

DISTRICT 32-D LIONS CLUBS INTERNATIONAL CONSTITUTION

ARTICLE I Name

This organization shall be known as District 32-D, Lions Clubs International, hereinafter referred to as "district."

ARTICLE II ~~Object~~ Purposes

~~To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this district.~~ The purposes of the 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 principals 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.
- (g) 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 in the counties of Abbeville, Chester, Edgefield, Fairfield, Greenwood, Laurens, Lexington, McCormick, Newberry, Richland, Saluda, Union and York.

ARTICLE IV Emblem, Color, 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 in the by-laws.

Section 3. **COLORS.** The colors of the 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 Lions Clubs International 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 conditions set out in this 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 contradiction between this district constitution and by-laws and the International Constitution & By-laws, then the International Constitution & By-laws shall govern.

ARTICLE VI Officers and District Organization Cabinet

Section ~~21~~. ~~**CABINET EXECUTIVE COMMITTEE OFFICERS.**~~ The ~~cabinet executive committee shall consist of~~ **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 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. The officers shall be the Executive Committee of the cabinet.** The executive committee may act for the cabinet in the interim between meetings of the cabinet. Actions by a majority of the executive committee shall be subject to final approval of the cabinet.

Section ~~42~~. ~~**DISTRICT CABINET AND OFFICERS.**~~ The district shall have a district cabinet composed of the district governor, the immediate past district governor, the **first and second** vice district governors, the region chairpersons (if the position is utilized during the district governor's term), the zone chairpersons, cabinet secretary-treasurer, (or a cabinet secretary and a cabinet treasurer), cabinet committee chairpersons, and the presidents and secretaries-treasurers of each club in the district. ~~The district governor shall appoint, by the time he/she takes office, all appointive members of the cabinet. The members of the district cabinet shall be the officers of the district. Each~~

such ~~officer~~ **cabinet member** shall be a member in good standing of a Lions club in good standing in the district.

Section 3. ELECTION/APPOINTMENT OF DISTRICT CABINET. The district governor and the 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 governor's term), one chairperson for each zone, and the other appointed members of the cabinet specified in the above Section 2 of this Article V.

Section 4. REMOVAL. Members of the District Cabinet other than the District Governor, First Vice District Governor and Second Vice District Governor may be removed from office for cause by the affirmative vote of two-thirds (2/3) of the entire number of the District Cabinet.

ARTICLE VII District Convention

Section 1. TIME AND PLACE. An annual convention of the district shall be held in each year to conclude no less than thirty (30) days prior to the convening of the international convention at a place **selected by the delegates at a previous convention of the district and at a** date and time fixed by the district governor. ~~The district governor and the vice district governor shall be elected at the annual district convention.~~ Any other business requiring the vote of the district shall be conducted at this time.

Section 2. CLUB DELEGATE FORMULA. Each chartered club in good standing in Lions Clubs International and this district shall be entitled in each annual convention of this district to one (1) delegate and one (1) alternate for each ten (10) members, who have been enrolled for at least one year and a day in the club or major fraction thereof, of said club as shown by the records of the international office on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be five (5) or more members. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to, the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. **All eligible delegates must be members in good standing of a club in good standing in this district.** Delinquent dues may be paid and good standing acquired at any time prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention. Every past district governor and current and past international officers/directors in good standing in the district shall be a delegate in his/her own right at any and all conventions and shall have the privileges and rights as any delegate. The number of past district governors and current or past international officers/directors shall not in any way affect the number of delegates or alternates to which his/her home club is entitled.

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

Section 4. SPECIAL CONVENTION. A Special Convention of the clubs of the district may be called by a two-thirds (2/3) vote of the District Cabinet at such time and place as

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

ARTICLE VIII Dispute Resolution Procedure

Section 1. **DISPUTES SUBJECT TO PROCEDURE.** All disputes relative to membership, club boundaries, or interpretation, breach of, or application of the district constitution and by-laws, or any policy or procedure adopted from time to time by the district cabinet, or any other internal Lions district matters that cannot be satisfactorily resolved through other means, arising between any clubs in the district, or any club(s) and the district administration, shall be settled by the dispute resolution procedure specified in Article VIII of the Lions Clubs International Standard Form District Constitution and By-laws.

ARTICLE IX Amendments

Section 1. **AMENDING PROCEDURE.** This constitution may be amended only at a district convention, by resolution of the Constitution and By-laws Committee and adopted by the affirmative vote of two-thirds (2/3) of the votes cast.

Section 2. **AUTOMATIC UPDATE.** When amendments to the International Constitution and By-laws are passed at the International Convention, any amendments that would have an effect on this District Constitution and By-laws shall automatically be updated in this district constitution and by-laws at the close of the convention.

Section ~~2~~**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. Such notice may be transmitted by electronic means such as fax or email.

Section ~~3~~**4. EFFECTIVE DATE.** Each amendment shall take effect at the beginning of the Lions year following the close of the convention at which adopted, unless otherwise specified in the amendment.

BY-LAWS

ARTICLE I Nominations and Endorsement Second Vice President and International Director Nominees

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

- (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 ~~forty five (45)~~ **thirty (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. Each nominee shall be entitled to a nominating speech of not more than five (5) minutes duration to be delivered by the nominee's representative.

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 to be delivered by the nominee's representative.

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 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 ~~VII~~ have been met.

ARTICLE II

District Nominations, Elections and Appointments

Section 1. **NOMINATING COMMITTEE.** ~~Each~~ **The** district governor shall appoint by written notification received no later than sixty (60) days ~~after the beginning of the Lions year,~~ **prior to the district convention,** a Nominating Committee of not more than five (5) members, each of whom shall be a member in good standing of a different Lions club in

good standing in the district, and shall not at the time of their appointment hold any district or international office.

Section 2. **DISTRICT GOVERNOR ELECTION PROCEDURES.** Any qualified member of a club in the district seeking the office of district governor shall file his/her intention to so run in writing with the Nominating Committee at least forty-five (45) days prior to the day of its report to the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the name(s) of all candidate(s) so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

Section 3. **FIRST AND SECOND VICE DISTRICT GOVERNOR ELECTION PROCEDURES.** Any member of a club in the district seeking the office of **first or second** vice district governor shall file his/her intention to so run in writing with the Nominating Committee at least forty-five (45) days prior to the day of its report to the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

Section 4. **BALLOT.** The election shall be by secret written ballot, **with the candidate or candidates required to receive the 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 votes cast excluding blanks and abstentions.** ~~When two or more candidates are placed in nomination, the candidate receiving the simple majority of the votes cast shall be elected.~~ If, on the first ballot, and subsequent ballots, no candidate receives a majority, the candidate or tied candidates receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority. In case of a tie on any ballot, balloting shall continue on the tied candidates until one is elected.

Section 5. **DISTRICT GOVERNOR VACANCY.** In the event of a vacancy in the office of district governor, the same shall be filled in accordance with the provisions of the International Constitution and By-Laws. The immediate past district governor, **first and second** vice district governors, the region chairpersons, zone chairpersons, the cabinet secretary-treasurer, (or cabinet secretary and cabinet treasurer) and District Governor's Honorary Committee shall convene at a date, time and place called and determined by the immediate past district governor to select a replacement for recommendation to the International Board of Directors. See Exhibit B appended to these By-Laws.

In order for a Lion to be eligible 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 this district.**

- (b) Have served or will have served at the time he/she takes office as 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 two (2) full terms or major portion thereof.
 - (iii) With none of the above being accomplished concurrently.

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

Section 6. **FIRST AND SEOND VICE DISTRICT GOVERNORS AND OTHER VACANCIES.** Any vacancy in office except that of district governor and first and second vice district governors shall be filled by appointment from the district governor for the unexpired term. In event of a vacancy arising in the office of first or second vice district governor, the district governor shall convene a meeting of the members of the existing cabinet as provided for in the International Constitution and By-Laws and all past international officers who are members in good standing of a chartered Lions club in good standing in the district. It shall be the duty of the attendees at this meeting to appoint a qualified club member as vice district governor for the remainder of the term. In filling said vacancy, it shall be the duty of the district governor, or if not available, the most recent past district governor who is available, to send out invitations to attend said meeting and it shall also be his/her responsibility to preside as chairperson of the meeting. The chairperson shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion who is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one vote for the Lion of his/her choice.

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

- (a) Be an Active Member in good standing of a charted Lions club in good standing in this district.
- (b) 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 a major portion thereof; and
 - (ii) As a member of the district cabinet for a full term or major portion thereof.
 - (iii) With none of the above being accomplished concurrently.

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

- (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.

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

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

ARTICLE III Duties of District Officers/Cabinet

Section 1. **DISTRICT GOVERNOR.** Under the general supervision of the International Board of Directors, he/she shall represent the association in his/her district. In addition, he/she shall be the chief administrative officer in his/her district and shall have direct supervision over the **first and second** vice district governors, 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. His/her specific responsibilities shall be to:

- a. ~~Further the Purposes of this association~~ **Administer and promote membership growth and new club development.**
- b. ~~Supervise the organization of new Lions clubs;~~ **Administer and promote leadership development at the club and district levels.**
- c. Promote the Lions Clubs International Foundation and all service activities of the association.
- d. Preside, when present, over cabinet, convention and other district meetings. During any period he/she is unable to so preside, the presiding officer at any such meeting shall be the **first or second** vice district governor, but if he/she is not available, the district officer chosen by the attending members shall preside.
- e. Promote harmony among the chartered Lions clubs.
- f. ~~Appoint district committees as provided in this Constitution and By Laws.~~ Exercise such supervision and authority over cabinet officers and district committee appointees as is provided in this district constitution.
- g. ~~Endeavor to visit each club at least once during his/her term of office.~~ **Ensure that each Lions club in the district be visited by the district governor or other district officer once every year to facilitate successful administration of the club, and that the visiting officer submit a visitation report to the International Headquarters for each visit.**
- h. Submit a current itemized statement of total district receipts and expenditures to his/her district convention or annual meeting of his/her district at a multiple district convention.
- i. Deliver, **in a timely manner**, at the **conclusion** of his/her term of office, all district accounts and records to his/her successor in office.
- j. Report to Lions Clubs International all known violations of the use of the association's name and emblem.
- k. Perform such other functions and acts as shall be required of him/her by the International Board of Directors through the District Governor's Manual and other directives.
- l. ~~Serve as a member of the Board of Directors of South Carolina Lions Charitable Services (SCLCS), and supports and promotes the programs of SCLCS, the SCLCS Foundation and LifePoint~~ **Promote and support the**

programs of South Carolina Lions Charitable Services and the South Carolina Lions Foundation.

m. ~~Serve as a member of the SC Lions Eye Research Committee.~~

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

- a. Further the Purposes of this association;
- b. Perform such administrative duties as may be assigned to him/her by the district governor;
- c. Perform such other functions and acts as may be required of him/her by the International Board of Directors; ~~through the Vice District Governor's Manual and other directives;~~
- d. ~~Actively~~ Participate in all the cabinet and council meetings, and conduct all meetings in the absence of the district governor, and participate in council meetings as appropriate;
- e. ~~Participate~~ Assist the district governor in the review of the strengths and weaknesses of the clubs of the district, particularly, identify existing and potential weak clubs within the district, and establishing plans to strengthen them;
- f. Conduct club visitation as the representative of the district governor when requested by the district governor;
- g. Serve as the District Governor Team liaison between the district Global Membership Team, working as an active member of the district Global Membership Team along with the District Governor, Second Vice District Governor and other Global Membership Team members to establish and implement a district-wide plan for membership growth;
- h. Work with the district Governor, Second Vice District Governor, and the Global Leadership Team to develop and implement a district-wide plan for leadership development;
- i. Work with the District Convention Committee and assist the committee to plan and conduct the annual district convention and assist the district governor to organize and promote other events within the district;
- j. At the request of the district governor, supervise appropriate other district committees;
- k. Participate in the planning of the next year including preparation of the district budget;
- l. Familiarize himself/herself with the duties of the district governor so that, in the event of a vacancy in the office of district governor, he/she would be better prepared to assume the duties and responsibilities of said office as the acting district governor until the vacancy is filled according to these by-laws and rules of procedure adopted by the International Board of Directors.
- ~~(g) Be actively engaged in all matters to be continued during the next year;~~
- ~~(h) Serve as chairperson of the district MERLOW team.~~

Section 3. **SECOND VICE DISTRICT GOVERNOR.** The second vice district governor, subject to the supervision and direction of the district governor, shall be an assistant in the administration of the district, and representative of the district governor. His/her responsibilities shall be, but not limited, to:

- a. Further the purposes of the association;
- b. Perform such administrative duties assigned by the district governor;
- c. Perform such functions and acts required by the International Board of Directors;
- d. Participate in the cabinet meetings, and conduct meetings in the absence of the district governor, and the first vice district governor, and participate in council meetings as appropriate;
- e. Familiarize himself/herself with the health and status of the clubs in the district, review the monthly financial report and assist the district governor in identifying and strengthening the existing and potential weak clubs;
- f. Conduct club visitation, as the representative of the district governor, when requested by the district governor;
- g. Assist the district governor and the first vice district governor in planning and conducting the annual district convention;
- h. Serve as the District Governor Team liaison between the district Global Leadership Team, working as an active member of the district Global Leadership Team along with the District Governor, First Vice District Governor and other Global Leadership Team members to establish and implement a district-wide leadership development plan;
- i. Work with the District Governor, First Vice District Governor, and the Global Membership Team to develop and implement a district-wide plan for membership growth;
- j. Work with the District LCIF Coordinator and assist the committee to achieve the goals of the year through regular distribution of LCIF information and materials to increase understanding and support of LCIF;
- k. Work with the District Information Technology Committee and assist the Committee to promote the use of the association's web site and the internet among the clubs and members to obtain information, file reports, purchase club supplies, etc.;
- l. At the request of the district governor, supervise other district committees;
- m. Assist the district governor, first vice district governor, and the cabinet in planning of the next year, including the district budget;
- n. Familiarize himself/herself with the duties of the district governor so that, in the event of a vacancy in the offices of district governor and first vice district governor, he/she would be better prepared to assume the duties and responsibilities of said offices as the acting district governor or acting vice district governor until the vacancies are filled according to these by-laws and rules of procedure adopted by the International Board of Directors.

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 five (5) 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 district convention and furnish copies of the same to Lions Clubs International, the district governor and the secretary of each club in the district.
 - 3) Make reports to the cabinet as the district governor or cabinet may require.
 - 4) Collect and receipt for all per capita dues levied on members and clubs in the 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 per capita dues, if any, collected in the district, and secure a proper receipt.
 - 6) Keep accurate books and records of account, and minutes of all cabinet and district meetings, and permit inspection of the same by the district governor, any cabinet member and any club (or any authorized agent of any of them) at any reasonable time for any proper purpose. Upon direction of the district governor or the cabinet, he/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 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) Perform such additional assignments as shall be given to him/her from time to time by the district governor.
 - (e) If separate offices of cabinet secretary and cabinet treasurer are adopted, the duties listed in (b) are to be attributed to each of the offices according to the nature of such duties.

Section 5. **REGION CHAIRPERSON** (if the position is utilized during the district governor's term). The region chairperson, subject to the supervision and direction of the district governor, shall be the chief administrative officer in his/her region. His/her specific responsibilities should be to:

- (a) Further the Purposes of this association.
- (b) Supervise the activities of the zone chairpersons in his/her region and such district committee chairpersons as may be assigned to him/her by the district governor.
- (c) ~~Play an active role in organizing new clubs and in strengthening weak clubs;~~
In coordination with the district GMT Coordinator, play an active role in organizing new clubs and in strengthening weak clubs.
- (d) Visit a regular meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the district governor, **District GMT Coordinator and District GLT Coordinator.**
- (e) Visit a regular board of directors meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the district governor, **District GMT Coordinator and District GLT Coordinator.**
- (f) Endeavor to have every club in his/her region operating under a duly adopted club constitution and by-laws.

- (g) Promote the Club Excellent Process to the clubs within the region and work in concert with the District GMT Coordinator, the District GLT Coordinator and the District Governor Team to implement the program within the region.
- (h) In coordination with the District GLT Coordinator, play an active role in supporting leadership initiatives by informing Lions within the region about leadership development opportunities at the region, district or multiple district.
- (i) Promote representation at international and district conventions (sub-and multiple) by at least the full quota of delegates to which clubs in his/her region are entitled.
- (j) Carry out such official visitations to club meetings and charter nights as shall be assigned to him/her by the district governor.
- (k) Perform such additional assignments as shall be given to him/her from time to time by the district governor.

In addition, the region chairperson shall perform such other functions and acts as may be required by the International Board of Directors through a region chairperson's manual and other directives. ~~In the event the region chairperson for any reason cannot or does not, in the judgment of the district governor, perform the duties of his/her office, or in the event the office is for any reason vacated, the district governor shall appoint a successor to serve for the unexpired term.~~

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

- (a) Further the Purposes of this association.
- (b) Serve as chairperson of the District Governor's Advisory Committee in his/her zone and as such chairperson to call regular meetings of said committee.
- (c) Endeavor to include the District GMT Coordinator and the GLT Coordinator as special guests to a District Governor's Advisory Committee meeting to discuss needs related to membership and leadership development and how these teams and the District Governor Team may assist with membership and leadership development within the zone.
- (d) Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to Lions Clubs International and to the district governor, District GMT Coordinator, District GLT Coordinator and region chairperson.
- (e) Promote the Club Excellent Process to the clubs within the zone and work in concert with the District GMT Coordinator, the District GLT Coordinator and the District Governor Team to implement the program within the zone.
- (f) In coordination with the District GMT Coordinator, play an active role in organizing new clubs and keep informed on the activities and well-being of all clubs in his/her zone.
- (g) In coordination with the District GLT Coordinator, play an active role in supporting leadership initiatives by informing Lions within the zone about leadership development opportunities at the zone, district or multiple district.
- (h) Represent each club in his/her zone in any problems with district, multiple district council chairperson or Lions Clubs International.
- (i) Supervise the progress of district, multiple district, and Lions Clubs International projects in his/her zone.

- (j) Endeavor to have every club within his/her zone operating under a duly adopted club constitution and by-laws.
- (k) Promote representation at international and district (sub- and multiple) conventions by at least the full quota of delegates to which clubs in his/her zone are entitled.
- (l) Visit a regular meeting of each club in his/her zone once or more during his/her term of office, reporting his/her findings to the region chairman - particularly with respect to weaknesses he/she may have discovered (copy to district governor, **district GMT Coordinator and district GLT Coordinator**).
- (m) Perform such other functions and acts as may be required of him/her by directives of the International Board of Directors. ~~In the event the zone chairperson for any reason cannot or, in the judgment of the district governor, does not perform the duties of his/her office, or in the event the office is for any reason vacated, the district governor shall appoint a successor to serve for the unexpired term.~~

Section 7. **DISTRICT GOVERNOR'S CABINET.** The district governor's cabinet shall:

- (a) Assist the district governor in the performance of his/her duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the district.
- (b) Receive, from the region chairpersons or other assigned district cabinet members, reports and recommendations which concern the clubs and zones.
- (c) Approve the annual district administrative budget.
- (d) Supervise the collection of all per capita dues by the cabinet treasurer, designate a depository(s) for said funds and authorize the payment of all legitimate expenses pertaining to the administration of the affairs of the district.
- (e) Secure, set the amount of and approve the surety company issuing, the surety bond for the cabinet secretary-treasurer;
- (f) Secure, semi-annually or more frequently, district financial reports from the cabinet secretary-treasurer. ~~(or cabinet secretary and cabinet treasurer)~~
- (g) Provide for an audit of the books and accounts of the ~~cabinet secretary, cabinet treasurer, or~~ cabinet secretary-treasurer.
- (h) With the district governor's approval, set up a definite schedule of dates, times and places of cabinet meetings to be held during the fiscal year.

Section 8. **SERGEANT-AT-ARMS.** The Sergeant-at- Arms shall maintain order and decorum at the respective conventions and meetings and perform such other duties as are incident to his/her office under ROBERT'S RULES OF ORDER, NEWLY REVISED.

ARTICLE IV
~~District Cabinet Committees/Duties~~
District Committees

Section 1. **DISTRICT GOVERNOR'S ADVISORY COMMITTEE.** In each zone, the zone chairperson and the presidents and secretaries of the clubs in the zone shall compose a District Governor's Advisory Committee, with the zone chairperson as chairperson. At a date, time and place called by the zone chairperson, this committee shall hold a first meeting within ninety (90) days after the adjournment of the preceding international convention; a second meeting in the month of November; a third meeting in the month of February or March; and a fourth meeting approximately thirty days prior to the

multiple district convention. It shall assist the zone chairpersons in an advisory capacity, procure recommendations affecting the welfare of Lionism and the clubs in the zone, and relay the same through the zone chairperson to the district governor and his/her cabinet.

Section 2. **DISTRICT GOVERNOR'S HONORARY COMMITTEE.** The district governor may appoint a District Governor's Honorary Committee composed of past ~~district governors (includes international directors, past international directors, and past presidents residing in the district)~~ **international officers** who are members in good standing of clubs within the district. This committee shall meet when and as called upon by the district governor. It shall act under the direction of the district governor in the promotion of harmony throughout the district. **The chairperson of this committee shall attend meetings of the cabinet when requested by the district governor.**

Section 3. DISTRICT CABINET COMMITTEES. The district governor may establish and appoint such other committees and/or chairpersons, as he/she deems necessary and appropriate for the efficient operations of the district. Such committee chairpersons shall be deemed non-voting members of the district cabinet

~~Section 3. **LIONS CLUBS INTERNATIONAL COMMITTEES.** The district governor shall appoint, prior to the beginning of the Lions year, such committees as required by Lions Clubs International to support the goals and objectives for the Lions year. These committees shall perform such specific duties as the district governor shall designate. These required LCI committees may be changed from year to year and may include, but not limited to, the following committees:~~

- ~~a. **Diabetes Awareness Committee.** Promote diabetes education and awareness in the district.~~
- ~~b. **Information Technology Committee.** Promote the use of electronic communications and data management.~~
- ~~c. **International Understanding and Cooperation Committee.** Promote the improvement of international relations through education, promotion of Lions international programs such as, SightFirst, services to developing countries and promotion of the club twinning program.~~
- ~~d. **LCIF Committee.** Support the Lions Clubs International Foundation through education and promotion of Molvin Jones Fellowships and annual memberships by individual Lions.~~
- ~~e. **Protocol Committee.** Assure the association's official protocol is observed at all functions attended by visiting Lions dignitaries.~~
- ~~f. **Sight Conservation and Work for the Blind Committee.** Promote activities to benefit the visually impaired and programs for the prevention of blindness.~~
- ~~g. **Youth, Lions Opportunities for Youth Committee.** Promote programs for youth, such as Service Learning and LionsQuest, to develop character and self esteem.~~

~~h. **Youth Exchange Committee.** Provide opportunities for youth in the United States and foreign countries to participate in the Lions international exchange program to experience different cultures and foster better understanding among peoples of the world.~~

~~i. **Youth Outreach Committee.** Provide experiences for vision impaired youth, such as camps for the blind, recreational experiences and opportunities for social development.~~

~~Section 4. **MERLOW COMMITTEES.** The district governor shall appoint the following MERLOW committees prior to the beginning of the Lions year.~~

~~a. **Membership Committee.** This committee shall work with the MD 32 MERLOW Team to promote membership growth in the district.~~

~~b. **Extension Committee.** This committee shall work with the MD 32 MERLOW Team to promote the chartering of new Lions clubs in the district.~~

~~c. **Retention Committee.** This committee shall work with the MD 32 MERLOW Team to develop and implement ways and means to retain current active club members.~~

~~d. **Leadership Committee.** This committee shall work with the MD 32 MERLOW Team to encourage active participation at all levels of the organization **and** provide leadership training to assist Lions to achieve their highest potential in service in Lionism.~~

~~e. **Orientation Committee.** This committee shall work with the MD 32 MERLOW Team to develop programs for the orientation of new Lions to assure early involvement of the new Lions in club activities by providing information and a history of Lionism at the club, state and Lions Clubs International levels.~~

~~f. **Women's Development Committee.** This committee shall work with the MD 32 MERLOW Team to promote the growth of women in membership, encourage their active participation and provide opportunities for leadership at all levels of Lionism.~~

~~Section 5. **LIONS PROGRAM COMMITTEES.** The district governor shall also appoint, prior to the beginning of the Lions year, such program committees as deemed necessary to support the Multiple District 32 and District 32-D goals and objectives for the Lions year. These committees shall perform such specific duties as the district governor shall designate. The district governor may combine some of the committees as appropriate for efficient administration.~~

~~a. **Activities Committee.** Promote innovative fund raising activities and share same with clubs in the district.~~

~~b. **Audit Committee.** Provide annual audit of district financial records.~~

~~c. **Communications and Publicity Committee.** Promote information exchange within the district and publish Lions activities through local media.~~

~~d. **Hearing Conservation.** Promote the Lions hearing aid program and provide hearing services for the needy.~~

~~e. **Leader Dog Committee.** Promote education, assistance to visually impaired candidates for guide dogs and support for Leader Dogs for the Blind.~~

~~f. **Long Range Planning Committee.** Work with MD 32 Long Range Planning Committee to improve services and growth of Lionism in South Carolina.~~

~~g. **Lioness Clubs Committee.** Support Lioness Clubs and assist in organization of new Lioness Clubs in the district.~~

~~h. **Lions Hall of Fame Selection Committee.** Select annual living and deceased candidates for induction into the SC Lions Hall of Fame.~~

~~i. **Lion of the Year Selection Committee.** Select the candidate for the SC Lion of the Year award.~~

~~j. **Peace Poster Contest Committee.** Coordinate the annual peace poster contest within the district.~~

~~k. **Pin Traders Committee.** Work with MD 32 Pin Traders Committee to recommend the design of the Multiple District pin.~~

~~l. **Recycle for Sight Committee.** Promote the printer cartridge recycling fund raiser project to support South Carolina Lions Charitable Services.~~

~~m. **SCLCS Committee.** Promote fund raiser projects to support activities and charity programs of South Carolina Lions Charitable Services.~~

~~n. **SC Lions Eye Research Committee.** Provide education and support for the research programs of the SC Lions Eye Research Center of the Storm Eye Institute of the Medical University of South Carolina.~~

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

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. Such notice may be sent by mail or electronic means.

(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. and Vote.** The members in attendance at any session of the cabinet shall constitute a quorum. In all such meetings, the voting privilege shall extend to the district governor, the immediate past district governor, vice district governor, the region chairpersons (if the position is utilized during the district governor's term), zone chairpersons, cabinet secretary treasurer, (or cabinet secretary and cabinet treasurer), cabinet committee chairpersons and the presidents and the secretaries treasurers of each club in the district. The district governor may grant voting privilege to past international officers in attendance.~~ **The attendance of a majority of the officers of this district shall constitute a quorum for any cabinet meeting.**

(d) The voting privilege shall extend to all members of the district cabinet.

Section 2. ALTERNATIVE MEETING FORMATS. Regular and 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 MEETINGS

(a) Organizational. ~~Regions and zones shall be subject to change by the district governor, when in his/her sole discretion, he/she shall deem the same to be necessary to the best interests of the district and the association. The district governor shall divide the district into regions of no more than~~ **The district should be divided into regions of sixteen (16) and no less than ten (10) Lions clubs. and each such region into zones of no more than** ~~Each region should be divided into zones of between eight (8) and no less than four (4) Lions clubs, giving due regard to the geographical locations of the clubs. All such regions and zones shall be subject to change by the district governor when, in his/her sole discretion, he/she shall deem the same necessary to the best interests of the association or the district.~~

(b) **Regional 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. **CONVENTION SITE SELECTION.** ~~The annual district convention shall be held during the mid-winter rally at a time and place set by the district governor.~~ **The district governor shall receive invitations in writing from places desiring to entertain the succeeding year(s) annual convention. All invitations shall set forth such information as the district governor shall from time to time require and shall be delivered to him/her no later than thirty (30) days prior to the convening date of the convention at which the convention site shall be voted upon by the delegates of said convention. Procedure to be followed in investigation of bids and in presentation of the same to conventions, as well as action to be taken by a convention in the event no bids are acceptable to or so received by the district governor shall be determined by the district governor.**

Section 2. **OFFICIAL CALL.** **The district governor shall issue an official printed call for the annual district convention not less than thirty (30) days prior to the date fixed for holding the same, stating the place, day and hour thereof.**

Section 3. **SITE CHANGE.** ~~The district governor~~ **cabinet shall retain, and have, power to change at any time, for good reason, the convention site chosen by a previous district convention, provided that the convention site shall be located within the district, and neither ~~The district governor nor~~ **the district, officers of the district, nor any member of the district cabinet, nor any club or club member in the district 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 sixty (60) days prior to the convening date of the annual convention.****

Section 4. **OFFICERS.** ~~The members of the district cabinet~~ ~~executive committee~~ **shall be the officers of the annual district convention.**

Section 5. **SERGEANT-AT-ARMS.** **A convention sergeant-at-arms and such assistant sergeants-at-arms as deemed necessary shall be appointed by the district governor.**

Section 6. **OFFICIAL REPORT.** **Within sixty (60) days after the close of the district convention, the cabinet secretary shall transmit one copy of the complete proceedings to the international office. Upon written request from any club secretary in the district a copy shall be furnished to said club. Transmissions may be made via electronic means. The report shall also be posted on the District 32-D web site.**

Section 7. **CREDENTIALS COMMITTEE.** The Credentials Committee of the district convention shall be composed of the district governor, as chairperson, the cabinet-secretary treasurer and two other non-officers of the district appointed by the district governor; provided however, the district governor may designate any other committee member as chairperson. The Credentials Committee shall have the powers and perform the duties set forth in ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 8. **ORDER OF CONVENTION BUSINESS.** The district governor shall arrange the order of business for the district convention, and the same shall be the order of the day for all sessions.

Section 9. **DISTRICT CONVENTION COMMITTEES.** The district governor shall appoint, designate the chairperson of, and fill any vacancies occurring in ~~any the following~~ district convention committees: ~~The following district convention committees shall be appointed:~~ Resolutions, Elections, Constitution and By-Laws, Rules, International Convention, MD 32 Convention and District 32-D Convention. Each region shall have at least one representative on each such committee. **These committees shall perform such duties, as the district governor shall designate.**

ARTICLE VII

DISTRICT ADMINISTRATION FUND

Section 1. **DISTRICT REVENUE.** To provide revenue to defray the administrative expenses of the district, an annual district administrative fund per capita dues shall be levied upon each member of each club in the district. These per capita dues may only be established or amended at a district convention by an affirmative vote of two-thirds (2/3) of the votes cast. These dues shall be collected and paid in advance by each club in two (2) semi-annual payments as follows: fifty percent (50%) on September tenth of each year to cover the semi-annual period July 1 to December 31; and fifty percent (50%) on March tenth of each year, to cover the semi-annual period January 1 to June 30, with billings of the same to be based upon the roster of each club as of the first days of July and January, respectively. Said dues shall be paid to the secretary-treasurer, by each club in the district, except newly chartered and reorganized clubs, which shall collect and pay said per capita dues on a pro-rata basis from the first day of the second month following the date of their organization or reorganization, as the case may be. Said per capita dues shall be disbursed only for administrative expenses of the district and only upon approval by the district governor's cabinet. Disbursement there from shall be by checks drawn and signed by the cabinet treasurer and countersigned by the district governor. The per capita dues and the district administrative budget shall be adopted at the first cabinet meeting of the new Lions year by two-thirds (2/3) majority vote of cabinet members present and voting.

Section 2. **FEE COLLECTION.** Such fee as the district governor shall set may be collected, under procedures set by the district governor, from each delegate, alternate, and guest attending the district convention to defray the actual cost of convention meals and entertainment.

~~Section 3. **AUDIT OR REVIEW.** The district governor shall provide for an annual or more frequent audit or review of the district convention fund and shall give an annual financial report of said fund to each annual district convention.~~

Section 3. **REMAINING FUNDS.** In any fiscal year, any balance remaining in the district administration fund after payment of all district administrative expenses in that year shall remain in said district administrative fund and become available for future district administrative expenses and be treated as income in any fiscal year in which expended or otherwise budgeted for payment of such expenses.

ARTICLE VIII 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 on the same basis as outlined in the Rules of Audit of Lions Clubs International not to exceed the amount provided in the annual budget for this line item expense.

Section 2. **FINANCIAL OBLIGATIONS.** The district governor and his/her cabinet shall not incur obligations in any fiscal year, which will result in 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-treasurer. ~~(or secretary treasurer) and a statement of the financial condition of the district shall be sent to Lions Clubs International and each club in the district at the close of the fiscal year by the cabinet then in office.~~

Section 5. **COMPENSATION.** No officer shall receive any compensation for any service rendered to this district in his/her official capacity with the exception of the cabinet secretary-treasurer and 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 1st to June 30th.

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

Section 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. See Exhibit A

attached hereto for convention rules of procedure, which may be adopted by majority vote of the annual convention.

ARTICLE IX **Amendments**

Section 1. **AMENDING PROCEDURE.** These by-laws may be amended only at a district convention, by resolution reported by the Constitution and By-laws Committee and adopted by a ~~two-thirds (2/3)~~ 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. Such notice may be transmitted by electronic means such as fax or email.

Section 3. **EFFECTIVE DATE.** Each amendment shall take effect at the beginning of the Lions year following the close of the convention at which adopted, unless otherwise specified in the amendment.

~~**ARTICLE XI**~~ ~~**Conflicts**~~

~~Where there may be a conflict or contradiction between the provisions set out in this District 32-D Constitution and By Laws and the Constitution and By Laws of Lions Clubs International, the provisions of the Constitution and By Laws of Lions Clubs International shall govern.~~

ATTEST:

This District 32-D Constitution and By-Laws approved by Lions of District 32-D in convention in Columbia, SC this ____ day of February 2015.

Lion Eddie Marshall
Secretary-Treasurer, District 32-D

EXHIBIT A
SAMPLE RULES OF PROCEDURE

These Sample Rules of Procedure are guidelines and may be amended by the district cabinet and adopted by the delegates of the convention.

DISTRICT 32-D CONVENTION

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

Rule 2. Except as otherwise provided in the Lions Clubs International Constitution and By-Laws, the District 32-D Constitution and By-Laws, national custom and practice or these rules, Robert's Rules of Order, Newly Revised shall govern all questions of order and procedure.

Rule 3. (a) The credentials committee shall be composed of the district governor, as chairman, the cabinet secretary-treasurer and two other non-officers of the district appointed by the district governor; provided, however, the district governor may designate any other committee member as chairperson. The credentials committee's primary responsibility shall be to verify club delegate credentials. In carrying out this responsibility, the credentials committee shall have the powers and shall perform the duties as established by national custom and practice or as set forth in Robert's Rules of Order, Newly Revised.

(b) The registration and certification of delegates shall occur on the day of the district convention, beginning at least two (2) hours prior to the start of the business meeting and ending when the business meeting opens.

(c) The number of certified delegates shall be announced to the convention upon close of certification and prior to the commencing of voting.

Rule 4. (a) **Sixty (60) days** prior to the convention, the district governor, unless otherwise provided, shall appoint, and designate the chairperson of, a nominations committee consisting of three (3) members. It shall be the committee's responsibility to review the qualifications of each nominated candidate and rule on the eligibility of the same.

(b) Candidate may withdraw from the contest at any time prior to the issuance of the final report of the nominations committee.

Rule 5. Replacement of delegates and alternate delegates.

(a) To replace a delegate and/or alternate delegate already certified, the replacement must surrender the copy of the credential certificate issued to the member he/she is replacing.

(b) On the day of voting, a duly certified alternate delegate shall be allowed to obtain a ballot and vote in lieu of a duly certified delegate from the same Lions club by presenting his/her copy of his/her alternate credential certificate together with the copy of the certified delegate's credential certificate to the voting personnel at which time the voting personnel will make the necessary notation on the credential records marking that a substitution has been made on the respective club's delegate entitlement. Alternate delegates who were not certified cannot replace a certified or uncertified delegate.

Rule 6. Nominations for the offices of district governor, vice district governor and such other offices to be filled by the convention shall be limited to nominating/seconding speeches not to exceed five (5) minutes for each nominee.

Rule 7. (a) Prior to the convention, the district governor shall appoint, and designate the chairperson of, an elections committee consisting of three (3) members. Each duly nominated candidate shall also be entitled to designate one (1) observer through his/her club. The observers may oversee election procedures only, but may not participate directly in the committee's decision making.

(b) The elections committee shall be responsible for preparation of elections materials, vote tabulation, and resolving questions concerning the validity of individual ballots. The committee's decision shall be final and binding.

(c) The elections committee shall prepare a comprehensive report of the election results containing the following components: date, time and place of election; specific voting results by candidate; signature of each committee member and observer. The district governor, council chairperson and all candidates shall be provided a copy of the committee's report.

Rule 8. Voting.

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

(b) To secure a ballot, the delegate shall present proof of certification to voting personnel for verification. This proof may be a certificate or a delegate convention badge that has been modified with an official certification marking. Once verified, the delegate shall be issued a ballot.

(c) The voter shall indicate his/her vote by placing a mark in the appropriate location by the name of the candidate of his/her choice. The mark must be placed in the proper location to constitute a vote. Any ballot containing votes for more than the specified number of offices to be filled in any section shall be declared invalid to that particular section.

(d) A ~~simple~~ majority vote shall be necessary to elect the district governor, **first vice district governor and second vice district governor. A majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions.** If a ~~simple~~ majority vote is not received in the election of district governor, **first vice district governor and second vice district governor**, a vacancy shall occur and Article IX, Section 6(d) of the International By-Laws shall apply, and subsection (e) of this rule shall be followed.

(e) A simple majority vote shall be necessary to elect all other candidates. In the event any one candidate shall fail to receive the required number of votes to be elected, additional balloting shall take place as outlined in this section until such time as one candidate secures a simple majority vote.

EXHIBIT B

RULES OF PROCEDURE

SPECIAL MEETING TO RECOMMEND A LION FOR APPOINTMENT AS DISTRICT GOVERNOR

Rule 1. In the event a vacancy arises in the office of district governor, it shall be the duty of the immediate past district governor, or if not available, the most recent past district governor who is available, upon notification from the international office, to convene a meeting of the district governor, 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 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 unless a majority of the members attending the meeting select another voting method.

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

SUMMARY OF RULES

SPECIAL MEETING TO RECOMMEND A LION FOR APPOINTMENT AS DISTRICT GOVERNOR

1. The international office has advised the district to convene a special meeting to recommend a member for appointment as district governor.
2. The immediate past district governor prepares invitations for the special meeting. Invitations are to be sent to the district governor, immediate past district governor, **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 in the district. The invitations should state the date, time and location for the meeting.
3. The chairperson maintains an attendance roster at the meeting.
4. Nominations are made from the floor. Each nominating speech shall be limited to five (5) minutes, and a seconding speech shall be limited to an additional three (3) minutes.
5. Voting begins immediately after nominations close. Voting is by written ballot unless a majority of attendees select another voting method.
6. A simple majority of votes cast by those present and voting is necessary to be recommended. If no one candidate secures a simple majority vote, voting continues as outlined in the rules of procedure.
7. The chairperson forwards the meeting results at the conclusion of the meeting.

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 district cabinet as provided for in the International Constitution and By-laws and all past international officers who are members in good standing of a chartered Lions club in good standing in the district. It shall be the duty of the attendees at this meeting to appoint a qualified club member as first or second vice district governor for the remainder of the term.

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

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

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

Rule 5. Each such nominee shall be entitled to one seconding speech, only, in his/her behalf of not more than three (3) minutes in duration, and may speak personally for five (5) additional minutes. When each nominee has had an opportunity to present his/her remarks, the chairperson shall declare the nominations closed. No additional nominations shall be accepted after the close of nominations.

Rule 6. Voting. (a) Voting will occur immediately after the close of nominations.

(b) Voting will be by written ballot unless a majority of the members attending the meeting select another voting method.

(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 first or second vice 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 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 person or any club member as district governor for the (remainder of the) term.

EXHIBIT D

NOMINATING COMMITTEE CHECKLIST DISTRICT GOVERNOR CANDIDATE

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

Name of Candidate _____

Name of Candidate's Lions Club _____

Date of Nominating Committee Meeting _____

Date of Election _____

Candidate has submitted sufficient evidence showing that he/she has met the following Requirements:

Lions Club in good standing*

Candidate endorsed by his/her Lions Club or a majority of Lions Clubs in the District.

Candidate is currently serving as the first vice district governor within this district, or only in the event the current 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, the candidate fulfills the following qualifications for the office of district governor:

Club President _____ Year Served _____

Club Board of Directors _____ Year Served _____

Club Board of Directors _____ Year Served _____

District Cabinet (check one)

Zone or Region Chairperson _____ Year Served _____

Cabinet Secretary and/or Treasure _____ Year Served _____

One (1) additional year as a member of district cabinet

Position held _____ Year Served _____

**Please note that if the club has any outstanding dues, the candidate should be notified and provided up until five (5) days prior to the election to ensure that his/her club pays outstanding dues.*

I have reviewed this checklist and certify that the candidate listed above has met the requirements for District Governor in accordance with the International By-laws, Article IX, Section 4.

Nominating Committee Chairperson Date

Nominating Committee Member Date

EXHIBIT E

NOMINATING COMMITTEE CHECKLIST FIRST VICE DISTRICT GOVERNOR CANDIDATE

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

Name of Candidate _____

Name of Candidate's Lions Club _____

Date of Nominating Committee Meeting _____

Date of Election _____

Candidate has submitted sufficient evidence showing that he/she has met the following Requirements:

Lions Club in good standing*

Candidate endorsed by his/her Lions Club or a majority of Lions Clubs in the District.

Candidate is currently serving as the second vice district governor within this district, or 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, the candidate fulfills the following qualifications for the office of first vice district governor:

Club President _____ Year Served _____

Club Board of Directors _____ Year Served _____

Club Board of Directors _____ Year Served _____

District Cabinet (check one)

Zone or Region Chairperson _____ Year Served _____

Cabinet Secretary and/or Treasure____ Year Served_____
One (1) additional year as a member of district cabinet
Position held____ Year Served_____

**Please note that if the club has any outstanding dues, the candidate should be notified and provided up until five (5) days prior to the election to ensure that his/her club pays outstanding dues.*

I have reviewed this checklist and certify that the candidate listed above has met the requirements for First Vice District Governor in accordance with the International By-laws, Article IX, Section 6 (b).

Nominating Committee Chairperson Date

Nominating Committee Member Date

EXHIBIT F

NOMINATING COMMITTEE CHECKLIST SECOND VICE DISTRICT GOVERNOR CANDIDATE

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

Name of Candidate_____

Name of Candidate's Lions Club_____

Date of Nominating Committee Meeting_____

Date of Election_____

Candidate has submitted sufficient evidence showing that he/she has met the following Requirements:

Lions Club in good standing*

Candidate endorsed by his/her Lions Club or a majority of Lions Clubs in the District.

Candidate is currently serving as the first vice district governor within this district, or only in the event the current first vice district governor does not stand for election as first vice district governor, or if a vacancy in the position of first vice district governor exists at the time of the district convention, the candidate fulfills the following qualifications for the office of second vice district governor:

Club President_____ Year Served_____

Club Board of Directors_____ Year Served_____

Club Board of Directors _____ Year Served _____

District Cabinet (check one)

Zone or Region Chairperson _____ Year Served _____

Cabinet Secretary and/or Treasure _____ Year Served _____

One (1) additional year as a member of district cabinet

Position held _____ Year Served _____

**Please note that if the club has any outstanding dues, the candidate should be notified and provided up until five (5) days prior to the election to ensure that his/her club pays outstanding dues.*

I have reviewed this checklist and certify that the candidate listed above has met the requirements for First Vice District Governor in accordance with the International By-laws, Article IX, Section 6 (c).

Nominating Committee Chairperson _____ Date _____

Nominating Committee Member _____ Date _____

EXHIBIT G

STANDARD BALLOT DISTRICT GOVERNOR, FIRST VICE DISTRICT GOVERNOR & SECOND VICE DISTRICT GOVERNOR ELECTIONS

Sample 1: Ballot where there is more than one candidate.

Instructions: Clearly indicate your vote by placing a (mark)* in the box next to the name of the candidate you are casting your vote for.

Position	Name	Vote
First Vice District Governor	_____	_____
_____	Candidate A	<u> X </u>
_____	Candidate B	_____
_____	Candidate C	_____

Sample 2. Ballot where there is only one candidate.

Instructions: Clearly indicate your vote by placing a (mark)* in the box indicating a yes or a no vote for the candidate.

Position	Name	Vote
District Governor	_____	_____
_____	Candidate A	<u> X </u>

*The district should indicate the appropriate mark to use, such as X, or √.