

Lions Clubs
International
District
4-C5

CONSTITUTION
&
BY-LAWS

CONSTITUTION---- Updated May 11, 2014
BY-LAWS -----Amended April 28, 2013

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CONSTITUTION

District 4-C5

International Association of Lions Clubs

As updated May 11, 2014

Article I

NAME

Sec. 1. The organization shall be known as District 4-C5 of the International Association of Lions Clubs, which shall hereafter be referred to as the District.

Article II

OBJECTS

Sec. 1. The purpose of this organization is the advancement and betterment of the District/clubs and to spread the principle of Lionism throughout the District in full conformity with all the rules and regulations prescribed by the International Association of Lions Clubs.

Sec. 2. The District is organized for non-profit purposes and the individual members will not derive profit thereof.

Article III

MEMBERSHIP

Sec. 1. All clubs in good standing within the District shall have and hold membership in this organization, subject to the Constitution and By-Laws of the International Association of Lions Clubs. A club in good standing is defined as a club which is current with the payment of its per-capita taxes to Lions International and Multiple District Four and with no indebtedness in this District.

Sec. 2. This District shall be a member of Multiple District Four, California, Lions Clubs International. The District and its member clubs shall be subject to such rules of the Multiple District as are essential to the practical operation of the Multiple District and which are not in conflict with the rules of this District.

Article IV

TERRITORY

Sec. 1. The territory embraced by District 4-C5 shall be the area served by Lions clubs as follows; all Lions clubs now existing and to hereafter exist in the counties of El Dorado, Nevada, Placer, Sacramento, Sierra and Yolo, except such clubs as may lie in counties bordering another district and which, for reasons of accessibility and convenience, may desire association with a neighboring district.

Article V

OFFICERS

Sec. 1. a) There shall be a District Governor who shall be elected at the annual District Convention by secret ballot. He/she shall be an active member in good standing in a Lions club in good standing in this District and shall serve in the term of office prescribed in the Lions International Constitution and By-laws.

b) There shall be a First & Second Vice District Governor who shall be elected at the annual District Convention by secret ballot. Each shall be an active member in good standing in a Lions club in good standing in the District and shall serve in the term of office prescribed in the Lions International Constitution and By-laws.

- Sec. 2.** In the event of a vacancy in the office of District Governor for any reason whatsoever, the First Vice District Governor shall act as District Governor and shall perform the duties of, and have the same authority as the District Governor until such time as said vacancy is filled by the International Board of Directors for the remainder of the term as provided for in the International Constitution. In the event of a vacancy in the office of First or Second Vice District Governor for any other reason whatsoever, the District Governor shall declare the office vacant and within (15) days shall, at a date, time and place called and determined by the District Governor, convene a meeting to fill the vacancy for the unexpired term. Invitations to said meeting shall include the existing Cabinet officers, all Past International Directors, and all Past District Governors who are members in good standing of a chartered Lions club in good standing in this District.
- Sec. 3.** There shall be a Cabinet Secretary who shall be appointed by the District Governor-Elect, and such Cabinet Secretary shall receive the sum of \$30.00 per month to defray expenses not itemized in the district budget. The duties of the Cabinet Secretary shall include:
- a) Taking minutes of cabinet meetings and distributing copies promptly to each District club;
 - b) Maintaining District records and files;
 - c) Maintaining an inventory of District properties;
 - d) Performing such duties requested by the District Governor and Lions International and;
 - e) Forwarding all records and properties to the succeeding administration within 60 days of the end of the term.
- Sec. 4.** There shall be a Cabinet Treasurer who shall be appointed by the District Governor-Elect, and such Cabinet Treasurer shall be Chair of the Budget and Finance Committee, a voting member of the Cabinet and a member of the Convention Committee.
- Sec. 5.** There shall be a Region Chair for each Region and a Zone Chair for each Zone appointed by the District Governor-Elect. Their acts shall be subject to the order of the District Governor and shall be recommendatory only.
- Sec. 6.** The District Governor's Cabinet shall consist of the District Governor, as chair, the Immediate Past District Governor, the First Vice District Governor, the Second Vice District Governor and the following who shall be appointed by the District Governor; the Cabinet Secretary, the Cabinet Treasurer, the Region Chairs, and the Zone Chairs. The Governor may appoint others to the cabinet as he/she deems necessary. The Chair of each district committee shall be an ex-officio member of the cabinet without vote.
- Sec. 7.** Each Region Chair shall hold at least two meetings with his/her Zone Chairs during the year and shall visit each club in his/her region at least once during the year in addition to his/her attendance at the official club visits of the District Governor. He/she shall be prepared to install officers of the clubs and induct new members when called upon by the president of a club. Each Region Chair shall be responsible for the Student Speakers Contest in his/her Region.
- Sec. 8.** Each Zone Chair shall hold three meetings of the District Governor's Advisory Committee annually. It shall be the purpose of these meetings to exchange views and discuss the common problems of the clubs in his/her zone and to instruct members of the committee in the ways and means of better functioning as Lions clubs. Each Zone Chair shall visit each club in his/her zone at least twice during the year to assist the officers of the clubs in any manner possible. Each Zone Chair shall be responsible for the Student Speakers Contest in his/her Zone
- Sec. 9.** Members of the District Cabinet other than the District Governor, First Vice District Governor and Second Vice District Governor may be removed from office for cause by a two-thirds (2/3) vote of the District Cabinet.

**Article VI
CONVENTIONS**

- Sec. 1.** The District Governor shall hold an annual convention in the spring of each year but in no case shall it conclude less than fifteen (15) days prior to the convention of Lions International. Recommendations for the final two (2) sites of said convention shall be selected at least two (2) years in advance by the delegates of the previous convention.
- Sec. 2.** Should no place be designated or qualify for such convention or in case of an emergency, the District Governor shall have full power to select the place and date of such convention.
- Sec. 3.** Each club in good standing shall be entitled to one voting delegate and one alternate for each ten (10) members of said club who have been enrolled for at least one year and a day, or major fraction thereof, as shown by the records of the International Office on the first day of the month last preceding the month during which the convention is held. PROVIDED, however, that each such club shall be entitled to at least one (1) delegate and one (1) Alternate. The major fraction referred to in this Section shall be five or more members.
- Sec. 4.** Before 6:00 p.m. of the date of the first business session of a District Convention, each club in the District shall submit to the Chair of the Credentials and Elections Committee a list of its accredited delegates and alternates to that convention. Such accredited delegates and alternates shall be issued credentials by the Credentials and Elections Committee and only such accredited delegates or alternates shall be entitled to vote on each matter coming before said convention. Each delegate present shall be entitled to one vote. Failure on the part of the club to submit said list of accredited delegates or alternates shall preclude these delegates or alternates from voting; except that the Credential and Elections Committee may with the consent of the District Governor certify such delegates or alternates.
- Sec. 5.** A voice vote, hands vote or a standing vote may be taken on any matter at any convention business session, except as provided in Article V, Section 1, and the ruling of such vote by the Presiding Officer shall be deemed conclusive unless it is challenged, in which event the Presiding Officer shall cause a standing vote to be taken and only those accredited delegates or alternates present and holding proper credentials shall participate in said voting. A majority vote of the attending and accredited delegates shall be sufficient to pass and approve any matter coming before the annual convention, except that in amending the Constitution, a two-thirds vote of attending and accrediting delegates or alternates is required.
- Sec. 6.** At all District Convention business meetings a quorum shall be deemed present for the transaction of business when ten (10) percent of the clubs in the District are represented by delegates or alternates. All Past District Governors and International Officers from the District shall have a vote at District Conventions, provided such past officer is a member in good standing of a club in good standing in this District.
- Sec. 7.** There shall be a Convention Negotiating Committee made up of the Immediate Past Convention Chair as Chair, Immediate Past District Governor, District Governor, Vice District Governors and three (3) Lions members. The term of office for the three Lion members will be three (3) years, with the senior member being replaced by the District Governor at the end of his/her term. The Committee will solicit and negotiate bids for presentation to the delegates at convention. Bid presentations shall include the approximate projected package price for each venue. The Committee will select the winning site based upon the delegate recommendations no later than June 30 following the previous convention.

**Article VII
REGION(S) & ZONE(S)**

- Sec. 1.** There shall be Regions consisting of two or more Zones. The District Governor shall have authority to create such Regions as in his/her discretion are for the best interests of the District.

- Sec. 2.** a) There shall be maintained in each Region, Zones made up of no more than eight and no less than four Lions clubs whose territory is contiguous. Exceptions may be made if, in the opinion of the District Governor and with the consent of the clubs involved, some unusual condition makes it desirable to deviate there from.
- b) Each Region and Zone shall be evaluated not less than once every two (2) years by the District Long Range Planning Committee with respect to member clubs and geographic location. Nothing contained in this subsection shall be deemed to infringe upon or restrict the District Governor's discretion set forth in Section 2(a) above.
- c) After any such evaluation, the District Long Range Planning Committee shall make any *recommendation which the Committee deems advisable pertaining to size; make-up, or geographic location of the evaluated Region(s) or Zone(s).*
- Sec. 3.** The District Governor's Advisory Committee shall be composed of the Presidents, First Vice-Presidents, and Secretaries of the clubs within each Zone and shall meet three times annually at the call of the Zone Chair.
- Sec. 4.** A borderline club may change from one Region or Zone to another in the following manner:
- a) By a resolution by the Board of Directors of the club seeking to make the change, approved by a two-thirds vote of the membership of said club, after due notice is given, requesting permission to withdraw from one Region or Zone and affiliate with another.
- b) Said resolution shall be forwarded to the Cabinet Secretary, who shall present the same to the District Cabinet for action at its next meeting.
- c) When said resolution shall have been approved by the District Cabinet, said club shall immediately become a member of the Region or Zone requested.

**Article VIII
FINANCE**

- Sec. 1.** There shall be a Budget and Finance Committee consisting of the Cabinet Treasurer as Chair, the Vice District Governors, the Immediate Past District Governor, the Immediate Past Cabinet Treasurer and two appointed members. Of the appointed members, each shall be a member of a club in a different Region, but no more than one Past District Governor in addition to the Immediate Past District Governor shall serve on the Committee in any fiscal year. The term of office of appointed members shall be two years or until a successor is appointed. No member shall be appointed to succeed him/herself in the next consecutive term except in instances when the committee member has been appointed to serve for the last six months or less of an unexpired term. The incumbent District Governor's Cabinet shall fill interim vacancies and, before the end of its tenure, appoint a new member to the Committee for the two ensuing years from the Region with the lowest representation at the time of appointment.
- Sec. 2.** The Chair of the Budget & Finance Committee shall hold an organizational meeting no later than October 1 of each year.
- Sec. 3.** A majority of this committee shall constitute a quorum for the transaction of business.
- Sec. 4.** The fiscal year for District accounting shall be the year starting July 1 and ending June 30 of the succeeding year.
- Sec. 5.** It will be the duty of the Budget and Finance Committee to receive all monies due and payable to the District and disburse the same according to the specific budget approved by the delegates at the annual convention.
- Sec. 6.** Within 10 days upon expiration of his/her term of office, the outgoing District Governor shall cause a check to be prepared and delivered to the incoming District Governor for the remaining balance in the District's checking account and shall cause revocation of all existing bank signature cards. The Treasurer shall establish a new checking account in the District's name in such financial institution as he/she may select. All District funds shall be deposited to and withdrawn from said account. Withdrawal shall require the signature of any two members of the committee or any one member thereof and the District Governor. All persons

authorized to handle funds shall be bonded at the expense of the District in such amounts as the committee may determine.

- Sec. 7.** Neither the District Governor nor the Budget and Finance Committee shall have the right, power, nor authority to incur any financial obligations for the District in excess of the total amount of said budget, approved and adopted by the delegates at the district convention. Furthermore, no committee, project, activity nor associated organization shall have the right, power or authority to incur any financial obligation upon the District without the express written approval of the District Governor and his/her Cabinet.
- Sec. 8.** The Treasurer shall, 45 days prior to the annual convention of this District, submit to the District Governor a proposed budget for the ensuing fiscal year based on the anticipated expenses. Income to defray the expenses may include a part of the estimated operating reserve and shall include an amount to be collected as per capita tax by Multiple District Four, in accordance with Article IX, Sec. 2 of the Constitution of Multiple District Four, plus income from other sources. The District 4-C5 per capita tax shall be \$10.00 per annum collected by the Secretary of Multiple District Four, semiannually, one half on March 1st, based on the membership as of December 31st. A portion of said dues is designated as a subscription to the District Bulletin. The Treasurer shall cause a copy of the proposed budget to be sent to the secretary of each club at least 30 days prior to the District convention and copies shall also be made available to the delegates of the convention. The proposed budget shall be presented and explained at a business session of the convention by a member of the Budget and Finance Committee. The Treasurer is authorized to maintain a financial reserve not to exceed 2/3 of the proposed budget. Reserves in excess of the 2/3 shall be used to proportionately reduce the per capita tax to be collected by Multiple District Four. Adoption of the budget by convention delegates shall constitute authority to communicate to the Executive Secretary of Multiple District Four, before August 1, the amount to be collected as per capita for this District. In the event the budget fails to be adopted by the delegates at District convention, the District will continue to operate on the prior year's budget.
- Sec. 9.** The Treasurer shall submit to each Cabinet Meeting a written report of receipts and disbursements and the current relative standing of budgetary accounts, which report shall be included and published in the minutes of said meeting. Within 15 days after written request from the District Governor, the Treasurer shall submit a current District financial statement.
- Sec. 10.** The Treasurer shall cause a complete accounting of all receipts and disbursements for the fiscal year to be made available to any club in the District upon request following the close of the fiscal year. Not more than 60 days after the end of the fiscal year, the Treasurer and the District Governor shall have a review or audit completed by a Certified Public Accountant, not a member of the Budget and Finance Committee, who will have been appointed by that year's Governor. A copy of said accounting and the auditor's report shall be sent to Multiple District Four.
- Sec. 11.** The Treasurer shall advise the Credentials and Elections Chair of the Convention Committee of any indebtedness owed by a club to the District prior to certification of delegates in accordance with Article III.
- Sec. 12.** The District Budget shall be arranged so as to assure that a revolving fund of \$2,000 is established. Said revolving fund shall be maintained so as to make a fund of \$2,000 available to the District Governor-Elect within 10 days of his/her election.
- Sec. 13.** District 4-C5 shall establish a separate restricted fund which shall be known as the "District 4-C5 Convention Fund".
- a) The convention funds shall be kept entirely separate and distinct from other funds of this District and shall be under the direction of the Convention Committee.
 - b) A contingency reserve shall be established of not more than \$10,000 and maintained in the District's Convention Fund. Convention balances shall be carried forward, following the

annual convention, and shall be utilized by the next year's Convention Committee for planning and operational purposes. Any excess fund balances, over the stated maximum balance (\$10,000) shall be utilized by the Convention Chair to reduce the individual "convention package" price for that convention. The Budget & Finance Committee may temporarily transfer up to \$5,000 from the Convention Fund for payment of budgeted District expenses. Any convention funds so transferred shall be returned to the Convention Fund as early as feasible, but not later than March 1 of the Governor's term of office.

c) The Convention Committee shall strive to operate on a non-profit basis and the individual convention package prices are to be developed on an "actual cost basis."

Sec. 14 District 4-C5 shall establish a "Lions Medical Emergency Assistance Fund" (LMEAF). Monies from this Administrative fund shall only be expended for specific emergencies to be determined by the committee. This fund shall be distinct and entirely separate from other funds of the District. The Cabinet Treasurer shall assure that there is a complete accounting of all receipts and expenditures and that all interest earned shall be restricted to the LMEAF. The fund shall be administered by the LMEAF Committee consisting of the District Governor, Vice District Governors, Cabinet Secretary, Cabinet Treasurer, the Region Chairs and the LMEAF Chair. The Chair of the Committee shall be the LMEAF Chair. The Committee, by majority vote, shall have the final decision on each emergency. (For additional Criteria Read the District 4-C5 Policy and Procedure Manual)

Article IX Incorporation

Sec. 1. The International Association of Lions Clubs, District 4-C5, shall be incorporated as a Nonprofit Benefit Corporation under the laws of the State of California. It shall operate exclusively for the purposes set forth in the Internal Revenue Code Section 501 C 4.

Article X COMMITTEES

Sec.1. The District Governor shall, at the beginning of his/her term, appoint the following standing committees; (1) Constitution, By-Laws, Rules & Nominations; (2) LEO Clubs; (3) Public Relations; (4) Sight First/White Cane; (5) Bulletin Editing and Distribution; (6) Inter-Club Activities; (7) Drug Awareness/Quest; (8) Student Speakers; (9) International Relations and (10) Youth Exchange. The District Governor may appoint other committees for which there is need. All of the above chairs shall serve for one year or at the pleasure of the District Governor, except that the Youth Exchange Chair shall continue to serve on the succeeding committee in order to complete his/her duties for a time not to exceed 90 days.

Sec.2. There shall be a Convention Committee which shall consist of a Chair, who shall have held the office of District Governor in the second year preceding his/her term; a Vice Chair, who shall be the Immediate Past District Governor, the District Governor, the Vice District Governors, the Cabinet Secretary, the Cabinet Treasurer, the Credentials & Elections committee Chair and sub-chairs as needed selected by the Convention Chair with the concurrence of the District Governor. The Chair of the Convention Committee shall hold an organizational meeting no later than October 1 of each year.

Sec. 3. The District Governor and the Vice District Governors shall be ex-officio members of each committee.

Sec. 4. The Chair of each standing committee shall submit to the Cabinet Secretary, at each Cabinet Meeting, a written report regarding that Committee's activity and accomplishments, and/or suggestions or proposals arrived at by the Committee since the preceding Cabinet Meeting.

Sec. 5. The District Governor may appoint a District Governor's Honorary Committee, the function of which shall be to maintain harmony in the District. Members of this committee shall be known as "Ambassadors of Good Will." The official actions of the committee, or any member of it, shall be under the supervision of the District Governor. The District Governor may call upon this committee for advice, or to handle situations which may arise and which can be disposed

of more diplomatically by those who have served than by those who either hold office or may be in line for some office.

- Sec. 6.** There shall be a Long Range Planning Committee to be designated as a four-year committee.
- a) The Chair shall be selected by the District Governor-Elect from the senior members currently serving on the committee.
 - b) Each Region shall be represented by a lion from that specific Region at all times.
 - c) At least one Past District Governor should serve on the committee; however, this is not mandatory.
 - d) At the end of his/her tenure, the outgoing District Governor shall appoint new Four year member(s) to the committee from the same Region as the outgoing committee member(s). Members of the committee shall not be eligible for reappointment until 12 months have elapsed from the end of their term.
 - e) All vacancies, resulting from death, resignation, or removal, shall be filled by the incumbent District Governor for the unexpired term with a lion from the Region where the vacancy occurred. The purpose of this committee shall be to formulate and study for the benefit of the District Governor long range planning for the welfare of District 4-C5 and shall conduct appropriate research to accomplish this purpose. This committee shall file a written report to the District Governor prior to the third Cabinet Meeting of the fiscal year. The official actions of the committee, or any member of it, shall be under the direct supervision of the District Governor.
- Sec. 7.** The District Global Leadership and Membership coordinators' will be recommended by the District Governor Team every three years to the Multiple District Global Leadership and Membership Coordinator respectively for approval of appointment.
- Sec. 8** No committee person in this District shall receive any compensation for services rendered.

Article XI

DISTRICT PUBLICATIONS

- Sec. 1.** There shall be an official District 4-C5 directory provided for the use of District 4-C5 Lions.
- Sec. 2.** The Bulletin Editor shall provide timely information on actions and activities of District 4-C5, MD-4, and Lions International through a District Bulletin. It should be published a minimum of ten times during the District Governor's tenure and be provided for each District Lion, Lioness, and LEO.
- Sec. 3.** The District Governor shall publish the District Contest Rules which shall be in effect during the year and months he/she proposes.

Article XII

CONSTITUTIONAL CONFLICT

- Sec. 1.** Any section of this constitution which may be inconsistent or in conflict with the constitution of Lions International shall be deemed to have been an act of inconsistency or conflict shall not invalidate this constitution, but shall render ineffective only the inconsistent or conflicting section of this constitution.
- Sec. 2.** It is the intent that points of government not specifically provided for in this constitution shall be controlled under the provision of the constitution of Lions International.

Article XIII

DISPUTE RESOLUTION

- Sec. 1.** All disputes to Membership, Club Boundaries, or interpretation, breach of, or application of the District constitution & by-laws or any policy or procedure adopted from time to time by the District Cabinet, or any other internal lions district matters that cannot be satisfactorily resolved through other means, arising between any clubs in the district or any club and the District administration, shall be settled by the Lions Clubs International dispute resolution procedure.

**Article XIV
AMENDMENTS**

- Sec. 1.** This Constitution may be amended only at a District convention by a 2/3 affirmative vote of the delegates present and voting. Voting shall be by printed ballot. Proposals for amendment shall be submitted and processed in accordance with the following Sections of this Article.
- Sec. 2.** Amendments may be proposed by:
- a) Any lion through the formal endorsement of his/her club;
 - b) Any District club in good standing;
 - c) The District Governor, his/her Cabinet, or District Committee.
- Sec. 3.** Amendments proposed by a lion or a club shall be submitted by formal resolution signed by the Club President and Secretary and forwarded directly for processing to the Constitution, By-Laws, Rules and Nominations Committee (hereinafter referred to as the Committee), a copy of which shall be sent to the current District Governor. Amendments proposed by the Cabinet or District Committee shall be submitted directly to the District Governor for his/her approval or disapproval. Upon approval, the proposal shall be directed to the Committee for action.
- Sec. 4.** Proposed amendments with the proper endorsement and a statement of purpose shall be submitted to the Committee not fewer than ninety (90) days before the annual Convention. The Committee may recommend improvement in form to the proposer and shall forward a copy of the amendment to the Secretary of each District club and to the District Governor not fewer than forty-five (45) days before the convention.
- Sec. 5.** Proposals so qualifying shall be placed on the ballot. Opportunity for arguments favoring AND opposing a proposed amendment shall be given at a convention meeting prior to voting.
- Sec. 6.** The Committee shall examine all proposed amendments for conformance with the Constitution and By-Laws of the International Association of Lions Clubs and the Constitution and By-Laws of Multiple District Four. Amendments if adopted as herein provided, shall take effect on July 1st following adoption, unless otherwise specified in the amendment.
- Sec. 7.** 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 & By-laws shall automatically be updated in the District Constitution and By-laws at the close of that convention.

**Article XV
DEDICATION OF ASSETS**

- Sec. 1.** The property of the District is irrevocably dedicated to social purposes and no part of the net income or assets of this District shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.
- Sec. 2.** Upon the dissolution or winding up of the District, its assets remaining after payment, or provision for payment, of all debts and liabilities of the District shall be distributed to a non-profit fund, foundation or corporation which is organized and operating exclusively for social welfare purposes and which has established its tax exempt status under section 501 (c) (4) of the Internal Revenue Code.

BY-LAWS

As Amended April 28, 2013

**Article I
ELECTIONS/QUALIFICATIONS**

- Sec. 1.** The District Governor shall appoint a Constitution, By-Laws, Rules and Nominations Committee, which shall receive on or after January 1st, written nominations for the offices of District Governor, First Vice District Governor and Second Vice District Governor. The committee shall determine if each nominee meets the qualifications for the office.

- Sec. 2.** Any club in good standing in this District may nominate in writing, and submit to the Constitution, By-Laws, Rules and Nominations Committee, the name of a Lion as a candidate for the office of District Governor, First or Second Vice District Governor. A candidate for the office of District Governor shall:
- a) Be an Active Member in good standing of a chartered Lions club in good standing in the District.
 - b) Secure the endorsement of his/her club or a majority of the clubs in the District. Only in the event that the current First Vice District Governor does not stand for election as District Governor or if a vacancy in the position of First Vice District Governor exists at the time of the District convention, any club member who fulfills the qualifications for the office of Second Vice District Governor as set forth in these by-laws or constitution, and who is currently serving or who has served one (1) additional year as a member of the District cabinet, fulfills the requirements of a candidate for District Governor. A candidate for the office of First or Second Vice District Governor shall meet those qualifications required of a candidate for District Governor, excluding the requirement to serve an additional year as a member of the District Cabinet, EXCEPT: Have served or will have served at the time he/she takes office: (1) as President of a lions club for a full term or major portion thereof, and a member of the Board of Directors of a Lions Club for no fewer than two (2) additional years; and (2) as Zone Chair or Region Chair or Cabinet Secretary or Cabinet Treasurer for a full term or major portion thereof, and one (1) additional year as a member of the District Cabinet; (3) with none of the above being accomplished concurrently.
 - a) Only in the event that the current Second Vice District Governor does not stand for election as First Vice District Governor or if a vacancy in the position of Second Vice District Governor exists at the time of the District convention, any club member who fulfills the qualifications for the office of Second Vice District Governor as set forth in these by-laws or constitution and who is currently serving or who has served one (1) additional year as a member of the district cabinet, fulfills the requirements of a candidate for First Vice District Governor.
- Sec. 3.** A member of the Constitution, By-Laws, Rules and Nominations Committee shall present the name of the qualified candidates to the convention.
- Sec. 4.** Nominations shall be closed as of seven days following the 3rd District Cabinet Meeting preceding the District Convention. In the event there is not a declared candidate prior to the closing date, nominations from the floor shall be accepted.
- Sec. 5.** All nominations shall be made at the first business session of the convention.
- Sec. 6.** The presentation of the names of the candidates by the reading of the written notifications or nominations from the floor shall constitute nominating speeches. There shall be but one seconding speech to each nomination. Each seconding speech shall be limited to three minutes.
- Sec. 7.** All elections held in the District shall be by printed or duplicated secret ballot, and the candidate receiving the plurality shall be declared elected. The elections shall be conducted by a secret written ballot, with the District Governor, the First Vice District governor & the Second Vice District Governor candidates required to secure a simple majority of the votes cast by the delegates present and voting in order to be declared elected.
- Sec. 8.** The District Credentials and Elections Committee shall have charge of the balloting and conduct of the election and shall report the results thereof to the convention at the close of the final balloting hour. The polls shall be open the final day of the convention between the hours of 7:00 a.m. and 8:30 a.m. 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.
- Sec. 9.** In case of a tie vote, the one to serve shall be selected by lot unless one or both of the tying candidates desires a second election by ballot, in which case the polls for such election shall

be open between the hours of 10:00 a.m. and 11:00 a.m. immediately following the original election. In case of a tie in such a second election the one to serve shall be selected by lot.

**Article II
POLITICS AND RELIGION**

- Sec. 1.** This organization or its subordinate groups may provide a forum for the open discussion of all matters in the public interest, provided, however, that partisan politics and sectarian religion shall not be debated by members.
- Sec. 2.** No resolution giving endorsement to any movement shall be considered at any meeting unless said movement is in full accord with the principles and purposes of the International Association of Lions Clubs.

**Article III
DUTIES OF OFFICERS**

Sec. 1. District Officers:

- a) **District Governor.** Under the general supervision of International Board of Directors, he/she shall represent the Association in this District. In addition, he/she shall be the chief administrative officer in this District and shall have direct supervision over the First & Second Vice District governors, the Region Chairs, the Zone Chairs, the Cabinet Secretary and Cabinet Treasurer and such other Cabinet members as may be provided for in District 4-C5. His/her specific responsibilities shall be to:
- 1) Further the Purposes and Objects of this Association.
 - 2) Supervise the organization of new lions clubs.
 - 3) Promote the Lions Clubs International Foundation and all service activities of the Association.
 - 4) Preside, when present, over cabinet, convention and other District meetings. During any period he/she is unable to so preside, he/she shall designate the presiding officer.
 - 5) Perform such other functions and acts as shall be required of him/her by the International Board of Directors through the District Governor's Manual and other directives.
- b) **First Vice District Governor.** The First Vice District Governor, subject to the supervision and direction of the District Governor, shall be chief administrative assistant to the District Governor. His/her specific responsibilities shall be, but not limited to:
- 1) Further the Purposes and Objects of this Association.
 - 2) Familiarize him/herself with the duties of the District Governor so in the event of a vacancy in the office of District Governor, he/she will be better prepared to assume the duties and responsibilities of said office.
 - 3) Perform such administrative duties as may be assigned to him/her by the District Governor.
 - 4) Perform such other functions and acts as may be required by the International Board of Directors through the Vice District Governors' Manual and other directives.
 - 5) Participate in the cabinet meetings and conduct meetings in the absence of the District Governor and participate in council meetings as appropriate.
 - 6) Work with the District Global Membership Coordinator assisting with the development and implementation of the District Membership Development Plan for Extension and Retention..
- c) **Second Vice District Governor.** The Second Vice District Governor, subject to the supervision and direction of the District Governor, shall be an assistant in the administration of the District and a representative of the District governor. His/her specific responsibilities shall be, but not limited to:
- 1) Further the Purposes and Objects of this Association.
 - 2) Familiarize him/herself with the duties of the District Governor and the First Vice District Governor so in the event of a vacancy in either office, he/she will be better prepared to assume the duties and responsibilities of said office.
 - 3) Perform such administrative duties as may be assigned by the District Governor.

- 4) Perform such other functions and acts as may be required by the International Board of Directors through the Vice District Governor's Manual and other directives.
- 5) Participate in the cabinet meetings, and conduct meetings in the absence of the District Governor and participate in council meetings as appropriate.
- 6) Work with the District Global Leadership Coordinator assisting their development and implementation of the District Leadership Development Plan for enhancing enthusiasm and capability of the District officers and members to serve effectively through utilization of the District Global Membership Team.

**Article IV
SOLICITING FUNDS**

- Sec. 1.** No money may be raised at any convention by any person, club or organization for any purpose, except when same may be necessary to assist in financing the convention or in the promotion of District sanctioned activities; and then only by the permission and under the supervision of the District Budget and Finance Committee.
- Sec. 2.** No lions club or any member of any lions club shall solicit funds or anything of material or commercial value from any other lions clubs or club members for any purpose whatsoever; provided, however, that in the event of a major calamity or disaster; the District Cabinet may authorize solicitation of relief aid. This section shall not preclude cooperation projects between clubs and the District.
- Sec. 3.** Neither this District, nor a subdivision of, nor a club therein, shall employ "Professional Fundraisers."

**Article V
INTER-CLUB ACTIVITIES**

The practice of "borrowing" another lions club's paraphernalia shall be regulated in accordance with the following rules:

- Rule 1.** The paraphernalia referred to above shall be limited to the club bell and/or gavel. Once any such item is in the hands of a "borrower" it shall be considered in his/her club's possession, without contest until retrieved in accordance with Rule 6 below, and the "borrower" shall give signed receipt for the borrowed paraphernalia to the presiding officer of the club whose paraphernalia is "borrowed."
- Rule 2.** No other paraphernalia shall be "borrowed."
- Rule 3.** No paraphernalia shall be taken at any time other than during any regular meeting of the home club. For the purpose of this rule a regular meeting does not include occasional functions such as spouses' Nights, Charter Nights, Zone, or District meetings, or Governor's Annual Visitation.
- Rule 4.** Any lions club "borrowing" paraphernalia shall notify the losing lions club of the whereabouts of said paraphernalia within ten days of the date of "borrowing."
- Rule 5.** No cash value shall be placed on the redemption of "borrowed" paraphernalia other than the regular fines.
- Rule 6.** If the losing club shall visit the "borrowing" club under current District Governor Visitation Contest rules, the paraphernalia shall be returned at the time in exactly the same condition as when borrowed. Should such visitations not be made within sixty (60) days, it shall be incumbent upon the officer of the lions club in possession of such paraphernalia, to return such items to rightful owners in exactly the same condition as when "borrowed".
- Rule 7.** The "borrowing" club will be responsible for the safekeeping of all "borrowed" equipment and shall not use said equipment for the conduction of its meetings or make said equipment available for "borrowing" by visiting clubs.

Rule 8. When any lion or group of lions visits a club in a District other than his/her own, equipment or paraphernalia of the host club may be borrowed only in accordance with the rules of the District in which the host club is located.

**Article VI
INSTALLATIONS**

Sec. 1. The District Governor shall provide for the installation of each Vice District Governor, Cabinet Secretary, Cabinet Treasurer, Region Chair, Zone Chair and Standing Committee Members at a regular or special meeting.

**Article VII
SCHOOL OF INSTRUCTION**

Sec. 1. The District Governor, in cooperation with the Past District Governor, shall arrange and conduct a school of instruction for all incoming District Officers, Committee Chairs and Club Officers prior to or in conjunction with the first District Cabinet Meeting of the ensuing year.

**Article VIII
Incorporation**

Sec. 1. The International Association of Lions Clubs, District 4-C5, shall be incorporated as a Nonprofit Benefit Corporation under the laws of the State of California. It shall operate exclusively for the purposes set forth in the Internal Revenue Code Section 501 C 4.

**Article IX
RESOLUTIONS**

Sec. 1. Any resolution or proposition calling for the expenditure of money not provided for in the budget shall be presented to the Budget and Finance Committee at least 15 days prior to a District Convention or meeting of the District Governor's Cabinet. Such resolution shall specifically set forth the source of the funds to be expended. Upon favorable recommendation by the Committee, the resolution may be presented to the convention or cabinet meeting and may be adopted by a majority vote of the delegates or alternates or two-thirds vote of the District Governor's Cabinet.

**Article X
FINANCIAL REVIEW/AUDIT**

Sec. 1. The District Budget shall allocate sufficient funds as deemed reasonable and appropriate by the Budget and Finance Committee for professional fees to complete the "final review or audit".

**Article XI
STUDENT SPEAKERS**

Sec. 1. The per capita dues paid to District 4-C5 shall be increased by one dollar (\$1.00) to aid the funding of the Student Speakers Contest and the Student Speakers Foundation.

Sec. 2. The monies collected and allocated annually by the District Budget shall be accounted for, and any excess funds over the District Student Speaker Contest requirements shall be donated to the "Fourth District Student Speakers Foundation, Inc."

**Article XII
RULES AND GOVERNMENT**

Sec. 1. "Robert's Rules of Order Revised" shall constitute the rules governing the district convention, all meetings of the District, and the District cabinet meetings, unless otherwise provided for by resolution of a district convention.

**Article XIII
AMENDMENTS**

Sec. 1. These By-Laws may be amended in the same manner as provided for the amendment of the Constitution of this District, except that simple majority shall govern.