

**MISSOURI LIONS
MULTIPLE DISTRICT 26
CONSTITUTION AND BY-LAWS**



Revised and Approved

May 1, 2021

Constitution & By-Laws Committee 2020-2021

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Lions Clubs International

PURPOSES

TO ORGANIZE, *charter and supervise service clubs to be known as Lions clubs.*

TO COORDINATE *the activities and standardize the administration of Lions clubs.*

TO CREATE *and foster a spirit of understanding among the peoples of the world.*

TO PROMOTE *the principles of good government and good citizenship.*

TO TAKE *an active interest in the civic, cultural, social and moral welfare of the community.*

TO UNITE *the clubs in the bonds of friendship, good fellowship and mutual understanding.*

TO PROVIDE *a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.*

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

VISION STATEMENT

TO BE *the global leader in community and humanitarian service.*

MISSION STATEMENT

TO EMPOWER *volunteers to serve their communities, meet humanitarian needs, encourage peace and promote international understanding through Lions clubs.*

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MULTIPLE DISTRICT 26 CONSTITUTION

ARTICLE I

Name & State Organization

Section 1. This organization shall be known as Lions Multiple District 26, Incorporated, hereinafter referred to as "multiple district."

Section 2. The Organization was issued its corporate charter as a not-for-profit Corporation by the Secretary of State of Missouri on the 21st day of June, 1954.

ARTICLE II

Definitions

Section 1. Throughout this Constitution and the By-Laws adopted in a manner herein authorized, the following definitions as used herein shall apply:

(a) "Multiple District 26", "Multiple District", or "State", shall refer to Lions International Multiple District 26 and the State organization referred to in Article I, Section 1 above.

(b) "Council" or "State Council" shall refer to the Council of Governors whose voting members shall be each District Governor of the Districts in Multiple District 26 and the Council Chairman.

(c) "Convention" or "State Convention", shall refer to the annual assembly of delegates from the Lions Clubs who are members of the Multiple District 26.

(d) "District", shall refer to a sub-district, as the term is defined in the Constitution of Lions International, in Multiple District 26.

(e) "District Cabinet", shall refer to the officers of each District, and shall usually include the District Governor, Vice District Governor(s), Region Chairmen, Zone Chairmen, Immediate Past District Governor and Cabinet Secretary and Cabinet Treasurer (or Cabinet Secretary-Treasurer).

(f) "District Convention", shall refer to the annual assembly of delegates of the Lions Clubs of a District.

(g) "State Corporation" or "State Organization" shall refer to the legal corporate structure of the Multiple District 26. Said corporate structure shall constitute the legal entity of the Multiple District 26.

(h) The Male Gender, whenever used, shall include the Female Gender.

Section 2. As used herein, all terms shall include both the singular and the plural unless the context shall dictate to the contrary.

ARTICLE III

Purposes

The purposes of this multiple district shall be:

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

(b) to create and foster a spirit of understanding among the peoples of the world.

(c) to promote the principles of good government and good citizenship.

(d) to take an active interest in the civic, cultural, social and moral welfare of the community.

(e) to unite the members in the bonds of friendship, good fellowship and mutual understanding.

(f) to provide a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.

(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 IV Membership

Section 1. **Clubs.** The membership of the Multiple District 26 shall consist of all Lions Clubs within the State of Missouri which have been duly chartered by Lions International and are in good standing.

Section 2. **Districts.** This multiple district shall consist of seven (7) sub-districts, with boundary lines as adopted by a multiple district convention and approved by the International Board of Directors of Lions Clubs International, specifically:

(a) District 26-M1 shall be comprised of the Counties of Bollinger, Butler, Cape Girardeau, Carter, Dent, Dunklin, Howell, Iron, Madison, Mississippi, New Madrid, Oregon, Pemiscot, Perry, Phelps, Pulaski, Reynolds, Ripley, St. Francois, Sainte Genevieve, Scott, Shannon, Stoddard, Texas and Wayne.

(b) District 26-M2 shall be comprised of the City and County of St. Louis and the Counties of Crawford, Franklin, Jefferson and Washington.

(c) District 26-M3 shall be comprised of the Counties of Adair, Audrain, Boone, Clark, Cooper, Howard, Knox, Lewis, Lincoln, Macon, Marion, Monroe, Montgomery, Pike, Ralls, Randolph, Schuyler, Scotland, Shelby, St. Charles and Warren.

(d) District 26-M4 shall be comprised of the Counties of Andrew, Atchison, Buchanan, Caldwell, Carroll, Chariton, Clay, Clinton, Daviess, DeKalb, Gentry, Grundy, Harrison, Holt, Linn, Livingston, Mercer, Nodaway, Platte, Putnam, Sullivan and Worth.

(e) District 26-M5 shall be comprised of the Counties of Bates, Cass, Henry, Jackson, Johnson, Lafayette, Pettis, Ray, St. Clair, Saline and Vernon.

(f) District 26-M6 shall be comprised of the Counties of Barry, Barton, Cedar, Christian, Dade, Dallas, Douglas, Greene, Hickory, Jasper, Laclede, Lawrence, McDonald, Newton, Ozark, Polk, Stone, Taney, Webster and Wright.

(g) District 26-M7 shall be comprised of the Counties of Benton, Callaway, Camden, Cole, Gasconade, Maries, Miller, Moniteau, Morgan and Osage.

Section 3. **Transitional Districts.** In the event any of said Districts shall become Transitional Districts as defined in the International Constitution, because their membership or number of Clubs are below minimum requirements, the requirements of the International Constitution and of the International

Board shall prevail over provisions of this Constitution and By-Laws. The title “Transitional District” shall be used solely for purposes of clarity of intent and shall not be considered as a required title for the Districts which they concern. For all purposes of the Association except those of this Constitutional provision, they shall be referred to simply as “Districts.”

ARTICLE V Emblem, Colors, Slogan and Motto

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



Section 2. **Use of Name and Emblem.** Use of the name, goodwill, emblem and other logos of the association shall be according to the guidelines established from time to time in the by-laws.

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

Section 4. **Slogan.** Its Slogan shall be: Liberty, Intelligence, Our Nation’s Safety.

Section 5. **Motto.** Its Motto shall be: We Serve.

ARTICLE VI Supremacy

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

ARTICLE VII State Officers and Council of Governors

Section 1. **The State Officers** shall be as follows:

(a) The Officers of this State shall be the District Governors of the Multiple District 26 and the State Secretary-Treasurer.

(b) The Officers shall assume their State duties at the same time that the District Governors enter upon their duties as Governors of their respective Districts.

(c) The elected District Governors shall constitute the Board of Directors of the State Organization.

(d) The administrative officers of the State Organization shall be as follows:

(1) The President, who shall be the duly elected Vice Chairman of the Council.

(2) The Vice President, who shall be duly elected by the Council.

(3) The Secretary-Treasurer, who shall be the duly appointed Secretary-Treasurer of the Council. He/she shall be appointed by the Council to serve for such term as is the pleasure of the Council. The State Secretary-Treasurer, and all other persons with authority to collect and/or disburse funds of the Multiple District, shall be bonded in such amount and with such sureties as approved by the Council. The cost of the bond shall be an expense of the Multiple District and shall be paid out of the General Fund.

Section 2. **Council of Governors:**

(a) There shall be a Council of Governors composed of all the district governors in the multiple district and the State Secretary-Treasurer who shall be an ex-officio member without a vote. It shall also include one past district governor who shall serve as council chairperson. The officers of this multiple district shall be the members of the Council of Governors. 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.)

(b) The officers of the Council of Governors shall be a chairperson and vice-chairperson, secretary and 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. Each Council of Governors shall elect a chairman and a vice chairman, who shall be elected at a special meeting of the incoming governors to be held prior to the International Convention. The chairman must have been a member of the outgoing council. The outgoing council shall, prior to the special meeting of the incoming council, recommend two or more of their members as candidates for chairman, but the incoming council is not limited to those recommendations in making their choice. In the event no member of the outgoing council is willing to serve as chairman, the incoming council shall elect its chairman from the next preceding council. The duties of the chairman shall be to chair all meetings of the council and convention, to set the agenda of all meetings subject to the approval of the Governors, to represent Multiple District 26 at all appropriate functions and events within the state, to further the Purpose and Objects of this Association, to provide leadership, direction, and initiative for International and Multiple District programs, goals, and long range planning, to create and foster harmony and unity among Sub-Districts, and assist District Governors to solve issues, to submit reports and perform such duties as may be required by the Multiple District Constitution and By-Laws, to perform such other administrative duties as may be assigned by the Council, and facilitate, at the close of his term of office, the timely presentation of all Multiple District accounts, funds, and records to his successor in office. Expenses shall be governed by General Reimbursement Policy of Lions International for district governors. The Council Chairman shall be a voting member of the Council. He shall be an ex-officio member of all Multiple District 26 committees, but shall have no vote in any of the committees. The vice chairman shall be elected by the incoming Council from its own members. He/she shall perform the duties of chairman in the absence of the chairman.

(c) Election procedure. The election of the chairman and vice chairman shall be conducted by secret written ballot and the balloting shall continue for each office until one person shall receive the approval of the majority of votes of the District Governors present and voting.

(d) The term of the Council shall commence on the date when the voting members of the Council shall enter upon their duties as Governors of their respective Districts and shall terminate when the next succeeding term shall commence.

(e) 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. A majority of the voting members of the Council shall constitute a quorum thereof. Unless otherwise specified herein, to pass any motions brought before the Council at a duly held meeting thereof, it shall only require an affirmative vote of a majority of the Council members present and voting on the issue.

(f) The Council shall hold its first meeting of the new term within forty-five (45) days after the date on which the District Governors officially take office. The Council shall hold such subsequent regular meetings at such time and place as the Council shall select. Special meetings may be called by the Chairman as he deems necessary and advisable. Upon petition of any three (3) voting members of the Council, the Chairman shall call a special meeting thereof. Notice of any special meeting of the Council of Governors shall be given by ordinary mail or electronic notification, sent to each member of said Council at his or her last known address. Such notice shall be given to each member at least ten (10) days before the date of such special meeting.

(g) The Council, at the first meeting of each new term, shall adopt a Council Policy Manual which shall guide Council actions. Additions and deletions to the Policy Manual may be made by the Council at any time; a two-thirds majority is required. The policy adopted shall be sent to the Constitution and By-Laws Committee for screening to insure compliance with the Constitution and By-Laws and to be placed in a proper form for inclusion in the Policy Manual. The Council shall then confirm the language for inclusion in the Manual. No policy may be adopted that is in conflict with the Lions Clubs International Constitution and By-Laws, the Missouri Lions Constitution and By-Laws or the Laws of the State of Missouri. Copies of the Policy Manual shall be made available to the District Governors, candidates for District Governor, State Committee Chairman, and any requesting Lion.

(h) This Constitution and By-Laws properly amended and adopted shall be considered the By-Laws of the State Corporation.

(i) The Vice District Governor shall represent the District Governor at the State Council Meetings in case of the absence of the District Governor.

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:

(a) 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;

(b) Have management and control over the property, business and funds of the multiple district;

(c) Have jurisdiction, control and supervision over all phases of the multiple district convention and all other meetings of the multiple district;

(d) 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, any 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;

(e) 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.

Section 4. **Removal.** At the request of the majority of the Council of Governors, a Special Meeting of the Council may be called for the purpose of removal of the Council Chairperson. Regardless of the manner in which the Council Chairperson is selected or elected, the Council Chairperson may be removed from the Council for cause by an affirmative vote of two-thirds (2/3) of the entire number of the Council of Governors.

ARTICLE VIII

Committees

Section 1. **Special.** In addition to the various State Committees established by the subsequent provisions of this Article, there shall be such other State committees as the By-Laws shall from time to time establish and such other special committees as the Council shall, by resolution from time to time, establish.

Section 2. **Composition.** Except as otherwise provided in this Constitution or the By-Laws of this Multiple District 26, each State committee shall consist of at least one member appointed to represent each District by the District Governor representing said District at the time the appointment is made. Districts will be allowed only one vote from among its representatives at any committee meeting.

Section 3. **Removal.** Notwithstanding anything to the contrary, each member of any State Committee shall serve at the pleasure of the District Governor of the District the committee member represents. Any District Governor may remove at any time, any committee member representing his/her District for any just reason.

Section 4. **Provisions.** Except as otherwise provided in this Article, the term of each committee member shall expire at the expiration of the term of the Council during which said member is appointed. The terms of office of members of the Athletic, All-State Band, Lions Opportunities for Youth and Convention Committees shall be and said Committees shall operate on a year of October 1 to September 30 of the following year, both dates inclusive.

Section 5. **Term Limits.** Notwithstanding anything to the contrary contained in the Constitution or the By-Laws of the Multiple District 26, no person may serve on the same State Committee for more than six years in any eight consecutive years without the consent of the Council given on a year to year basis thereafter. This consent shall be given by a two-thirds affirmative vote by secret ballot of the members of the Council.

Section 6. **State Committees.** There shall be the following State Committees (in addition to any other committees the Council or By-Laws may establish):

(a) State and International Convention Committee --- It shall be the charge of this Committee to plan and supervise the holding of the State Convention and the participation of Multiple District 26 in the International Convention. This Committee, with the approval of the Council, shall supervise the making of all arrangements regarding the convention facilities at the selected convention city, shall determine how the convention funds are to be spent, and shall, in general, ensure the Convention runs as smoothly as possible. Further provisions relating to the operation of the State Convention Committee are set forth in Article VIII hereof.

(b) Sight Conservation and Work with the Blind --- The Sight Conservation Committee shall advance the interests of Sight Conservation, including assistance to the blind and associated sight programs of the Missouri Lions, and shall promote these interests to the Lions members of Multiple District 26. The Committee, at its first meeting shall prepare a budget for its use during the fiscal year, based on anticipated revenues from the Lions Clubs of the State on a voluntary basis. This budget, if and when approved by the State Council of Governors, may be used in disbursing funds by the committee, and a financial report detailing such expenditures shall be made to the Council of Governors shortly after January 1st and again just prior to the convening of the State Convention. This latter report shall include all accounting of the funds expended by the committee during the year and when approved by the State Council and audited, such report shall be submitted to the State Convention and a copy of the report shall be furnished to each Club Secretary not later than thirty (30) days after the close of the Convention. The committee shall report to the Council of Governors, through the chairperson, or their designated representative at their regular meeting. The committee shall communicate ideas and suggestions to the Council of Governors as to ways to further the interest of sight conservation and helping the blind.

(c) Lions Business Opportunities for the Missouri Blind --- It shall be the charge of this Committee to supervise the operation of the not-for-profit corporation now existing, known as "Lions Business Opportunities for the Missouri Blind, Inc." (hereinafter referred to as LBOMB) whose duties are, through the corporation, to cooperate with the State Bureau for the Blind and other official agencies to promote vocational training, job placement, establishment of business opportunities and other rehabilitation for the visually handicapped. A designated representative of the Bureau for the Blind or other appropriate agency shall serve as an ex official member of the Committee. Any campaigns for funds from the Lions Clubs of Missouri to secure donations for its financial needs shall have the approval and consent of the Council. The Committee in operating LBOMB shall abide by the provisions of its corporate charter. Multiple District 26 reserves the right to disassociate itself from LBOMB, should any change occur in the charter of LBOMB which shall not have the approval of the Council or Convention. The term of office for members of this committee will commence on October 1st.

(d) State Marketing Communications Committee --- It shall be the duty of this Committee to supervise all public relations for the Multiple District 26 and to supervise the publishing of the Multiple District 26 news bulletin. The Council with recommendations of the Committee shall appoint an Editor who shall administer the actual printing and distribution of the news bulletin.

(e) Missouri Lions All State Band Committee --- It shall be the duty of this Committee to supervise the conduct and operation of the Missouri Lions All State Band. This Committee, with the approval of the Council, shall set policy for the Band, shall determine the functions at which the Band shall perform, shall administer the Missouri Lions All State Band Fund with the approval of the Council, and shall elect a Chief Band Director who shall administer and conduct the Band. The Chief Band Director shall as part of his duties administer any funds allotted to him by the Council. He/she shall be bonded to cover the maximum cost of the funds entrusted to him/her. The cost of such bond shall be paid out of the Missouri Lions All State Band Fund. The Committee with the approval of the Council may appoint from time to time such Band Directors as the Committee deems appropriate to assist the Chief Director in the administration and conduction of the Band. The funds necessary to finance the expenses of the band, such as uniforms, music, travel, board and lodging for rehearsals and engaging in approved performances, shall be obtained from the Missouri Lions All State Band Fund and through grants made by Lions Clubs and others sponsoring band members in accordance with the procedures established by the Council. It shall be the duty of the Chief Band Director, with the approval of the Council, to store, maintain and preserve any and all equipment, including uniforms, used by the Band from time to time.

(f) State Constitution and By-Laws Committee --- It shall be the duty of this Committee to screen all amendments to the Constitution and By-Laws being submitted for approval of the Convention, by resolution of the Council of Governors (as provided in Article XII, Section 1(b) of the Constitution and in Article VI, Section 1(b) of the By-Laws), or by resolution from the Lions Clubs of the Multiple District (as provided in Article XII, Section 1(c) of the Constitution and in Article VI, Section 1(c) of the By-Laws) prior to the same being submitted to the Convention for approval. The purpose of this screening is to ensure that any amendments being submitted are consistent with provisions of the Constitution and By-Laws of Lions International and the laws of the State of Missouri, and that the amendments are in proper form and in a form which can easily be understood by the Convention delegates. In the screening process, the Committee is not to change the intent without the consent of the parties submitting the same, but the Committee is merely to ensure that the intent is clearly expressed in the wording to the amendment and its presentation to the Convention. In addition to screening any such proposed amendments, the Committee shall be free to comment upon any amendments presented to it for screening and shall be free to propose any amendments to the Constitution and By-Laws of this Multiple District which it deems to be appropriate. This Committee shall be responsible for screening Council Policy for conflicts with this Constitution and By-Laws and for placing policies adopted by the Council in proper language and form for inclusion in the Council Policy Manual.

(g) Committee On International Candidates --- It shall be the duty of this Committee to screen all persons seeking endorsement by the State Convention to run for International office except that of District Governor. The Committee may not turn down any Lion meeting the requirements, other than endorsement by the State Convention, for candidacy for the International Office being sought, as set forth in the Constitution and By-Laws of Lions International. The following provisions shall govern the establishment and operation of the Committee:

(1) Committee Membership - The members of the committee shall consist of three (3) Lions who are sitting members of the State Council. The Committee at its first meeting shall elect the Lion

who is to serve as the Chairman of the Committee. The sole function of the Committee shall be to certify that a candidate Lion has met all of the requirements for the International Office being sought, other than endorsement by the State Convention and to select, by an equitable manner, the order in which candidates shall be placed upon the ballot should there be more than one candidate seeking endorsement at the same State Convention.

(2) Submission Of Candidacy Notice - Any Missouri Lion wishing to become a candidate for an International Office shall declare his intentions, in writing, to the Chairman of the Council of Governors. This communication shall be made on or before October 1 preceding the particular State Convention at which said Missouri Lion wishes to have his name submitted for endorsement. The written notice shall describe the International Office being sought and the manner in which the candidate has met each of the requirements for said office, other than endorsement by his Sub-district and the State Convention.

(3) Reading Of Notices - At the first meeting of the Council of Governors held on or after October 1, the Chairman shall read before the Council the name of each Missouri Lion who is seeking endorsement at the next State Convention and who has timely submitted the required written notice specified in sub-section (g) (2) above. At that time, the time and place of the first meeting of the Committee on International Candidates shall be set.

(4) Sub-District Endorsement - The endorsement of a candidate for an International Office by a Sub-District must be made by a majority vote of those delegates in attendance at a Sub-District Convention or any other Meeting of Delegates of the Sub-district with appropriate prior notice of the time, place and purpose of said meeting to all Clubs within the Sub-District. Provided, however, that no Sub-District Convention shall be eligible to endorse a candidate for International Third Vice-President or for International Director unless the Sub-District meets the minimum district requirements as provided by Article II, Section 2 of the International By-Laws.

(5) Screening By Committee - Within a sufficient number of days, preceding the annual State Convention at which one or more candidates for International Office is seeking endorsement, to allow the names of such Lions to be placed upon an appropriate written ballot and to allow the names and summarized resumes thereof to be submitted to every Lion of the State. The Committee shall have met to review the qualifications of those seeking endorsement for International Office at the Annual State Convention. All Lion candidates who have submitted reasonable proof of compliance with the requirements for the International Office being sought as set forth in the Constitution and By-Laws of Lions International shall be certified by the Committee for inclusion upon the ballot. At least 10 days prior to the holding of the meeting at which the qualifications of each candidate are to be reviewed by the Committee, written notice regarding the time and place thereof shall be sent to each member of the Committee, and each Lion candidate. At each meeting, at the discretion of the Committee, each Lion candidate may be granted permission to submit additional information.

(6) Required Committee Meetings - There shall be such number of meetings as the Committee deems appropriate, except that in years during which there are one or more Lions who have submitted notice of candidacy for International Office, there shall be at least one meeting. The Committee need not meet during years when no Lion is seeking to obtain endorsement from the State Convention. A

written record of all action taken by the Committee shall be kept and made a part of the permanent records of the Multiple District.

(h) Hearing Conservation and Work with the Deaf Committee --- It shall be the duty of this Committee to promote interest of the Lions Clubs of the Multiple District 26 in activities in relation to hearing conservation and assistance to deaf people; to determine and recommend to the Council ways and means of raising funds to be expended on behalf of the deaf, for hearing research, for charitable hearing centers, and for work to promote hearing, and to cooperate with government agencies when advisable to promote vocational training, job placement, establishment of business opportunities for the deaf and hearing handicapped.

(i) Host Club Committee --- It shall be the duty of this committee with the consent of the Convention Committee and Council to plan and arrange for the headquarters hotel in the convention city and to plan and arrange the key breakfast and program for the same, model luncheon and program, church services for Sunday morning, necrology service, dance and bands, collection of tickets, registration of delegates and guests, printed welcome for the official program cover, welcome address by Mayor of the Host City, room accommodations for guest speakers including payment of the bill, meeting the guest speaker upon his arrival and seeing that his or her room is appropriate, adequate liability insurance, decorations, and miscellaneous expenses incident to the running of the Convention as approved by the Convention Committee and the Council, and to perform such other duties as the Convention Committee and/or Council may from time to time, delegate. They shall also furnish the State Council, prior to the Convention, the names and clubs of the toastmasters, ministers and any and all other persons appearing before the Convention. The Chairman of the Host Club Committee shall be appointed by the Convention Committee and said Chairman shall be a member in good standing of a Lions Club in the District in which the Convention City is located. The members of the Host Club Committee shall be appointed by the duly appointed Chairman of the Host Club Committee, and shall be members in good standing of a Lions Club in the District in which the Convention City is located. The members of the Host Club Committee shall be such number as the Chairman shall deem necessary to perform the duties, but no fewer than five.

(j) Liaison Committee --- This Committee shall be composed of all present and past International Officers or Directors with membership in Lions Clubs in Multiple District 26. The Committee shall elect its own Chairman. The Committee shall hold meetings as requested by the Chairman, or by the Council, or a majority of the Committee. It shall seek out and report regularly to the Council and/or Lions of Missouri any pertinent information having to do with the relationship of Lions International to Multiple District 26, the International Constitution and By-Laws, Board policy, and Candidates for International Office. The Chairman of this committee shall be the Chairman of the caucus of delegates from Multiple District 26 at the International Convention. In his absence at the International Convention the Committee shall choose his replacement. This Committee may, at the discretion of the Council of Governors, report to the State Convention any pertinent matters considered by it.

(k) State Athletic Committee --- In addition to the members appointed by the District Governors the committee may itself appoint advisors to help carry out its charge. Advisors are not entitled to vote or to reimbursements for mileage expenses without prior approval by the Council. The State Athletic Committee shall be responsible for the annual All-State All-Star Football Game. The committee shall prepare a budget for the game for council approval, and shall identify the designation for funds in the

budget. The committee shall make regular reports, including financial reports, to the Council. A detailed financial report shall be given to the Council at its fall meeting. Net funds generated by this committee shall be donated to any approved projects, programs and supported organizations of Multiple District 26, per the Multiple District 26 Policy Manual.

(l) Lions Opportunities for Youth Committee --- It shall be the duty of the Committee, both in cooperation with and outside the scope of the Athletic and All-State Band Committees, to promote youth programs in the Multiple District and to promote interest in Lionism among the youth of Missouri.

(m) Long Range Planning Committee --- At the direction of the Council, it shall be the duty of this Committee to carefully examine any and all aspects of Lionism in the State and make recommendations to the Council to improve the operations, policy and impact of Lionism in the Multiple District. Past International Directors, if not District representatives, shall be ex-officio non-voting members of the committee. State and International Lions' employees can and should be consulted. The committee may, at its discretion, consult with as many additional Lions as it deems necessary.

(n) ALERT Committee -- At the direction of the Council, it shall be the duty of this Committee to promote the creation of the plans and identify assets available to respond to emergencies in the state of Missouri.

(o) Information Technology Committee --- At the direction of the Council, it shall be the duty of this Committee to oversee and work with district IT chairperson to promote the use of the LCI web site, promote the development and use of the Missouri Lions web site and assist districts in obtaining and safeguarding information, reports and other data.

(p) Investment Committee – The investment committee shall oversee the management and investment of state funds as directed by the Council of Governors and report the results to the Council at quarterly meetings.

Section 7. **Meetings.** All Committees, after appointment shall meet at least once during each Council term unless otherwise provided herein. Said meeting shall be held at such time as the Council of Governors shall designate, but no later than December 1. At the first meeting of the Committee, the Committee shall elect a chairman, vice chairman and such other officers as the committee deems necessary, from among its members as appointed by the District Governors, to serve for the current Council term. Also, at said meeting the Committee shall determine its budget for the ensuing Council term, and said budget shall include expected revenues and expenditures for the upcoming Council term. Said budget once approved shall be submitted to the Council for acceptance. Each committee may meet at such other times during the Council term as it selects, however no state committee may meet during the time the Council is in work session or in regular session, or during the weekends set aside for the Council to make its annual visit to Lions World Services for the Blind or the Leader Dog School. A special meeting of any committee may be called at the request of the Committee Chairman, the Council or any three members of the Committee. Reasonable notice as set forth in the By-Laws shall be sent to each committee member prior to the holding of the meeting of the committee. Annually, within sixty (60) days after the close of each term, each committee shall submit to the

Council at its first regular meeting a report of their activities of the previous year, including financial reports regarding receipts, disbursements, assets, and liabilities during the current term.

Section 8. **Terms and Appointments**

(a) The following State Committees shall have a two year term:

- State Convention
- Sight Conservation and Work with the Blind
- Lions Business Opportunities for the Missouri Blind
- Marketing Communications
- Hearing Conservation and Work with the Deaf
- Constitution and By-Laws
- Long Range Planning

(b) For Council terms commencing in even years, appointments to the above mentioned committees shall be as follows:

- State Convention--- M2, M4 and M6.
- Sight Conservation and Work with the Blind --- M2, M4 and M6.
- Lions Business Opportunities for the Missouri Blind --- M2, M4 and M6.
- Marketing Communications --- M2, M4 and M6.
- Hearing Conservation and Work with the Deaf --- M2, M4 and M6.
- Constitution and By-Laws --- M2, M4 and M6
- Long Range Planning --- M2, M4 and M6

(c) For Council terms commencing in odd years, appointments to the above-mentioned committees shall be as follows:

- State Convention --- M1, M3, M5 and M7.
- Sight Conservation and Work with the Blind --- M1, M3, M5 and M7
- Lions Business Opportunities for the Missouri Blind --- M1, M3, M5 and M7.
- Marketing Communications --- M1, M3, M5 and M7.
- Hearing Conservation and Work with the Deaf --- M1, M3, M5 and M7.
- Constitution and By-Laws --- M1, M3, M5 and M7.
- Long Range Planning --- M1, M3 M5 and M7

(d) The following State Committees shall have a three-year term:

- State ALERT Committee
- State Investment Committee

Section 9. **Use of Funds.** No committee may spend funds in its charge for other than in the furtherance of the purpose for which the Committee was established.

Section 10. **Quorum.** A majority of the Districts present at a committee meeting shall constitute a quorum. Except as otherwise specifically required, it shall only take a vote of a majority of the Districts present and voting to pass any matter brought before the committee at a duly held meeting thereof.

Section 11. **Additional Provisions:**

(a) In addition to the basic membership of the Committee, the Council of Governors may appoint additional persons to serve as ex-officio non-voting members. In addition to the members appointed by the District Governors, a committee may itself appoint advisors to help carry out its charge. Advisors are not entitled to vote. Advisors are not entitled to reimbursements for mileage expenses without prior approval by the Council.

(b) There shall be no prohibition against any person serving on more than one committee simultaneously.

(c) All committee members who are serving on the effective date of this Constitution, whose terms have not expired, shall continue to serve until the expiration of their terms. In the event that the number of Lions Districts in Multiple District 26 changes, each committee member that is seated at the time that the change becomes effective may complete his/her term on the committee. In the event that this results in two or more members serving as representatives of any one district on any committee and one resigns for any reason, there shall not be a replacement named for that member who resigns.

ARTICLE IX

Missouri Lions Eye Research Foundation (Saving Sight)

Section 1. **Foundation:** The Missouri Lions Eye Research Foundation, doing business as Saving Sight, (hereinafter referred to as MLERF), is an activity of the Multiple District 26 Lions. It is a non-profit Missouri corporation governed by its own By-Laws, which are subject to the approval of the Multiple District 26 Lions.

Section 2. The **Board of Directors** of MLERF shall number thirteen. Seven of the thirteen Directors shall be Lions, elected, one from each of the Districts that make up Multiple District 26. Two of the thirteen Directors shall be the current Chairperson and Vice Chairperson of the Council of Governors of Missouri Lions Multiple District 26. Four of the thirteen Directors shall be elected by the Board of Governors of The Missouri Lions Eye Research Foundation. These four Directors shall not be members of Lions Clubs International. Each Director shall have one vote on any matter being considered by the Board of Directors.

(a) **Term of Office:** All Directors, except the current Chairperson and Vice Chairperson of the Council of Governors, shall be elected to three-year terms, except that the Directors from District M1 and District M3 if elected in 2008 will serve for a term of one year and in 2009 will be elected for a full term, and those Directors from District M2, District M4 and District M6 if elected in 2008 shall serve a term of two years and in 2010 will be elected for a full three-year term, and those Directors from District M5 and District M7 if elected in 2008 shall be elected for a three-year term. This rotation shall be followed and will serve to keep the Directors terms staggered. No Director shall serve more

than two consecutive three-year terms. Those Directors elected to serve less than three years may still serve two full three-year terms.

(b) **Qualifications:** Any active member in good standing of a Lions Club in good standing within the District may seek the office of MLERF Director from such District by making his/her intention known in writing to the District Governor in the same manner and within the same time limitations as a candidate for Vice District Governor.

(c) **Vacancy** In the event a vacancy occurs in any of the seven Director positions elected from the Districts comprising Missouri Lions Multiple District 26, the District Governor from the respective District where the vacancy occurs shall appoint an other Lion Club member from the District to fill the vacancy until the next District Convention, at which convention a Director shall be elected to fill the unexpired term.

(d) **Election:** The Director from each District shall be elected at the annual Multiple District Convention, unless previously elected at a District Convention. The election shall be by secret written ballot, unless there is only one candidate, in which event a voice vote may be taken. The candidate receiving the largest number of votes shall be declared elected. In the event of a tie vote, balloting shall continue until one candidate is elected.

Section 3. **Additional Provisions:** In the event that the number of Lions Districts in Multiple District 26 shall change, each District elected Director that is seated at the time the change becomes effective may complete his/her term on the Board. In the event that this results in two Board members serving as representatives of any one District and one resigns for any reason, there shall not be a replacement named for that member who resigns.

ARTICLE X

Multiple District Convention

Section 1. **Time and Place:** An annual convention of this multiple district shall be held in each year prior to the international convention preferably at least thirty (30) days in advance thereof, the exact time to be fixed by the Council of Governors. and the Host Committee, but such time selected shall not fall on Mother's Day. The Convention site shall be determined in accordance with the Policy Manual in effect at the time.

Section 2. **Redistricting Proposal:** Any proposed amendment which would change or redistrict the Multiple District in any way shall be approved as provided in Section 1 of Article XII by the duly qualified delegates present and voting at a State Convention, and approved by the Sub-District Convention(s), provided, however, approval by the Convention of the re-districting Sub-District(s) is not required if the respective re-districting Sub-District does not meet the minimum district requirements as provided by Article II, Section 2 of the International By-Laws at the time of voting on such proposal. Approval of a Sub-District Convention shall require only the affirmative vote of a majority of the duly qualified delegates present and voting at such Convention.

Section 3. The **Convention Committee** shall have supervision over all phases of the Convention; shall have complete charge of the Convention fund and shall disburse same in payment of all Convention expenses as approved by the Council (see Article XI, Section 2). The members of the Council shall be the officers of the annual Convention.

Section 4. **Delegates.**

(a) 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 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. A named delegate need not have been a Lion member for one year and one day.

(b) Each Past District Governor and current District Governor shall be entitled to be a delegate to and vote at the State Convention, in addition to those delegates to which a club may be entitled under the preceding paragraph.

(c) Each such vote on any question can be cast only by a delegate present in person at the Convention, and no delegate shall cast more than one vote on each question. Unless otherwise specified in this Constitution or By-Laws, the vote of a majority of the delegates voting on any question shall be the act of the Convention.

(d) Delinquent dues may be paid and good standing acquired up to fifteen (15) days prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

Section 5. **Registration:** Delegates must register at the Multiple District Convention, and pay a registration fee.

Section 6. **Quorum:** A majority of the delegates in attendance at any session of a multiple district convention shall constitute a quorum.

Section 7. **Site Change:** The Council shall have absolute power to change at any time, for good and sufficient reason, without the Multiple District or individual District or Districts incurring any liability the city or place in which the Convention is held.

Section 8. **Hosting:** The Convention may rotate sequentially from year to year from one District in the State to another.

Section 9. **Special Convention.** A Special Convention of the clubs of the Multiple District may be called by a two-thirds (2/3) vote of the Council of Governors at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 15 days prior to the convening date of the International Convention. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the Multiple District by the Multiple District Council Secretary, no less than 30 days prior to the convening date of the Special Convention.

ARTICLE XI
Multiple District Convention Fund

Section 1. **Revenues:** Multiple District Convention Fund revenues received by the Host Committee from the transfers from the Convention fund and sales of hospitality books shall be used exclusively for defraying the Multiple District Convention expenses.

Section 2. **Expenses:** The Council, in its discretion, shall determine proper Convention expenses, which shall be paid from the Convention Fund or by checks drawn on the Host Committee Account. Host Committee checks shall be signed by the Treasurer of the Host Committee and countersigned by one other member of the Host Committee, preferably its chairman. Proper Convention expenses may include the expenses of convention attendance prizes, the reports of official convention programs, ballots, registration cards and badges, and the printing and mailing of Convention proceedings to all clubs in the Multiple District. The enumeration of proper Convention expenses found in this section shall not be deemed exclusive.

(a) **Host Committee Expenses** shall include such expenses as arranged for by the Committee for functions and activities as approved by the Council. The Council or its designate shall arrange for and receive applications for housing of delegates and others in attendance at the Convention. The Host Committee in cooperation with the Council or its designate shall plan and arrange for the headquarters hotel.

(b) A **Hospitality Fee**, the amount of which shall be set by the Council, shall be collected from each person attending the Convention who participates in the official Convention entertainment. Such fee shall be collected under the supervision of and for the Council, and shall be used to defray the actual cost of the convention approved by the Council and provided at the Convention.

(c) The Council shall not incur expenses in excess of funds on hand.

Section 3. **Funds Remaining:** In the event there is a balance left in the Host Committee Convention Fund after payment of all Convention expenses, the balance shall be transmitted to the Multiple District 26 State Convention Fund and shall be used for future conventions.

Section 4. **Report:** An official report of the Convention shall be kept by the Council Secretary and a copy of said report shall be mailed to the Cabinet Secretary of each District within sixty (60) days after the close of the Convention.

ARTICLE XII
Multiple District Dispute Resolution Procedure

All disputes or claims relative to membership, club boundaries, or interpretation, breach of, or application of the multiple district constitution and by-laws, or any policy or procedure adopted from time to time by the multiple district council of governors, or any other internal Lions multiple district matter that cannot be satisfactorily resolved through other means, shall be resolved in accordance with the Dispute Resolution Procedures established by the International Board of Directors.

ARTICLE XIII
Miscellaneous Provisions

Section 1. The provisions of this Constitution and the By-Laws of Multiple District 26 of Lions International shall be governed and construed in accordance with the Laws of the State of Missouri and nothing herein shall violate the Laws of the State of Missouri, or the United States of America.

Section 2. Proxy voting is strictly prohibited in all multiple district affairs, including Council and committee meetings.

ARTICLE XIV 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 by secret ballot of those qualified delegates voting on the proposition. Any amendment to be submitted must be proposed in one of the following methods:

(a) By resolution approved and submitted by the Constitution and By-Laws Committee;

(b) By resolution submitted and approved by the Council of Governors. Such resolution shall be submitted to the Constitution and By-Laws Committee at least ninety (90) days before the State Convention at which it is to be presented for approval; or

(c) By resolution submitted and approved by no less than fifty (50) Lions Clubs of the Multiple District 26, approving the same in the same fiscal year of the Multiple District. No more than twenty (20) of such Lions Clubs shall be from the same District. Such resolution shall be submitted to the Constitution and By-Laws Committee at least one hundred and twenty (120) days before the State Convention at which it is to be presented for approval. The originator of any proposed amendment to be submitted by the Lions Clubs shall be responsible for drawing up the amendment. Copy of proposed amendment may be sent to any or all Clubs in the Multiple District. At a duly called meeting, any Club may endorse submission of the proposed amendment to a vote of the delegates at the State Convention. If membership of a Club votes to endorse the amendment, it shall be in the form of a resolution, the approval of which shall be attested and dated by the Club Secretary. The resolution must be received by the State Office at least 120 days before the convening of the State Convention at which it is to be presented for approval. The State Constitution and By-Laws Committee shall examine said resolutions and report its findings to the next meeting of the Council of Governors. If the number of resolutions is sufficient to meet constitutional requirements for an initiative, the Committee shall proceed to perfect wording for the ballot, and to give notice to all Clubs in the Multiple District. Any proposed amendments submitted by the Lions Clubs of the Multiple District or by the Council of Governors to the Constitution and By-Laws Committee shall be reported to the Council of Governors for their information only by the Committee as soon as possible after being submitted to the Committee, but no later than fifty-five (55) days following submission of any such proposed amendment to the Committee. Any amendment submitted by the Committee itself shall be reported to the Council of Governors for their information only by the Committee as soon after being approved by the Committee as possible but no later than sixty-five (65) days prior to the State Convention at which the same is to be presented for approval.

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 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 president and secretary or by inclusion of a copy thereof in the State newsletter 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.

BY-LAWS
ARTICLE I

Nominations and Endorsement: Third Vice President and International Director Nominees

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

(a) Deliver (by mail or in person) written notice of intention to seek such endorsement to the multiple district council secretary-treasurer no less than 30 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-treasurer to the Nominating Committee of the respective convention, which shall review and perfect the same by obtaining from each prospective candidate any additional evidence of such intention and qualifications as may be necessary under the International Constitution and By-Laws, and shall place in nomination at the respective convention the name of each such prospective candidate who has fulfilled said procedural and constitutional requirements.

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

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

Section 8. Election Procedure.

(a) Any qualified candidate, who is the only candidate and who has been certified by the Committee on International Candidates, in order to be endorsed for International Director or Third Vice President

by the Missouri Lions who is seeking such office unopposed must receive an affirmative vote by two-thirds (2/3) of the votes cast by the voting delegates present at the meeting when the vote is taken at the annual Missouri Lions State Convention during the year in which such candidate is proposed to be endorsed; such endorsement shall be for a maximum of three (3) years or three (3) successive International Conventions following the endorsement. If such candidate does not receive at least two-thirds (2/3) of the votes by the voting delegates present at the meeting when the vote is taken, then it shall be considered that he is not endorsed by the Missouri Lions at the annual Convention.

(b) 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 for 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 the 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.

(c) Before the election there shall be a ballot prepared for the Election Committee that will have the names of the candidates thereon and one line to designate a negative vote for all such candidates. The form of ballot and voting instructions thereon shall be contained in the By-Laws. The ballots shall be printed and ready to deliver to the official delegates of the Convention representing the clubs of Missouri upon the delegates presenting their credentials to the Election Committee immediately preceding the holding of the election.

ARTICLE II

Appointment of Council Chairperson

The council chairperson, shall be appointed by the District Governors of the multiple district provided that such chairperson shall be a current or past district governor when he/she takes office. The council chairperson shall serve for a one-year term only and cannot serve in that capacity again. A meeting of the district governors of the multiple district who will be in office during the term of the council chairperson appointed shall be called following the multiple district annual convention, but no later than (thirty) 30 days following the closing of the International Convention for the purpose of selecting a council chairperson. It shall be the duty of the attendees at this meeting to appoint a club member in good standing in a club in good standing in the multiple district as the council chairperson.

ARTICLE III

Duties of Multiple Council of Governors and Committees

Section 1. Multiple District Council Of Governors

The Council of Governors shall:

(a) Make all contracts and approve all bills 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 secretary-treasurer, and approve the surety company issuing said bond.

(d) Receive financial reports, semi-annually or more frequently, from the council secretary-treasurer, and provide for a review or audit at the end of the fiscal year of the books and accounts of the council secretary-treasurer.

Section 2. Multiple District Council Chairperson. The multiple district council chairperson shall be the administrative facilitator of the multiple district. All actions are subject to the authority, direction and supervision of the multiple district Council of Governors.

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

(a) Further the Purposes of this association;

(b) Serve as the Global Action Team Multiple District Chairperson to administer and promote membership growth, leadership development and humanitarian service throughout the multiple district by:

(1) Ensuring the selection of a qualified Lion leader for the positions of GST multiple district coordinator, GMT multiple district coordinator and GLT multiple district coordinator.

(2) Ensure regular meetings to discuss and advance initiatives established by the multiple district Global Action Team.

(3) Collaborate with area leaders and district Global Action Teams

(c) Assist in communicating information regarding international and multiple district policies, programs and events;

(d) Document and make available the goals and long range plans for the multiple district as established by the Council of Governors;

(e) Convene meetings and facilitate discussion during council meetings;

(f) Facilitate the operations of the multiple district convention;

(g) Support efforts initiated by the International Board of Directors or the Council of Governors that are intended to create and foster harmony and unity among district governors;

(h) Submit reports and perform such duties as may be required by the multiple district constitution and by-laws;

(i) Perform such other administrative duties as may be assigned by the multiple district council of governors; and

(j) 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) Ensure that an accurate record of the proceedings of all meetings of the Council are kept, and that within ten (10) days after each meeting, copies of the minutes are forwarded to all members of the Council and the office of Lions International.

(b) Assist the Council of Governors in conducting the business of the multiple district, and perform such other duties as are specified or implied in the constitution and by-laws, or as may be assigned to him/her from time to time by the Council of Governors.

(c) Receive and give proper receipts for all dues and 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) Deliver, in a timely manner, at the conclusion of his/her term in office, the general and/or financial accounts, funds and records of the multiple district to his/her successor in office.

Section 4. Multiple District Protocol Chairperson. The Council of Governors shall appoint annually a protocol chairperson for the multiple district. Duties shall be as prescribed by the Policy Manual in effect at the time.

Section 5. State Council. The State Council is the deliberative and assisting body in the formulation of administrative plans and policies affecting the State, including the annual State Convention. It shall make all contracts and approve all bills relating to the State Funds. Checks drawn against the State Funds shall be signed by two of the following four authorized Officers: Council Chairman, Council Vice Chairman, Assistant Secretary-Treasurer and Council Secretary-Treasurer. In the event the Council determines that securing a second signature from any of the above would create sizable expenses or delays, the Council may, at its option, implement a procedure for “electronic transfer” of budgeted expenditures (e. g., salaries, office rent) Such procedure would require “electronic signature” of two of the four above authorized Officers. The Council shall designate a depository for said funds and set the amount of corporate surety bond for the Council Secretary-Treasurer, and approve the surety company of which he shall be bonded. It shall demand and receive from the Council Secretary-Treasurer financial reports, semi-annually or more frequently if necessary, and shall make provisions for an audit or review at the end of the fiscal year of the books and accounts of the Council Secretary-Treasurer. As soon after the close of the fiscal year as reasonably possible an audit or review shall be conducted, and the report shall be submitted to the Council at its second regular meeting. All unexpended funds shall be turned over to the succeeding Council. When deemed or found necessary it shall recommend to the State Convention changes pertaining to the amount of State per capita tax collected for administrative expenses of the District and State. It shall appoint a Sergeant-at-Arms and such assistant Sergeant-at-Arms for the State Convention as are deemed necessary.

Section 6. **Sergeant-at-Arms.** The Sergeant-at-Arms shall be responsible for the maintenance of proper order and decorum at the annual State Convention and shall perform such other duties as are incident to that office.

Section 7. **Global Action Team (GAT)** The GAT shall be composed of the Council Chair, who shall serve as chairperson, and all Global Team (GLT, GMT, GST) Multiple District Coordinators. The Multiple District GAT Coordinators shall be selected for a one-year term, and may serve multiple terms. Such Selection of the GAT Coordinators shall be made at the Council of Governors meeting prior to the state convention. Those Lions interested in seeking any of the positions shall submit a letter of intent to the council chair prior to the time for selecting the coordinators. The letter of intent may be sent by email, USPS, or personally to the chair. The council will not be responsible for failure of delivery. Descriptions and responsibilities of these positions are:

(a) Global Service Team (GST) Multiple District Coordinator. The GST multiple district coordinator is a member of the Multiple District Global Action Team. His/her responsibilities include:

(1) Develop and execute an annual multiple district action plan and monitor progress toward goals. Support districts and offers motivation to reach district goals.

(2) Collaborate with GMT and GLT multiple district coordinators and the Global Action Team Multiple District Chairperson (council chairperson) to further initiatives focused on leadership development, membership growth, and expanding humanitarian service.

(3) Support local community service projects that create a sense of belonging and pride to the Lions and Leos in the multiple district.

(4) Collaborate with GMT and GLT to provide retention strategies to districts.

(5) Communicate regularly with GST district coordinators to inform them of LCI and LCIF programs, partnerships and grants.

(6) Serve as a resource and content expert for regional best practices in service project implementation for LCI initiatives.

(7) Encourage GST district coordinators to promote service projects that attract multiple generational participant, including the integration and leadership development of Leos.

(8) Increase LCIF coordinator collaboration at the multiple district and district level to maximize LCIF resources and fundraising.

(9) In coordination with the LCIF multiple district coordinator, monitor LCIF Grants given to the multiple district.

(10) Act as the advocacy champion for the multiple district to implement activities including but not limited to community awareness/education, legislative/public policy, events and partnerships” and re-lettering the remaining items. (Added by LCI: June 25, 2020)*

(b) Global Membership Team (GMT) Multiple District Coordinator. The GMT multiple district coordinator is a member of the Multiple District Global Action Team. His/her responsibilities include:

(1) Collaborate with the GLT and GST multiple district coordinators and the Global Action Team Multiple District Chairperson (council chairperson) to further initiatives focused on leadership development, membership growth and expanding humanitarian service.

(2) Develop and execute an annual multiple district membership development plan.

(3) Communicate regularly with the GMT district coordinators to ensure that they are aware of available membership programs and resources.

(4) Monitor each district's progress towards membership goals. Offer motivation and support to help district reach their goals.

(5) Encourage GMT district coordinators to include diverse populations to participate in Global Action Team initiatives.

(6) Respond quickly to prospective member leads provided by LCI, track recruitment and provide status report of the lead.

(7) Complete requirements and submit applications to receive multiple district funding from LCI for membership development activities.

(8) Provide retention strategies to districts in collaboration with GLT and GST multiple district coordinators.

(9) Motivate districts to charter specialty clubs.

(c) Global Leadership Team (GLT) Multiple District Coordinator. The GLT multiple district coordinator is a member of the Multiple District Global Action Team. His/her responsibilities include:

(1) Collaborate with your GMT and GST multiple district coordinators and Global Action Team Chairperson (council chairperson) to further initiatives focused on leadership development, membership growth and expanding humanitarian service.

(2) Develop and execute an annual multiple district leadership development plan.

(3) Communicate regularly with GLT district coordinators to ensure they are aware of leadership development programs and resources available.

(4) Provide ongoing motivation to and monitors progress of GLT district coordinators, zone chairpersons and club leadership to achieve leadership development goals.

(5) Encourages GLT district coordinators to include diverse populations to participate in Global Action Team initiatives.

(6) Promote leadership development opportunities that encourages participation all levels of the association.

(7) Organize and facilitate instructor-led and web-based training in coordination with LCI.

(8) Collaborate with GMT and GST multiple district coordinators to provide retention strategies to districts.

(9) Include diverse populations to participate in Global Action Team initiatives.

(10) Identify potential and new leaders to participate in service, membership and leadership development opportunities.

(11) Complete requirements and submits applications to receive multiple district funding from LCI for leadership development activities.

Section 8. LCIF Multiple District Coordinator. The LCIF Multiple District Coordinator is appointed by the LCIF chairperson and LCI president to serve for a three-year term. This position serves as an ambassador for Lions Clubs International Foundation and reports directly to LCIF chairperson and LCIF Board of Trustees. His/her responsibilities include:

(a) Identify, recruit and train a Lion in each district to serve a three-year term as the LCIF district coordinators.

(b) Be familiar with LCIF initiatives and educate Lions within the multiple district on the various grants and projects supported by LCIF. Assist district governors with grant applications to LCIF, as needed.

(c) Promote foundation initiatives in multiple district publications, during district and multiple district events and to the public at large.

(d) Ensure that LCIF-funded projects within the multiple district receive proper promotion and follow grant-criteria guidelines.

(e) Encourage all Lions within the multiple district to contribute to LCIF and promote recognition programs as incentives to donate to LCIF.

(f) Identify potential major gift donors, local foundations, corporations, and businesses with the potential to support LCIF and, and when appropriate, be involved in the gift-request process.

(g) Assist with the submission of LCIF funds, MJF applications, and other donation information when necessary.

(h) Report progress quarterly to the area LCIF Trustee.

ARTICLE IV Multiple District Committees

Section 1. Credentials Committee. The Credentials Committee of the multiple district convention shall be composed of the current district governors, first and second vice district governors and cabinet-secretary treasurers. The chairperson of this committee shall be the council chairperson. 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 Global Action Team (GAT) Chaired by the council chairperson and includes the GMT multiple district coordinator, GST multiple district coordinator and GLT multiple district coordinator. Develops and initiates a coordinated plan to help expand humanitarian service, achieve membership growth, and develop future leaders within the multiple district. Meets regularly to discuss the progress of the plan and initiatives that may support the plan. Collaborates with area leaders and members of district Global Action Teams to share best practices, achievements and meet challenges.

Section 3. **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 4. **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

Meetings

Section 1. **Council Meetings.** The Council of Governors shall hold meetings as described in Article VII, Section 2 (f) of the Constitution of this Multiple District 26.

Section 2. **Alternative Meeting Formats.** Regular and/or special meetings of this council may be held through the use of alternative meeting formats, such as teleconference and/or web conference. Such action may be initiated with approval of the majority of the Council of Governors.

Section 3. **Quorum.** The personal presence of a majority of the Council of Governors shall constitute a quorum at any meeting.

Section 4. **Business Transacted by Mail.** This Council of Governors 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 council of governors. Such action may be initiated by the Council Chairperson or any three (3) members of said council.

ARTICLE VI

Multiple District Convention

Section 1. **Time and Place:** An annual convention of this multiple district shall be held in each year prior to the international convention preferably at least thirty (30) days in advance thereof, the exact time to be fixed by the Council of Governors. and the Host Committee, but such time selected shall not fall on Mother's Day. The Convention site shall be determined in accordance with the Policy Manual in effect at the time.

Section 2. The **Convention Committee** shall have supervision over all phases of the Convention; shall have complete charge of the Convention fund and shall disburse same in payment of all Convention expenses as approved by the Council (see Article XI, Section 2). The members of the Council shall be the officers of the annual Convention.

Section 3. **Delegates.**

(a) 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 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. A named delegate need not have been a Lion member for one year and one day.

(b) Each Past District Governor and current District Governor shall be entitled to be a delegate to and vote at the State Convention, in addition to those delegates to which a club may be entitled under the preceding paragraph.

(c) Each such vote on any question can be cast only by a delegate present in person at the Convention, and no delegate shall cast more than one vote on each question. Unless otherwise specified in this Constitution or By-Laws, the vote of a majority of the delegates voting on any question shall be the act of the Convention.

(d) Delinquent dues may be paid and good standing acquired up to fifteen (15) days prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

Section 4. **Registration:** Delegates must register at the Multiple District Convention, and pay a registration fee.

Section 5. **Quorum:** A majority of the delegates in attendance at any session of a multiple district convention shall constitute a quorum.

Section 6. **Site Change:** The Council shall have absolute power to change at any time, for good and sufficient reason, without the Multiple District or individual District or Districts incurring any liability the city or place in which the Convention is held.

Section 7. **Hosting:** The Convention may rotate sequentially from year to year from one District in the State to another.

Section 8. **Special Convention.** A Special Convention of the clubs of the Multiple District may be called by a two-thirds (2/3) vote of the Council of Governors at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 15 days prior to the convening date of the International Convention. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the Multiple District by the Multiple District Council Secretary, no less than 30 days prior to the convening date of the Special Convention.

ARTICLE VII
Multiple District Convention Fund

Section 1. **Revenues:** Multiple District Convention Fund revenues received by the Host Committee from the transfers from the Convention fund and sales of hospitality books shall be used exclusively for defraying the Multiple District Convention expenses.

Section 2. **Expenses:** The Council, in its discretion, shall determine proper Convention expenses, which shall be paid from the Convention Fund or by checks drawn on the Host Committee Account. Host Committee checks shall be signed by the Treasurer of the Host Committee and countersigned by one other member of the Host Committee, preferably its chairman. Proper Convention expenses may include the expenses of convention attendance prizes, the reports of official convention programs, ballots, registration cards and badges, and the printing and mailing of Convention proceedings to all clubs in the Multiple District. The enumeration of proper Convention expenses found in this section shall not be deemed exclusive.

(a) The Host Committee expenses shall include such expenses as arranged for by the Committee for functions and activities as approved by the Council. The Council or its designate shall arrange for and receive applications for housing of delegates and others in attendance at the Convention. The Host Committee in cooperation with the Council or its designate shall plan and arrange for the headquarters hotel.

(b) A Hospitality Fee, the amount of which shall be set by the Council, shall be collected from each person attending the Convention who participates in the official Convention entertainment. Such fee shall be collected under the supervision of and for the Council, and shall be used to defray the actual cost of the convention approved by the Council and provided at the Convention.

(c) The Council shall not incur expenses in excess of funds on hand.

Section 3. **Remaining Funds:** In the event there is a balance left in the Host Committee Convention Fund after payment of all Convention expenses, the balance shall be transmitted to the Multiple District 26 State Convention Fund and shall be used for future conventions.

Section 4. **Report:** An official report of the Convention shall be kept by the Council Secretary and a copy of said report shall be mailed to the Cabinet Secretary of each District within sixty (60) days after the close of the Convention.

ARTICLE VIII
Revenue

Section 1. **Multiple District Revenue.**

(a) To provide necessary revenues for the State Lions activities, there shall be levied upon each Lion in each District (except members of Campus Clubs) an annual per capita tax of ten dollars and fifty cents (\$10.50); except in years during which Multiple District 26 has an endorsed candidate for International Director or International Vice President or has a sitting International Vice President, President, or Immediate Past President the annual per capita tax shall be twelve dollars (\$12.00) commencing with the first billing following said endorsement and continuing until said condition no longer exists. In the event the candidate has withdrawn candidacy, either temporarily or permanently,

the Council of Governors shall have authority to eliminate the added per capita tax, and may again subsequently impose said added tax, provided the candidate is still or is again endorsed. Upon re-endorsement the added per capita tax would again be imposed. There shall be levied upon each Lions member in a Campus Club in each District an annual per capita tax of six (\$6.00). Said per capita tax shall be payable in equal semi-annual installments. Billings for the per capita tax shall be mailed to each individual club by each District Cabinet Secretary-Treasurer during the months of August and February, based upon the number of members of each club on the last day of June and December of each year. Dues billed to each club shall be based on the membership of said club as shown on the Recap of Accounts for the last day of June and December, transmitted by Lions International to the District Governor. Each District Governor upon receipt of the Recap of Accounts shall report said membership totals to his/her Cabinet Secretary and to the state office. Any club disagreeing with its membership totals on International records must reconcile its roster with that on International records before its dues billing can be adjusted. Said billings shall be declared delinquent if unpaid by the dates of October 1st and April 1st of each year, unless an earlier date is set in the District Constitution and By-Laws. When a portion of the dues of a District remain unpaid by the time of the annual State Convention, only those clubs in arrears shall forfeit their delegate privileges at the convention. Other clubs in the District are not affected.

(b) Revenues collected by virtue of this section by District Cabinet Secretary-Treasurers shall be placed by them in a special account to be turned over to the State Council Secretary-Treasurer and the District Administrative Fund in the proportions hereinafter set out upon order of the District Cabinet. The state Secretary-Treasurer shall bill Districts for the state Council's portion of the dues, and remittances to the State Council Secretary-Treasurer shall be made no later than November 1 and May 1 of each year.

(c) Disbursement therefrom shall be by checks drawn and signed by the council secretary-treasurer and countersigned by the council chairperson.

Section 2. **State Council Funds.**

(a) Ten dollars and fifty cents (\$10.50 [\$12.00 if the exception in Section 1(a) has been invoked]) per member of the annual per capita tax shall be forwarded by the District Cabinet Secretary-Treasurer in semi-annual installments to the State Council Secretary-Treasurer and shall be divided in the following proportions and placed in the following funds by the State Council Secretary-Treasurer: Seventy cents (\$0.70) per year in the International Convention Fund; Eight dollars and seventy cents (\$8.70) per year in the State Administrative Fund; Seventy cents (\$0.70) per year in the Missouri Lions All-State Band Fund; and forty cents (\$0.40) per year in the International Candidates' Election Fund except when the condition in Section 1(a) is invoked the International Candidates' Election Fund will receive one dollar and ninety cents (\$1.90) per year.

(b) Six dollars (\$6.00) per member of a Campus Club the annual per capita tax shall be forwarded by the District Cabinet Secretary-Treasurer in semi-annual installments to the State Council Secretary-Treasurer and shall be divided in the following proportions and placed in the following funds by the State Council Secretary-Treasurer: forty cents (\$0.40) per year in the International Convention Fund; five dollars (\$5.00) per year in the State Administrative Fund; forty cents (\$0.40) per year in the

Missouri Lions All-State Band Fund; and twenty (\$0.20) per year in the International Candidates' Election Fund.

Section 3. **International Convention Fund.**

(a) This fund is for the purpose of promoting the interest of the State of Missouri and Missouri Lionism at the Lions International Convention.

(b) Disbursements from this fund shall be for any expenses reasonably incurred for the International Convention as determined by the Convention Committee, including travel expenses as set forth herein, and approved by the State Council.

(c) The bond provided by the State Council Secretary-Treasurer as provided in Article III, Section 1(c)₂ and the audit called for therein shall extend to the International Convention Fund. VIII, Section 1(d)(3) (c) ,

(d) The expenses of the State Secretary, in connection with his/her attending the International Convention, whenever said Convention is held in any country outside the North American Countries, shall be paid out of the International Convention Fund using the same General Reimbursement Policy as outlined by Lions International, providing that Lions International does not pay his way.

(e) The expenses of the District Governor (outgoing) in connection with their 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 General Reimbursement Policy of Lions Club International.

Section 4. **State Administrative Fund.** This fund shall be used by the State Council to fund all administrative expenses authorized and necessary to permit the State Council to perform its obligations and responsibilities as set out herein and in the By-Laws, for which no special funds have been designated.

Section 5. **Missouri Lions All State Band Fund.** This fund shall be used to pay the authorized and necessary expenses of the Missouri Lions All State Band as defined in Article VI hereof.

Section 6. **International Candidates Election Fund**

(a) This fund shall be used to defray the expenses of any candidate for Lions International office who has received the endorsement of the State Convention as provided in Article III, Section 1(a) of this Constitution, and whose endorsement is still current. Such expenditures must be approved by the State Council and shall not include any expenditure whatsoever incurred prior to State endorsement. In years when Multiple District 26 has no candidate for International office and no sitting International Vice President, President, or Immediate Past President, the income per member received by the State Council Secretary-Treasurer for this fund shall be set aside by the State Council in a separate fund for use in years when Multiple District 26 does have such a candidate or sitting International Vice President, President, or Immediate Past President.

(b) This fund may also be used to defray expenses, not covered by Lions Clubs International, of a successful candidate for International Third Vice President from Multiple District 26 incurred while serving in the offices of Vice President, President, and Immediate Past President of Lions Clubs International.

(c) It is recognized that in any year when Multiple District 26 has a candidate for International Office, other than that of District Governor, or a sitting International Vice President, President, or Immediate Past President, expenditures from the International Candidate Election Fund might necessarily be required in such circumstances that prior approval of the State Council cannot be obtained. Therefore, whenever there is a candidate from Multiple District 26 for International Office, other than that of District Governor, or a sitting International Vice President, President, or Immediate Past President, a special Campaign and International Officers Finance Committee shall be appointed, consisting of three (3) members, one appointed by the State Council, one appointed by the candidate or International Vice President, President, or Immediate Past President, and the third shall be the Vice Chairman of the Council of Governors from the year previous to the year in which the candidate is endorsed by the State Convention, and all of whom shall be Past or current District Governors, and no two of whom shall be from the same sub-district.

The Committee shall have the responsibility of approving all expenditures in behalf of the candidate or sitting International Vice President, President, or Immediate Past President and no such expenditures shall be made without the approval of the Committee. The decision of a majority of the three (3) members shall govern. The Committee shall report to the State Council with a written financial statement at each regular Council meeting. In the event the Vice Chairman of the Council from the year previous to the officer's endorsement is unavailable or refuses to serve, he shall be replaced by a Past District Governor agreeable to and chosen by the other two (2) members of the Committee.

Section 7. Contracts and Obligations.

(a) The State Council has the inherent authority and responsibility to enter into agreements and contracts and to incur obligations in the best interests of Multiple District 26 so long as the contract or obligation does not obligate Multiple District 26 to expend any funds in excess of the funds on hand plus anticipated income from the annual per capita tax based upon semi-annual billings. "Funds on hand" as used herein shall not be interpreted to mean any accumulated funds already allocated and designated for other purposes.

(b) The State Council may enter into contracts or obligations whose terms extend beyond the end of the fiscal year during which the contract is executed or the obligation incurred only if: 1) The execution of the contract or the incurrence of the obligation has been approved by at least a two-thirds (2/3) vote of the Council at a duly held meeting, and has been approved at a State Convention by a two-thirds (2/3) affirmative vote by secret ballot of those qualified delegates voting on the proposition after notice of the proposition which contains a summary of the basic terms of the contract or obligation to be incurred has been given by mailing a copy or electronic notification of the notice to each President of each Club or by inclusion of a copy thereof in the State newsletter, no less than forty-five (45) days prior to the State Convention; or 2) The contract and/or obligation involves a project previously approved by a two-thirds (2/3) majority vote of the qualified delegates voting at a State Convention, and the State Council has received assurances acceptable to it that sufficient funds are or will be available to cover the costs of the project's expenses before expenses are irrevocably contracted for, and that project receives a favorable vote of two-thirds (2/3) of the Council at a regular meeting. Once a state-wide project has been approved as provided for herein, it shall not be necessary to have it approved each year at the State Convention so long as the provisions herein are complied with.

(c) Any modification, cancellation, amendment, alteration or change of any existing obligation must be accomplished in the same manner as prescribed herein for the approval of the original contract or obligation.

(d) Nothing contained in this Section 7 shall prevent the State Council from approving the execution of any contract or from imposing any obligation which extends beyond the fiscal year in which it is to be signed if under the terms of said contract or obligation, each succeeding State Council shall have the legal right to cancel or terminate it at any time without penalty.

Section 8. **Remaining Funds.** In any fiscal year, any balance remaining in the multiple district administrative fund after payment of all multiple district administration expenses in that year shall remain in said administrative fund and become available for future multiple district administrative expenses and be treated as income in any fiscal year in which expended or made available solely for payment of such expenses.

ARTICLE IX 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 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. **Audit or Review.** The Council of Governors shall provide for an annual or more frequent audit or review of the books and accounts of the multiple district.

ARTICLE X Amendments

Section 1. **Amending Procedure.** These By-Laws can be amended only at the State Convention by a majority affirmative vote by secret ballot of those qualified delegates voting on the proposition. Any amendment to be submitted must be proposed in one of the following methods:

(a) By resolution approved and submitted by the Constitution and By-Laws Committee;

(b) By resolution submitted and approved by the Council of Governors. Such resolution shall be submitted to the Constitution and By-Laws Committee at least ninety (90) days before the State Convention at which it is to be presented for approval; or

(c) By resolution submitted and approved by no less than fifty (50) Lions Clubs of the Multiple District No. 26, approving the same in the same fiscal year of the Multiple District. No more than twenty (20) of such Lions Clubs shall be from the same District. Such resolution shall be submitted to the Constitution and By-Laws Committee at least one hundred and twenty (120) days before the State Convention at which it is to be presented for approval. and adopted by a majority of the votes cast.

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

Section 3. **Notice.** No amendment shall be so reported or voted upon unless the same shall have been 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.

EXHIBIT A

SAMPLE RULES OF PROCEDURE

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

MULTIPLE DISTRICT _____ CONVENTION

Rule 1. The multiple district Council of Governors shall arrange the order of business for the multiple 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 Multiple District _____ 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 council chairperson, as chairperson, the current district governors, first and second vice district governors and cabinet-secretary treasurers. 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(s) of _____ between the hours of _____ and _____.
- (c) The number of certified delegates shall be announced to the convention upon close of certification and prior to the commencing of voting.

Rule 4.

- (a) Sixty (60) days prior to the convening date of the convention, the council chairperson, 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 within 5 days prior to the election and rule on the eligibility of the same.
- (b) Candidate may withdraw from the contest at any time prior to the issuance of the final report of the nominations committee.

Rule 5. Replacement of delegates and alternate delegates.

- (a) To replace a delegate and/or alternate delegate already certified, the replacement must 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.

- (a) Prior to the convention, the council chairperson 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 7. Voting.

- (a) Voting will take place at a predetermined location and time.
- (b) To secure a ballot card, the delegate shall present his/her credential certificate to voting personnel for verification. 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 valid vote. Any ballot containing votes for more than the specified number of offices to be filled in any section shall be declared invalid to that particular section.
- (d) A majority vote shall be necessary to endorse a Third Vice President and International Director. If a majority vote on the question of endorsement is not received then the nominee is not endorsed.
- (e) A majority vote shall be necessary to elect all other candidates. In the event any one candidate shall fail to receive the required number of votes to be elected, additional balloting shall take place as outlined in this section until such time as one candidate secures a majority vote.