

BY - LAWS

ARTICLE I

MULTIPLE DISTRICT CONVENTION

- Section 1. CONVENTION SITE SELECTION.** The chairperson of the Council of Governors shall receive invitations in writing from the areas in the sub-district rotation process to host the annual State Convention. All invitations shall set forth such information as outlined in the bid form as the Council of Governors shall from time to time prescribe and shall be delivered to the chairperson no later than 4 years prior to the convening date of the convention at which they are to be voted upon. Procedure to be followed in investigation of bids and in presentation of the same to convention, as well as action to be taken by a convention in event no bids are acceptable to or so received by the Council of Governors shall be determined by the Council of Governors.
- Section 2. OFFICERS.** The members of the Council of Governors shall be the officers of the annual Multiple District Convention.
- Section 3. ORDER OF CONVENTION BUSINESS.** The Multiple District Council of Governors shall arrange the order of business for the Multiple District Convention, and the same shall be the order of the day for all sessions.
- Section 4. RULES OF ORDER AND 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 in any convention, any meeting of the Council of Governors, or Multiple District Committee shall be determined by ROBERT'S RULE OF ORDER, NEWLY REVISED.
- Section 5. OFFICIAL REPORT.** Within sixty (60) days after the close of the Multiple District Convention, an official report shall be forwarded to Lions Clubs International and when requested, by each club in the Multiple District by the Council of Governors or, at its direction, by the State Administrator.
- Section 6. SUB-DISTRICT CONVENTION.** A meeting of the registered delegates of a sub-district in attendance at a multiple district convention may constitute the annual convention of said sub-district.

Any member of a club in the sub-district seeking the office of District Governor, First Vice District Governor or Second Vice District Governor at an annual State Convention shall file his/her intention in writing with the Nominating Committee not less than seven (7) business days prior to the day of its report to the convention, and furnish therewith evidence of 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 convention the names of all candidates so qualified.

Section 7. VOTE. The election shall be by secret ballot. The nominee receiving a majority of the votes cast shall be declared endorsed (elected) as the candidate of the multiple district convention. In the event of a tie vote, or failure of one nominee to receive the required majority, on any ballot, balloting shall continue with respect to the two nominees only who received the largest number of votes on the previous ballot until one receives the required majority of the votes cast.

ARTICLE II

DISTRICT GOVERNOR/FIRST OR SECOND VICE DISTRICT GOVERNOR VACANCY PROCEDURE

Section 1. VACANCY. In the event a vacancy occurs in the office of district governor under these by-laws or the constitution, the first vice district governor shall act as district governor and shall perform the duties of, and have the same authority as, the district governor until such time as said vacancy is filled by the International Board of Directors for the remainder of the term as provided for in subsection (e) of this section. In the event a vacancy occurs in the office of first or second vice district governor, said vacancy shall be filled in accordance with the district (single, sub- and multiple) constitution and by-laws.

Section 2. APPOINTMENT. The International Board of Directors may make such appointment prior to the time when the term of an elected District Governor commences under the constitution and if so made such appointees shall be treated as if elected to said office, subject to regular expense under the General Reimbursement Policy. In making such appointments and in filling any vacancy in the office of District Governor under these by-laws or constitution the International Board of Directors shall not be bound by but shall consider any recommendation resolved at a meeting of which the District Governor, Immediate Past District Governor, First and Second Vice District Governor, 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 in the district have received invitations to attend. Said meeting is to be held within fifteen (15) days of notification by 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 to attend said meeting; it shall also be his/her responsibility to preside as chairperson of said meeting. It is the duty of the chairperson to convey the results to the International Board of Directors within seven (7) days, together with evidence of invitations sent and attendance at said

meeting. 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 as the nominee for the office of District Governor, First Vice District Governor or Second Vice District Governor.

Section 3. QUALIFICATIONS. In event a vacancy occurs in the office of First Vice District Governor or Second Vice District Governor, a Lion shall meet the following qualifications:

- a. Be an active member in good standing of a chartered Lions club in good standing in his/her single or sub district.
- b. Have served or will have served at the time he/she takes office as First Vice District Governor or Second Vice District Governor:
 1. As an officer of a Lions club for a full term or major portion thereof; and
 2. As a member of the district cabinet for a full term or major portion thereof.
 3. with none of the above being accomplished concurrently.

ARTICLE III

DUTIES OF MULTIPLE COUNCIL OF GOVERNORS AND COMMITTEES

Section 1. MULTIPLE DISTRICT COUNCIL OF GOVERNORS. The Council of Governors shall:

- a. Make all contracts and approve all bills for all funds of the State Council;
- b. Designate a depository for Multiple District Funds;
- c. Approve the amount of Surety Bond/Dishonesty Policy for the State Administrator and such other officers and employees authorized by the State Council to handle funds as approved by the Finance Committee;
- d. Receive financial reports, semi-annually or more frequently, from the State Administrator, if necessary, and provide for an audit at the end of the fiscal year of the books and accounts of the State Administrator.
- e. At the request of the majority of the Council of Governors, a special meeting of the Council may be called for the purpose of removal of the Council Chairperson. Regardless of the manner in which the Council Chairperson is selected or elected, the Council Chairperson may be removed for cause by an affirmative vote of 2/3 of the entire number of the Council of Governors.

Section 2. MULTIPLE DISTRICT COUNCIL CHAIRPERSON. The Multiple District Council Chairperson shall be the administrative facilitator of the Multiple District. All actions are subject to the authority, direction and supervision of the Multiple District Council of Governors.

In cooperation with the Council of Governors, the Council Chairperson shall:

- a. Further the purposes of the association;
- b. Assist in communicating information regarding international and Multiple District policies, programs and events;
- c. Document and make available the goals and long range plans for the Multiple District as established by the Council of Governors;
- d. Convene meetings and facilitate discussion during Council meetings;
- e. Facilitate the operations of the Multiple District convention;
- f. Support efforts initiated by the International Board of Directors or the Council of Governors that are intended to create and foster harmony and unity among District Governors;
- g. Submit reports and perform such duties as may be required by the Multiple District Constitution and By-Laws;
- h. Perform other such administrative duties as may be assigned by the Multiple District Council of Governors; and
- i. Facilitate, at the close of his/her term of office, the timely presentation of all Multiple District accounts, funds, and records to his/her successor in office.

Section 3. MULTIPLE DISTRICT STATE ADMINISTRATOR. Under the supervision and direction of the State Council of Governors, the State Administrator shall:

- a. Keep an accurate record of the proceedings of all meetings of the Council, and within ten (10) days after each meeting forward copies thereof to all members of the Council, and the office of Lions International.
- b. Assist the Council in conducting the business of the Multiple District, and perform such other duties as are specified or implied in the Constitution and By-Laws, or as may be assigned to him/her from time to time by the Council of Governors.
- c. Receive and give proper receipts for all Multiple District per capita dues, required to be paid over to him/her hereunder by the Lions Clubs of Multiple District 14, deposit the same in a bank or banks designated by the Council, and disburse the same, as per policy, under the supervision and control of the Council by checks drawn against said

deposits signed by himself/herself and/or counter-signed by the Council Chairperson or any other duly authorized person.

- d. Keep accurate books and records of account and minutes of all Council and Multiple District meetings and permit inspection of the same by any member of the Council or any club in the Multiple District (or any duly authorized agent of either) at any reasonable time for any proper purpose.
- e. Secure bond for the faithful performance of the duties in such sum and with such sureties as may be required by the Council of Governors.

Section 4. MULTIPLE DISTRICT PROTOCOL CHAIRPERSON. Under the supervision and direction of the Council of Governors, the protocol chairperson shall:

- a. At all events attended by visiting dignitaries, provide seating charts in keeping with the Association's official protocol; insure that spoken introductions are based on the same. Insure that dress requirements are clear for all events.
- b. Arrange for proper airport (or other arrival) greetings, arrange suitable transportation to hotel or other lodging, inspect hotel room in advance to insure its suitability and provide appropriate amenities (flowers/fruit etc.).
- c. Arrange for the proper escort of visitors to each function on the schedule.
- d. Arrange courtesy calls on local government leaders (or regional and/or national leaders if the location suggests this as a possibility) as the visitors schedule permits.
- e. Coordinate public relations media exposure such as television, radio and print media as necessary.
- f. Coordinate departure from hotel and transportation to airport (or other departure venue)

Section 5. STATE COMMITTEE ELIGIBILITY. The members of the Seated State Council shall not be eligible for any appointment to a state committee until the First State Council Meeting after leaving office. Any Lion serving on a state committee that is elected or appointed District Governor or Vice District Governor shall resign immediately from the State Committee. Any Lion who seeks to be a candidate for International Office and has received the sub-district endorsement shall resign as a member of the state committee.

ARTICLE IV

MULTIPLE DISTRICT COMMITTEES

Section 1. MULTIPLE DISTRICT CONVENTION COMMITTEES. The Council of Governors shall appoint, designate the chairperson of, and fill any vacancies occurring in the following multiple districts convention's committees: Resolution, Nominations, Elections, Credentials, Rules and Necrology. Each sub-district shall have at least one representative on each such committee. These committees shall perform such duties, as the Council of Governors shall designate. The chairperson of the committee shall come from the District hosting the convention.

Section 2. SERGEANT-AT-ARMS. A convention sergeant-at-arms and such assistant sergeants-at-arms as it deems necessary shall be appointed by the host district convention committee and approved by the Council of Governors.

Section 3. OTHER COUNCIL COMMITTEES. The Council of Governors may create and appoint such other committees and positions as it deems necessary and appropriate for efficient operation of the Multiple District.

ARTICLE V

MULTIPLE DISTRICT CONVENTION FUND

Section 1. FUND TAX. In lieu of or in addition to a multiple district convention registration fee, an annual per capita multiple district convention fund tax of \$0.45 may be levied upon each member of each club in the multiple district and shall be collected and paid in advance by each club, except newly chartered and reorganized clubs, in two (2) semi-annual payments as follows: \$0.225 per club member on July 1 of each year to cover the semi-annual period of July 1 to December 31; and \$0.225 per club member on January 1 of each year to cover the semi-annual period of January 1 to June 30 with billing of said tax to be based upon the roster of each club as of the first day of July and January respectively. This tax shall be collected from the club in each sub district and remitted to the State Administrator. The fund so collected shall be used exclusively for defraying expenses of multiple district convention and shall be paid only by multiple district checks drawn and signed by the State Administrator, the Council Chairperson or the duly authorized member of the Council of Governors.

Any club which is chartered or re-organized in a current fiscal year shall collect and pay said per capita per said fiscal year on a pro-rata basis from the first day of the second month following the date of its organization or re-organization as the case may be.

Section 2. REMAINING FUNDS. In any fiscal year any balance remaining in the convention fund after payment of all convention administrative expenses in that year shall remain in said convention fund and become available for future convention expenses and be treated as income in any fiscal year in which expenses are made available solely for payment of such expenses.

Section 3. FEE COLLECTION. Such registration fees as the Council of Governors shall set may be collected, under procedures set by the Council of Governors from each delegate, alternate and guest attending the multiple district convention to defray the actual cost of convention.

Section 4. AUDIT OR REVIEW. The Council of Governors shall provide for an annual or more frequent audit or review of the Multiple District Convention funds within sixty (60) days after the close of the convention annually.

ARTICLE VI

MULTIPLE DISTRICT ADMINISTRATION FUND

Section 1. MULTIPLE DISTRICT REVENUE. To provide revenue to defray the administrative expenses of this Multiple District and of each Sub-District hereof and a Multiple Convention Fund, annual per capita dues of \$16.00 is hereby levied upon each member of each club in the Multiple District. These dues shall be collected and paid in two semi-annual payments as follows: \$8.00 on each July 1 and each January 1. These dues shall be collected from the clubs in the Multiple District by and be remitted to the State Administrator, who shall deposit the monies so collected in an account or accounts in a bank or other depository chosen by the State Council.

Section 2. DISTRIBUTION OF FUNDS. The funds so collected shall be used, distributed, and credited as follows:

- a. State Convention Administrative Fund - \$0.45
- b. International Convention Fund – \$0.85
- c. Promotional Fund - \$0.35
- d. District Governors International Convention Expense Fund - \$0.35
- e. State Council Administrative Fund - \$7.50
- f. Sub-Districts Administrative Fund - \$2.50
- g. Pennsylvania News Publication Fund - \$2.50
- h. All State Band - \$1.50

Section 3. CARRYING CHARGE. From and after July 1, 1998, the State Council of Governors shall be empowered to levy a carrying charge, as it may set forth from time to time, at a rate not to exceed the maximum amount permitted by State Law, on past due club account balances as determined by the State Council.

- Section 4. SUB-DISTRICTS ADMINISTRATIVE FUNDS.** The Sub-Districts Administrative Funds collected shall be credited to the Sub-Districts Administrative Account and shall be disbursed semi-annually to each Sub-District Governor on the basis of \$1.25 per member per District.
- Section 5. DISTRICT GOVERNORS INTERNATIONAL CONVENTION EXPENSE FUNDS** The District Governors International Convention Expense Funds collected shall be disbursed only to and among those outgoing District Governors who attend the International Convention, subject to the Multiple District General Reimbursement Policy. Any unused amount shall be accumulated by the State Administrator for use at future conventions, which may be both more distant and expensive.
- Section 6. BONDING.** The cost of bonding the State Administrator and such other officers or employees duly authorized by the Council to handle the funds of the Multiple District shall be an administrative expense.
- Section 7. REMAINING FUNDS.** In any fiscal year, any balance remaining in the multiple district administration expenses in that year shall remain in said administrative fund and become available for future multiple district administrative expenses and be treated as income in any fiscal year in which expended or made available solely for payment of such expenses.
- Section 8. AUDIT.** The Council shall provide for an annual or more frequent audit of the Multiple District Administrative Fund and shall give an annual financial report of said fund to each Multiple District convention.

ARTICLE VII

NOMINATION AND ENDORSEMENT- INTERNATIONAL DIRECTOR AND SECOND VICE PRESIDENT NOMINEES

- Section 1. ENDORSEMENT PROCEDURE.** Subject to the provisions of the International Constitution and By-Laws, any member of a Lions Club in the Multiple District seeking endorsements at the convention of his sub-district and the multiple district as a candidate for the office of International Director or Second Vice President shall:
- a. Secure the endorsement by the sub-district at their annual sub district convention, or if a sub district does not conduct an annual sub-district convention, the candidate shall secure the endorsement through the district cabinet.
 - b. Deliver (by mail or in person) written Notice of Intention to seek such endorsement to the District Governor of his/her sub-district and the multiple district Council of Governors no less than 105 days prior to

the convening date of the convention (sub and multiple) at which such question of endorsement is to be voted upon.

- c. Deliver with said Notice of Intention evidence of fulfillment of the qualification for such office set forth in the International Constitution and By-Laws.
- d. No member of a Lions club in the sub-district in which the state convention is being held may be endorsed for the office of International Director or Second Vice President.

Section 2. NOMINATION. Each Notice of Intention so delivered shall be transmitted forthwith by the Sub-District Governor to the State Council Chairperson and the Nominating Committee 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. The Nominating Committee 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. NOMINATION SPEECH. Each such nominee for endorsement shall be entitled to one seconding speech of no more than three- (3) minute 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 respective convention District (sub-or Multiple). In the event of a tie vote, or failure of one nominee to receive the required majority, on any ballot, balloting shall continue with respect to the two nominees only who received the largest number of votes on the previous ballot until one receives the required majority of the votes cast.

Section 5. CERTIFICATION OF ENDORSEMENT. Certification of Endorsement by the multiple district convention shall be made in writing to the International office by the multiple district official designated, and in accordance with the requirement set forth, in the International Constitution and By Laws.

Section 6. VALIDITY. No endorsement of any candidacy of any member of a Lions Club in this multiple district shall be valid unless and until the provisions of Article VII have been met.

ARTICLE VIII

MISCELLANEOUS

Section 1. FISCAL YEAR. The fiscal year of this multiple district shall be from July 1 to June 30.

Section 2. DISPUTE RESOLUTION. The clubs in multiple district shall pursue all complaints, disputes or claims according to the terms and conditions of Rules of Procedure adopted from time to time, by the International Board of Directors.

ARTICLE IX AMENDMENTS

Section 1. AMENDING PROCEDURE. The By-Laws may be amended only at the multiple district convention by amendment reported by the Committee on Constitution and By-Laws at such annual meeting and adopted by the affirmative vote of the majority of the certified delegates voting at such meeting. No amendment shall be reported to a convention for vote unless it shall first secure approval in one of the following two methods:

- a. Have been approved by the Council of Governors
- b. Have been approved by resolution of convention of a sub-district representing no less than fifty one percent (51%) of the total number of members of the clubs of the sub district as of July 1 of the fiscal year in which the amendment is submitted to the Council of Governors for ballot placement.

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 Multiple District Constitution and By-Laws shall automatically be updated in this Multiple District Constitution and By-Laws at the close of the convention.

Section 3. NOTICE. No amendment shall be so reported or voted unless the same shall have been published in writing by regular post or electronic means to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

Section 4. EFFECTIVE DATE. Each amendment, adopted by a majority of votes cast, shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.