

LIONS CLUBS INTERNATIONAL



MULTIPLE DISTRICT 35 CONSTITUTION AND BY-LAWS

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Last Approved Multiple District 35 Convention May 3, 2014
Orlando, Florida

LIONS CLUBS INTERNATIONAL

MULTIPLE DISTRICT 35 CONSTITUTION

ARTICLE I Name

This organization shall be known as "Lions of Florida, Multiple District 35 Inc." Lions Clubs International, (also known as Multiple District 35, Lions of Florida and the Bahamas,) hereinafter referred to as "Multiple District 35."

ARTICLE II Object

To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this multiple district.

ARTICLE III Membership

Section 1: The members of this organization shall be all Lions clubs in this multiple district chartered by Lions Clubs International. This multiple district shall consist of sub-districts, with boundary lines as adopted by a multiple district convention and approved by the International Board of Directors of Lions Clubs International.

- a) A Lions club may be organized and chartered in any defined geographical area, including those in which an established club or clubs may exist, with the consent of the district governor and/or with the approval of the International Board of Directors. All clubs shall operate under the exclusive jurisdiction of the international board of directors.

Section 2: The multiple district shall be divided into four (4) districts, and shall be designated as "District 35 L", "District 35 I", "District 35 O", and "District 35 N".

- a) District L consists of the following counties: Alachua, Baker, Bay, Bradford, Calhoun, Clay, Columbia, Dixie, Duval, Escambia, Franklin, Gadsden, Gilchrist, Gulf, Hamilton, Holmes, Jackson, Jefferson, Lafayette, Leon, Liberty, Madison, Marion, Nassau, Okaloosa, Putnam, Santa Rosa, St. Johns, Suwannee, Taylor, Union, Wakulla, Walton, and Washington.
- b) District I consists of the following counties: Charlotte, Collier, DeSoto, Hardee, Highlands, Hillsborough, Lee, Manatee, Pasco, Pinellas, Polk (south of State Road 60), and Sarasota.
- c) District O consists of the following counties: Brevard, Citrus, Flagler, Hernando, Lake, Levy, Orange, Osceola, Polk (north of State Road 60), Seminole, Sumter, and Volusia.
- d) District N consists of the following counties: Broward, Glades, Hendry, Indian River, Martin, Miami-Dade, Monroe, Okeechobee, Palm Beach, St. Lucie, and the country of The Bahamas.

ARTICLE IV Officers

The officers of this multiple district shall be the members of the Council of Governors.

ARTICLE V Council of Governors

Section 1. COMPOSITION. There shall be a Council of Governors composed of all the district governors in the multiple district and shall also include one past district governor who shall serve as council chairperson. Each member of the council of governors, including the council chairperson, shall have one (1) vote on each question requiring action of the council of governors. The council chairperson shall serve for a one-year term only and cannot serve in that capacity again.

(Note: Article II, Section 4 of the International By-Laws permits the multiple district, by provision in its constitution and by-laws, to include certain other Lions as members of the Council of Governors.)

Section 2. OFFICERS. The officers of the Council of Governors shall be a chairperson and vice-chairperson, a secretary, a treasurer or a secretary-treasurer and such other officers as the Council of Governors shall deem necessary, all of whom shall be elected annually by the Council of Governors. If the secretary, treasurer, or secretary-treasurer are not sitting governors, they shall not be deemed to be officers of the Council and shall have no vote in Council matters.

- a) **Section 3. POWERS.** Except where inconsistent with and contrary to the provisions of the articles of incorporation and constitution and by-laws of Lions Clubs International, the powers granted therein to the board of directors of said association, and the policies and acts of said board of directors, the Council of Governors shall:

MULTIPLE DISTRICT 35 CONSTITUTION

- b) Have jurisdiction and control over all officers and agents, when acting as such, of the Council of Governors and all committees of the multiple district and multiple district convention;
- e) Have management and control over the property, business and funds of the multiple district;
- f) Have jurisdiction, control and supervision over all phases of the multiple district convention and all other meetings of the multiple district;
- g) Have original jurisdiction, when authorized under policy of the International Board of Directors and under rules of procedure prescribed by said board, to hear and rule upon any complaint of a constitutional nature raised by any sub-district or districts, a Lions club or any member of a Lions club, in the multiple district. All such rulings of the Council of Governors shall be subject to review and decision by said international board;
- h) Have control and management of all budgetary matters of the multiple district and committees of the multiple district and multiple district convention. No obligation may be approved or made which shall effect an unbalanced budget or deficit in any fiscal year.

ARTICLE VI Multiple District Convention

Section 1. TIME AND PLACE. An annual convention of this multiple district shall be held each year prior to the international convention at a place recommended by the 1st Vice District Governors and approved by the Council of Governors. The date and time shall be fixed by the Council of Governors.

Section 2. CLUB DELEGATE FORMULA. Each chartered club in good standing in Lions Clubs International, and its district and this multiple district shall be entitled in each convention of this multiple 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 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. 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.

Section 3. QUORUM. A majority of the delegates in attendance at any session of a sub- or multiple district convention shall constitute a quorum.

ARTICLE VII Amendments

Section 1. AMENDING PROCEDURE. This constitution may be amended only at a multiple district convention, by resolution reported by the Convention Committee on Constitution and By-Laws 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 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 upon unless the same shall have been published 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 shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

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ARTICLE I Multiple District Convention

Section 1. CONVENTION SITE SELECTION. The chairperson of the Council of Governors shall receive recommendations from the 1st Vice District Governors regarding their site selection for the annual convention to be held during their term of office as Governors. All recommendations shall set forth such information as the Council of Governors shall, from time to time, prescribe and shall be delivered to the chairperson no later than the annual convention at which the 1st Vice District Governors shall be elected to the office of District Governor.

Section 2. SITE CHANGE. The Council of Governors shall retain, and have, absolute power to change at any time, for good reason, the convention site recommended by the 1st Vice District Governors, and neither the Council of Governors nor the multiple district nor any sub-district or sub-districts shall incur any liability thereby to any club or sub-district.

Section 3. OFFICERS. The members of the Council of Governors shall be the officers of the annual multiple district convention.

Section 4. 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 5. 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 RULES OF ORDER, NEWLY REVISED.

Section 6. SERGEANT-AT-ARMS. A convention sergeant-at-arms and such assistant sergeant-at-arms as it deems necessary shall be appointed by the Council of Governors.

Section 7. 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 each club in the multiple district by the Council of Governors, or, at its direction, by the council secretary or secretary-treasurer.

Section 8. 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.

ARTICLE II Meetings

Section 1. COUNCIL MEETINGS. The Council of Governors shall hold a regular meeting within sixty (60) days after the date on which the district governors officially take office, and such other meetings as it deems advisable. The council chairperson, or the secretary or secretary-treasurer at the chairperson's direction, shall issue a written call for each meeting of the Council of Governors, with the time and place to be set out in the call and to be determined by the chairperson. The date of any meeting, except the first, which has been set by the chairperson, shall be determined by the Council of Governors.

Section 2. QUORUM. The personal presence of a majority of the Council of Governors shall constitute a quorum at any meeting.

ARTICLE III Duties of Multiple District 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 relating to multiple district convention administrative expenses;
- b) Designate a depository for multiple district funds;
- c) Determine the amount of surety bond for the council treasurer or secretary-treasurer, and approve the surety company issuing said bond;
- d) Receive financial reports, semi-annually or more frequently, from the council treasurer or secretary-treasurer, and provide for a review or audit at the end of the fiscal year of the books and accounts of the council treasurer or secretary-treasurer.

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ARTICLE III Duties of Multiple District Council of Governors and Committees (Cont.)

Section 2. MULTIPLE DISTRICT COUNCIL CHAIRPERSON. The Multiple District Council Chairperson shall be the coordinator of the multiple district and shall act on behalf of and upon delegation from the Council of Governors. His/her specific responsibilities shall be to:

- a. Further the Purposes of this association;
- b. Provide leadership, direction, and initiative for international and multiple district programs, goals, and long range planning;
- c. Create and foster harmony and unity among sub districts and assist district governors with solving issues;
- d. Chair over the multiple district convention and all meetings of the Council of Governors;
- e. Submit reports and perform such duties as may be required by the multiple district constitution and bylaws;
- f. Perform other such administrative duties as may be assigned by the Council of Governors; and
- g. 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 COUNCIL SECRETARY-TREASURER. Under the supervision and direction of the Council of Governors, the council secretary-treasurer shall:

- a) Keep an accurate record of the proceedings of all meetings of the Council of Governors, and within ten (10) days after each meeting forward copies to all members of the Council of Governors, and the office of Lions Clubs International;
- b) Assist the Council of Governors in conducting the business of the 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 per capita taxes required to be paid over to him/her by the sub-district cabinet secretary-treasurers, deposit the same in a bank or banks designated by the Council of Governors, and disburse the same under the supervision and control of the Council of Governors, by checks drawn against said deposits signed by himself/herself and countersigned by the council chairperson or other duly authorized council member;
- d) Keep accurate books and records of accounts and minutes of all Council of Governors and multiple district meetings, and permit inspection of the same by any member of the Council of Governors 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 his/her duties in such sum and with such sureties as may be required by the Council of Governors.
- f) In the event that separate offices of council secretary and council treasurer are adopted, the duties herein are to be attributed to each of the officers, according to the nature of the duties.
- g) This/These office(s) may be filled by volunteers, by full-time or part-time employees or by individuals providing the services on a contractual basis.

Section 4. MULTIPLE DISTRICT PROTOCOL CHAIRPERSON. The Council of Governors shall appoint annually a protocol chairperson for the multiple district. 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 as the visitor's 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).

MULTIPLE DISTRICT 35 BY-LAWS

ARTICLE IV Multiple District Committees

Section 1. CREDENTIALS COMMITTEE. The council shall appoint a credentials committee consisting of (1) member from each district. The council will then designate one (1) member to serve as chair. Each such Credentials Committee shall have the powers and perform the duties set forth in ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 2. MULTIPLE DISTRICT CONVENTION COMMITTEES. The Council of Governors shall appoint, designate the chairperson of, and fill any vacancies occurring in the following multiple district convention committees: Resolutions, Nominations, Elections, Constitution and By-Laws, Rules and International Convention. 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.

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 Funds

Section 1. MULTIPLE DISTRICT REVENUE. To provide revenue to defray the administrative expenses of the multiple district, an annual multiple district administrative fund per capita tax of \$21.00 is hereby levied upon each member of each club in the multiple district and shall be collected and paid in advance by each club in two (2) semi-annual payments as follows: \$10.50 per club member on September tenth of each year to cover the semi-annual period July 1 to December 31; and \$10.50 per club member 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 tax shall be paid to the council treasurer or secretary-treasurer by each club in the multiple district, except newly chartered and reorganized clubs, which shall collect and pay said per capita tax on a pro-rata basis from the first day of the second month following the date of their organization or reorganization, as the case may be. Said per capita tax shall be disbursed only for administrative expenses of the multiple district and only upon approval by the Council of Governors. Disbursement therefrom shall be by checks drawn and signed by the council treasurer or secretary-treasurer and countersigned by the council chairperson or finance chairperson.

Section 2: SERVICE CHARGE. The council of governors is empowered to levy a service charge, at a rate not to exceed the maximum allowed by law, on all past due accounts over thirty (30) days in arrears.

Section 3: MULTIPLE DISTRICT 35 FLORIDA AND THE BAHAMAS LIONS MAGAZINE. To provide revenue for the magazine, a subscription fee of nine dollars and fifty cents (\$9.50) shall be levied annually upon each member and paid by each member and paid by each club as per section 1 of this article.

Section 4: OFFICE MAINTENANCE FUND. The council of governors is empowered to levy and collect a per capita tax, as determined by council from the overall per capita tax levied as well as a prorated portion as per section 1 of this article to properly maintain the office of the multiple district.

Section 5: LEADERSHIP FUND. To provide revenue for the leadership fund, the council shall levy and collect a per capita tax as determined each year from overall per capita tax levied as well as the prorated portion, as per section 3 of this article.

MULTIPLE DISTRICT 35 BY-LAWS

ARTICLE V Multiple District Funds (Cont.)

Section 6: INTERNATIONAL CANDIDATE FUND. To provide funds to support a Florida nominee for international second vice president or international director, a fund shall be established.

- a) The council shall levy and collect the sum of one dollar (\$1.00) annually upon each member and paid by each club as per section 1 of this article.
- b) Should said fund reach a balance of forty thousand dollars (\$40,000.00) the council will refrain from collecting any further monies, except when a viable candidate for office of international second vice president has been certified by the council and the council shall increase the levy to two dollars (\$2.00), levied annually upon each member and paid by each club, beginning with the next dues paying period, July 1st or January 1st of each year, and continue until either the candidate is elected, or withdraws their candidacy, and when the international candidate fund reaches one hundred thousand dollars (\$100,000.00).
- c) At no time shall the total reimbursement of campaign funds exceed forty thousand (\$40,000.00) for the office of international director or one hundred thousand dollars (\$100,000.00) for the office of international second vice president.
- d) The international candidate fund shall be set up as a separate fund and may not be used for any other purpose than that stated above.
- e) Since the fund is used only once every four or five years, the monies shall be placed in an interest bearing account. All earnings derived from the investment shall accrue to the benefit of the account until the balance reaches cap of one hundred thousand dollars (\$100,000.00). When the account has reached the maximum cap, the earnings derived from the investment shall accrue to the administrative account.
- f) The Florida nominee for either International office, after certification and endorsement by the multiple district, shall make their request for needed funds in writing and in budget form to the council for their approval or disapproval at least sixty (60) days prior to the convening of the council. Funds shall be distributed as they are needed, not in one lump sum.

ARTICLE VI 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 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: \$0.50 per club member on September tenth of each year to cover the semi-annual period July 1 to December 31; per club member on March tenth of each year, to cover the semi-annual period January 1 to June 30, with billings of said tax to be based upon the roster of each club as of the first days of September and March, respectively. This tax shall be collected from the clubs in each sub-district by, and remitted to, the respective cabinet secretary-treasurer, who shall deposit the monies so collected in a special account in a bank or other depository chosen by the respective sub-district cabinet to be paid over to the council treasurer or secretary-treasurer or upon order of the council chairperson. The fund so collected shall be used exclusively for defraying expenses of multiple district conventions and shall be expended only by multiple district checks drawn and signed by the council treasurer or secretary-treasurer and countersigned by the council finance chairperson or other duly authorized member of the Council of Governors.

Any club which is chartered or reorganized in a current fiscal year shall collect and pay said per capita tax for said fiscal year on a pro-rata basis from the first day of the second month following the date of its organization or reorganization, 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 administration expenses in that year shall remain in said convention fund and become available for future convention expenses and be treated as income in any fiscal year in which expended or made available solely for payment of such expenses.

Section 3: FEE COLLECTION. Such fee 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 meals and entertainment.

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 fund and shall give an annual financial report of said fund to each multiple district convention.

MULTIPLE DISTRICT 35 BY-LAWS

ARTICLE VII Nominations and Endorsement for 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 endorsement of the convention of the multiple district 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 multiple district council secretary or secretary-treasurer no less than 60 days prior to the convening date of the convention (sub- or multiple) 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 council chairperson and council secretary or secretary-treasurer to the Nomination Committee of the respective convention, which shall review and perfect the same by obtaining from each prospective candidate any additional evidence of such intention and qualifications as may be necessary under the International Constitution and By-Laws, and shall place in nomination at the respective convention the name of each such prospective candidate who has fulfilled said procedural and constitutional requirements.

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

Section 4. VOTE. The vote on the question of endorsement shall be by secret written ballot, unless there shall be only one nominee seeking the same, in which event a voice vote may be taken. The nominee receiving a majority of the votes cast shall be declared endorsed (elected) as the candidate of the 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.

Section 5. ENDORSEMENT BY SUB-DISTRICT. Any candidate seeking endorsement at the Multiple District Convention must first have secured the endorsement of his/her sub-district.

Section 6. CERTIFICATION OF ENDORSEMENT. Certification of endorsement by the multiple district convention shall be made in writing to the international office by the multiple district officials designated, and in accordance with the requirements set forth, in the International Constitution and By-Laws.

Section 7. 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 this Article VII have been met.

ARTICLE VIII Miscellaneous

Section 1. COMPENSATION. No officer shall receive any compensation for any service rendered to this multiple district in his/her official capacity with the exception of the council secretary, treasurer or secretary-treasurer whose compensation, if any, shall be fixed by the Council of Governors.

Section 2. FISCAL YEAR. The fiscal year of this multiple district shall be from July 1st to June 30th.

Section 3. DISPUTE RESOLUTION. The clubs in the multiple 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 4: PROJECTS. A multiple district project encompassing all the districts, or two or more, to be valid must be presented in resolution form, the same as resolutions for amendments as described in article VII of this constitution for ratification by the certified delegates at the multiple district convention. Approval of a project shall require a two thirds (2/3) majority for approval.

MULTIPLE DISTRICT 35 BY-LAWS

ARTICLE IX Amendments

Section 1. AMENDING PROCEDURE. These by-laws may be amended only at a multiple district convention, by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by a majority of the votes cast.

Section 2. AUTOMATIC UPDATE. When amendments to the International Constitution and By-Laws are passed at the International Convention, any amendments that would have an effect on this 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 upon unless the same shall have been published 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 shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

ARTICLE X Effective Time

This constitution and by-laws shall take effect at the close of the multiple district convention at which the same is adopted by a majority of the votes cast.

(This Multiple District Constitution and Bylaws shall govern the multiple district unless otherwise amended so as not to conflict with the International Constitution and By-laws and policies of Lions Clubs International. The District Constitution and Bylaws shall govern the sub-districts comprising the multiple district unless otherwise amended so as not to conflict with the Multiple District and International Constitution and By-laws and policies of Lions Clubs International. Multiple districts may incorporate the provisions of the Standard Form District Constitution and By-laws, as may be amended, into a combined single form multiple district constitution and by-laws. Whenever there may exist a conflict or a contradiction between the provisions set out in the district constitution and by-laws and the multiple district constitution and by-laws, then the multiple district constitution and by-laws shall govern.)