the new Governor shall operate.
- (b) A financial statement showing the condition of the district.
- (c) A report of the last District 4-C6 spring convention which shall have been audited by the Budget and Finance Committee.
- (d) All other documents which are pertinent to the district and such other information as to him/her may seem pertinent in assisting his/her successor in planning his/her successor's year in office.

## **ARTICLE XV EQUIPMENT**

The practice of purloining club equipment shall be done only in regular club meetings from the opening of the club meeting by the presiding officer until the adjournment of the meeting. Such equipment may be regained by a visitation. Equipment shall only be kept for a period not exceeding 21 days when it shall be returned to the club owning the equipment. Only official club equipment such as banners, bell, gavel and flags in said meetings shall be eligible. The club that has purloined the equipment shall notify the victim by mail or phone within 48 hours.

## **ARTICLE XVI**



## **GOVERNORS OFFICIAL VISITATIONS**

The district governor shall complete his/her official club visitations in accordance with the District 4-C6 Governors Procedure Manual.

### **ARTICLE XVII AD SALES**

The district governor is authorized to sell ads in the district directory and district bulletin to help defray costs of district directory and district bulletin. Funds derived from sale of ads will not be considered when figuring the 20% carryover, as stated in Article XIII, Section 4, District 4-C6 By-Laws.

### **ARTICLE XVIII CONSTRUCTION**

With respect to all provisions contained in the Constitution and Bylaws of this District, and in all matters of interpretation thereof, the masculine shall include the feminine and neuter and vice versa, the singular shall include the plural, and the plural shall include the singular.

### **ARTICLE XIX MISCELLANEOUS**

#### **SECTION 1. DISTRICT GOVERNOR EXPENSES – INTERNATIONAL CONVENTION.**

Expenses of the district governor in connection with his/her attending the international convention shall be considered a district administrative expense. Reimbursement for such expenses shall be made by the district on the same basis as outlined in the General Reimbursement Policy of Lions Clubs International.

**SECTION 2. FINANCIAL OBLIGATIONS.** The district governor and his/her cabinet shall not incur obligations in any fiscal year which will effect an unbalanced budget or deficit in said fiscal year.

**SECTION 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 same 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 or review of the books and

accounts of the cabinet secretary and cabinet treasurer (or secretary or treasurer).

**SECTION 5. COMPENSATION.** No officer shall receive any compensation for any service rendered to this district in his/her official capacity with the exception of the cabinet secretary cabinet treasurer (or secretary treasurer) whose compensation, if any, shall be fixed by the district cabinet.

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

**SECTION 7. RULES OF PROCEDURE.** Except as otherwise specifically provided in this constitution and by-laws, or in the rules of procedure adopted for a meeting, all questions of order and procedure adopted for a meeting, all questions of order and procedure in any district meeting or convention, any meeting of the district cabinet, region, zone or member club or of any group or committee of any one of them shall be determined by ROBERT'S RULES OF ORDER, NEWLY REVISED.

## **ARTICLE XX 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.

**End of Constitution and Bylaws**

## EXHIBIT A

### **RULES OF PROCEDURE FOR 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 chairpersons, zone chairpersons 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 good standing within the district for the purpose of recommending a Lion for appointment by the International Board of Directors.

**Rule 2.** Written invitations to this meeting shall be sent as soon as possible so that the meeting is held within the required fifteen (15) days of receipt of notification. The immediate past district governor, as the meeting's chairperson, shall have the authority to select the meeting site, date and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time within the required fifteen (15) days.

**Rule 3.** The chairperson 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.

**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 recommended or any club member as district governor for the (remainder of the) term.

### **EXHIBIT C**

#### **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 inter- national 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 or secure electronic 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.