

LIONS CLUBS INTERNATIONAL



**MULTIPLE DISTRICT 2
TEXAS**

CONSTITUTION & BY-LAWS

AS AMENDED

JUNE 5, 2009

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Lions Clubs International

Multiple District 2

CONSTITUTION

ARTICLE I: NAME

SECTION 1. The name of this organization is the International Association of Lions Clubs, Multiple District 2, the State of Texas, and the United States of America.

ARTICLE II: AUTHORITY

SECTION 1. The Constitution and By-Laws of the International Association of Lions Clubs is hereby made a part of this document. Where conflict occurs, the latest edition of the Constitution and By-Laws of the International Association of Lions Clubs shall take precedence.

ARTICLE III: OBJECTS

SECTION 1. To provide Multiple District 2 with an efficient organization for the purpose of advancing Lionism in accordance with the objects of the International Association of Lions Clubs.

ARTICLE IV: MEMBERSHIP AND ORGANIZATION

SECTION 1. CLUBS: The membership of this organization shall consist of all Lions Clubs within the boundaries of Multiple District 2 which have been duly chartered by the International Association of Lions Clubs and are in good standing.

SECTION 2. DISTRICTS: The Lions Clubs of Multiple District 2 shall be organized into Districts as approved by Multiple District 2 Officers and in accordance with the Constitution and By-Laws of the International Association of Lions Clubs. Said organization and division of Multiple District 2 into Districts and identification of same as shown on the current master map of Texas marked "Exhibit A" and attached hereto shall govern.

SECTION 3. DISTRICT BOUNDARIES: Changes in District boundaries may be made only on approval of Multiple District 2 Officers and in accordance with the Constitution and By-Laws of the International Association of Lions Clubs.

ARTICLE V: MULTIPLE DISTRICT 2 OFFICERS

SECTION 1. OFFICERS: The officers of this Multiple District 2 shall be the District Governors of this Multiple District. Said Officers are to be known as Multiple District 2 Council of Governors, hereinafter, called the Council of Governors. There shall be no salary paid to any officer or committee person of Multiple District 2.

SECTION 2. CHAIRPERSON: Beginning with fiscal year 1990-91, the Council Chairperson shall be the Immediate Past Council Chairperson-Elect or his/her successor as determined in accordance with this Constitution.

- a) The Council Chairperson shall be the Chairperson of the Council of Governors and as such shall preside at all meetings of the Council, shall be an ex-officio member of all Multiple District 2 Committees, and shall be governed by Roberts Rules of Order. The Council Chairperson shall not be a voting member of the Council of Governors. No Lion shall serve more than one (1) term as Council Chairperson.
- b) Whenever a Council Chairperson is unable to serve as Council Chairperson, as determined by his/her attending physician, the District Governor of the district which is the home district of the Council Chairperson, shall appoint, with the advice and consent of the Past District Governors living in said district, a Past District Governor from said district to serve as Council Chairperson for the duration of the incapacity. The appointed Council Chairperson shall preside at the meetings and functions of the Multiple District 2 Council and carry out all duties of the Council Chairperson.
- c) The state level office for Multiple District 2 shall be under the jurisdiction of the Council Chairperson who shall be responsible to the Council of Governors for its operation and function in accordance with policies and budget approved by the Council of Governors.
- d) The Council Chairperson is the chairperson of the Employee Oversight Committee.
- e) The Council Chairperson, along with the other members of the Employee Oversight Committee, is responsible for: monitoring the work activities, salaries, benefit schedules and expenses related to all Multiple District 2 employee; conducting a semi-annual performance review, to be completed by December 1st and June 30th for each employee for the first year of employment; conducting an annual performance review, completed by June 30th, for each employee after the first year of employment; reporting the results of the performance review to the Council of Governors; and making recommendations

for changes in employment status, salaries and benefits for any employee, with such recommendations only implemented with the official approval of the Council of Governors.

- f) The Council Chairperson is responsible for receiving any complaints or problems submitted by any Multiple District 2 employee, including reports about unsafe working conditions, accidents reports, employee illness reports and complaints about sexual harassment. The Council Chairperson must respond within one (1) week in writing to the person or persons advancing the complaint.
- g) The Council Chairperson shall serve as the Chairperson of the Multiple District 2 Convention.
- h) The Council Chairperson shall appoint a member of the Council, who after receiving ratification by a majority of the Council, will serve as a member of the Executive Committee of the Texas Lions Camp, Inc., or the Council Chairperson may serve with the approval of the majority of the Council.

SECTION 3. VICE COUNCIL CHAIRPERSON: The Vice Council Chairperson shall be the District Governor elected to this office by the Council of Governors at the Multiple District 2 Convention immediately prior to his/her officially becoming Governor at the International Association of Lions Clubs Convention. He/She shall be responsible for:

- a) Presiding, in the absence of the Council Chairperson, at all Multiple District 2 meetings and functions; and
- b) Serving in the absence of the Council Chairperson as the Chairperson of the Multiple District 2 Convention.

SECTION 4. TREASURER: The Treasurer of the Council of Governors, hereinafter referred to as "Council Treasurer", shall be elected from the remaining members of the Council of Governors, and shall be elected at the Multiple District 2 Convention immediately prior to the time they officially become Governors at the International Association of Lions Clubs Convention.

SECTION 5. SECRETARY: The Secretary of the Council of Governors, hereinafter referred to as "Council Secretary", shall be elected from the remaining members of the Council of Governors, and shall be elected at the Multiple District 2 Convention immediately prior to the time they officially become Governors at the International Association of Lions Clubs Convention.

SECTION 6. COUNCIL CHAIRPERSON ELECT: There shall be a Council Chairperson-Elect who shall have been elected by a plurality vote at the Sub-District Convention to serve as Council Chairperson-Elect for the year prior to the year the Multiple District 2 Convention is scheduled to be held in such District, as provided by ARTICLE VII, SECTION 8.

The Council Chairperson-Elect shall be a Past District Governor. No Lions shall serve more than one (1) term as Council Chairperson. The Council Chairperson-Elect shall be an ex-officio member of all Multiple District 2 Committees. All candidates for the office of Council Chairperson-Elect must be a Past District Governor of Multiple District-2, must have received the endorsement of their home club, and must file with the District Governor, a resolution certifying such endorsement at least 30 days prior to the commencement of the Sub-District Convention at which the election will be held. No nominations may be received from the floor unless there are no candidates who file the necessary resolution in a timely manner.

SECTION 7. COUNCIL CHAIRPERSON-ELECT-ELECT: There shall be a Council Chairperson-Elect-Elect who shall be elected by plurality vote at the Sub- District Convention to serve a one (1) year term as Council Chairperson-Elect-Elect in the time period two (2) years prior to the year the Multiple District 2 Convention is scheduled to be held in his/her Sub-District, as provided in Article VII, Section 8.

- a) He/She shall serve as Chairperson of the Council of Second Vice District Governors, and preside at all meetings of the Council of Second Vice District Governors.
- b) He/She shall be a non-voting member of the Council of Second Vice District Governors.
- c) He/She shall be responsible for the coordination of training and orientation for the Second Vice District Governors in the areas of duties and responsibilities of First Vice District Governors and District Governors, members of the Council of Governors and other training as appropriate.

SECTION 8. EXECUTIVE COMMITTEE: The Executive Committee of the Council of Governors shall consist of the Council Chairperson, Council Vice-Chairperson, Council Treasurer, Council Secretary and Council Chairperson-Elect. All actions of the Executive Committee shall be subject to approval of the Council of Governors at its next meeting.

SECTION 9. THE EMPLOYEE OVERSIGHT COMMITTEE: The Employee Oversight Committee shall consist of six members: the Council Chairperson, two (2) District Governors selected by the Council Chairperson, two (2) Past Council Chairpersons, along with the Immediate Past Council Chairperson and the Council Chairperson-Elect. The current Council Chairperson shall serve as the committee chairperson.

The Employee Oversight Committee shall be responsible for:

- a) Monitoring the work activities, salaries, benefit schedules and expenses related to all Multiple District 2 employee/employees;
- b) Conducting a semi-annual performance review, completed by December 1st and June 30th for the first year of employment;
- c) Conducting an annual performance review, completed by June 30 for each employee after the first year of employment;
- d) Reporting the results of the performance review to the Council of Governors;
- e) Making recommendations for changes in employment status, salaries and benefits for any employee. However, recommendations shall not be implemented without the vote and approval of the Council of Governors.

SECTION 10. VACANCIES:

- a) Vacancies caused by death, resignation or removal in the office of either Council Chairperson or Council Chairperson-Elect shall be filled in accordance with the provisions of the Sub-District which elected such officer.
- b) Vacancies caused by death, or resignation or removal in any other office of the Council of Governors shall be filled by a majority of the then sitting Council of the then sitting Council of Governors.

ARTICLE VI: COUNCIL OF GOVERNORS

SECTION 1. MEMBERSHIP: The Council of Governors shall be the District Governors of Multiple District 2.

SECTION 2. AUTHORITY: The Council of Governors shall act in behalf of and transact all business of Multiple District 2 in the best interest of the membership. All corporate powers of Multiple District 2 expressed and implied, are vested in the Council of Governors by virtue of the individual election of the Governors by their respective Districts.

- a) Formal decisions are to be made at scheduled meetings of the Council of Governors;
- b) In the event of an unanticipated emergency, members of the Council of Governors may be contacted and polled to reach a decision, with ratification of that decision required to be made at the next formal Council meeting;

- c) A majority two-thirds (2/3) vote by the Council shall be binding on all members except hereinafter specified.

SECTION 3. DUTIES AND RESPONSIBILITIES

- a) **COUNCIL MEETINGS:** The Council of Governors shall first meet within sixty (60) days after the date on which the District Governors officially take office for the purpose of approving the Multiple District 2 Office staff, setting the amount of surety bond for the Council Treasurer and approving the surety company; approving the depository for Multiple District 2 funds; setting the amount of the Surety Bond; adopting a budget; setting tentative dates for meetings to be held at such times and places as deemed necessary and advisable by the Council Chairperson and approved by the Council of Governors or upon written request to the Council Chairperson by a majority of the members of the Council. One (1) of said meetings shall be in conjunction with the Multiple District 2 Convention as hereinafter provided.
- b) **MINUTES AND RECORDS:** The Council of Governors shall keep a true and accurate transcript, or cause to be kept, of all meetings, and the Council of Governors shall prepare and maintain a Policy Manual.
- c) **MULTIPLE DISTRICT 2 CHAIRPERSONS:** The Council of Governors shall appoint and exercise control over such Multiple District 2 Chairpersons and Multiple District 2 Committees (Extension, Membership, Public Relations, etc.) as they deem necessary for the successful, efficient operation of Multiple District 2 during the year.
- d) **TEXAS LIONS CAMP, INC. EXECUTIVE COMMITTEE:** The Council Chairperson shall appoint a member of the Council who, after ratification by a majority of the Council, will serve as a member of the Executive Committee of the Texas Lions Camp Inc., or the Council Chairperson may serve with the approval of a majority of the Council.
- e) **MULTIPLE DISTRICT 2 OFFICE:** The Council of Governors shall provide and be responsible for an adequate Multiple District 2 Office.
- f) **INTERNATIONAL ASSOCIATION OF LIONS CLUBS CANDIDATES:** The Council of Governors shall have the authority and it shall be the duty of the Council to determine when a candidate shall be presented by the Multiple District 2 for International office in accordance with the following procedures:
 - 1) It shall require the vote of two-thirds (2/3) of the entire Council of Governors to authorize presentation of a candidate for International office.
 - 2) After the Council of Governors authorizes presentation of a candidate for International office, any qualified Lion seeking the Multiple District 2 endorsement shall present their Sub-District's resolution for candidacy for International office

(original plus eighteen (18) copies to a duly called meeting of the Council of Governors not less than forty-five (45) days prior to the beginning of the first scheduled annual Sub-District Convention in the Multiple District 2. For purposes hereof, a resolution may come from a Sub-District's cabinet meeting or convention. A resolution for candidacy to International office is only effective for the International Association of Lions Clubs year in which it is passed.

A Sub-District may not offer a resolution for more than one (1) candidate in any given Association year.

- 3) All voting to endorse a Multiple District 2 candidate for International office shall be held in accordance with the Lions International Association of Lions Clubs Constitution and By-Laws, the Multiple District 2 Constitution and By-Laws, and the Multiple District 2 Policy Manual. Those portions of the Policy Manual regarding "Statewide Elections" may only be modified by a two-thirds (2/3) vote of the entire Council of Governors.
- 4) In order to present a candidate for International office for endorsement by the delegates of the Multiple District 2 Convention, the following requirements must be met:
 - i) If there is only one (1) qualified candidate the ballot shall provide for a "YES" and a "NO" vote. A vote of sixty percent (60%) of the delegates or alternates present in person, qualified and voting "YES" at the Sub-District Convention shall be required to authorize presentation of the candidate to the Multiple District 2 Convention.
 - ii) If there are only two (2) qualified candidates, a majority of the delegates or alternates present in person, qualified and voting at the Sub-District Conventions shall be required to authorize presentation of the successful candidate to the Multiple District 2 Convention.
 - iii) If there are three (3) or more candidates, the candidate receiving a plurality of votes of the delegates or alternates present in person, and voting at the Sub-District Conventions shall be presented to the Multiple District 2 Convention.
- 5) Endorsement of a candidate for International office by a majority of delegates or alternates present in person, qualified and voting at the Multiple District 2 Convention shall be valid for the next two (2) International Association of Lions Clubs Conventions at which said candidate qualifies for endorsement and certification of the applicable International office.

- 6) In addition to receiving the endorsement from the Multiple District 2 Convention, a candidate for International office must also receive endorsement from such candidate's respective Sub-District at its Annual Convention at which said Sub-District selects its District Governor-Elect for the ensuing International Association of Lions Clubs year. An endorsement from a Sub-District Convention shall be valid for the next two (2) International Association of Lions Clubs Conventions at which said candidate qualifies for endorsement and certification of the applicable International office. A Sub-District may not offer an endorsement for more than one (1) candidate at any time.
- g) **REVISIONS TO MULTIPLE DISTRICT 2 CONSTITUTION AND BY-LAWS:** The Council of Governors shall have the authority, and it shall be its duty to recommend change (s) to this Constitution and By-Laws (including change(s) to the Multiple District 2 per capita dues), for good and just cause, in the best interest of Lionism within Multiple District 2.
- h) **INTERNATIONAL ASSOCIATION OF LIONS CLUBS CONVENTION:** The Council of Governors shall be responsible for the planning and coordination of all activities of this Multiple District 2 with respect to the International Convention such as hospitality room, gifts, favors, Multiple District pin(s), parade, caucus room and all other activities that are good and just cause determined to be desirable and favorable for Texas Lionism.
- i) **FINANCIAL REPORTS AND AUDIT:** The Council of Governors shall receive from the Council Treasurer financial reports at least ten (10) days prior to each Council meeting and shall make provisions for an audit of the books and accounts of the Council Treasurer at the end of the fiscal year. A copy of said audit shall be transmitted after completion of the audit to the International Association of Lions Clubs, all District Governors, the Multiple District 2 Office, and any accredited Lions Club of the Multiple District 2 upon request of its President or Secretary. The Council Treasurer shall provide for the transfer of all records of the Council, including cancelled checks, bank statements, record book, account book, etc., to the succeeding Council Treasurer and the Council of Governors by the First Council meeting of said Council. All such records, after being audited and examined by the succeeding Council of Governors shall be placed in the Multiple District 2 Office for safe keeping.
- j) **SURPLUS AND UNBUDGETED FUNDS:**
- The Council of Governors shall provide in the Multiple District 2 Administrative Budget an amount not less than five (5) percent or more than ten (10) percent of the total annual Multiple District 2 Administrative per capita dues, which shall be designated as a special unbudgeted fund. Said fund shall be retained intact and transferred to the succeeding

Council of Governors, to provide Multiple District 2 Administrative operation expenses between the time they officially take office and receipt of first semi-annual per capita dues from the Districts.

The Council shall provide for the transfer of said special unbudgeted fund and any surplus funds as there may be in any Multiple District 2 account to the succeeding Council of Governors.

- k) **NEW DISTRICT SUBSISTENCE:** The Council of Governors shall have the authority and it shall be its duty to provide sustenance in the form of a loan to a newly formed District, such loan to be repaid prior to the next Multiple District 2 Convention, if not sooner.
- l) **MISCELLANEOUS:** The Council of Governors shall perform all other duties in pursuance of promoting Lionism within this Multiple District 2.

ARTICLE VII: MULTIPLE DISTRICT 2 CONVENTION

SECTION 1. PROVISION AND PURPOSE: There shall be a Multiple District 2 Convention held each year. The Multiple District 2 Convention shall be for the purpose of conducting Multiple District 2 business and coordinating the action taken by the District Conventions on Multiple District 2 matters. Each chartered club in good standing as defined in ARTICLE VII, SECTION 3, shall be entitled to voting delegates and alternates.

Each club in Multiple District 2 shall submit to the Multiple District 2 Administrative Secretary a list of its accredited delegates and alternates to each Multiple District 2 Convention who shall deliver a like list to the Credentials Committee. The failure on the part of the club to submit said list of accredited delegates and alternates by 6:00 P.M. on the date proceeding the opening day of the Multiple District 2 Convention shall preclude these delegates or alternates from being certified to vote. The District Governor, with the consent of the members of a club present, may accredit for certification eligible members of that club as delegates or alternates, if, in District Governor's opinion, there are conditions warranting same.

SECTION 2. TIME AND PLACE: The Multiple District 2 Convention shall be held at a time set by the Council of Governors, but in any instance, it shall be held not sooner than one (1) week after the last District Convention (except that of the District in which the Multiple District 2 Convention is held, which District Convention may be held in the preceding days) nor later than thirty (30) days prior to the International Association of Lions Clubs Convention.

The Multiple District 2 Convention shall be held in the District of the Chairperson of the Council of Governors on a rotational basis, as hereinafter provided.

SECTION 3. ANNOUNCEMENT: There shall be placed on the printed program of all the District Conventions, the time and place of the Multiple District 2 Convention. The Multiple District 2 Office shall issue an Official Call for the annual Multiple District 2 Convention not earlier than ninety (90) days nor later than thirty (30) days prior to the date fixed for holding same by sending a notice to each club of the time and place and notifying the clubs that each chartered club in Multiple District 2 in good standing with the International Association of Lions Clubs, the Multiple District 2, and their respective Districts, and with all International Association of Lions Clubs, Multiple District 2 and District dues paid to date, shall be entitled to one (1) voting delegate and one (1) alternate for each ten (10) members of said club, or major fraction thereof, as shown by the records of the International Association of Lions Clubs on the first day of the month last preceding that month during which the convention is held. The major fraction referred to shall be five (5) or more members. Only registered delegates with certified credentials, present in person at any meeting of the convention shall be entitled to vote, and each such delegate may cast only one (1) vote on each question. Minutes of the meeting of the Council of Governors, held during the year, shall be subject to examination by any interested Lion.

SECTION 4. ARRANGEMENTS: All arrangements for the Multiple District 2 Convention (meeting rooms, banquets, speakers, etc.) shall be the responsibility of and shall be under the direct supervision of the Executive Committee of the Council of Governors.

SECTION 5. CHAIRPERSON: The Chairperson of the Multiple District 2 Convention shall be the Council Chairperson; or in absence of the Council Chairperson, the Council Vice-Chairperson shall serve, and in case of absence of the Vice-Chairperson, any District Governor or District Governor-Elect may then and there be elected to serve.

SECTION 6. PROCEEDINGS: All elections shall be held in accordance with Constitution and By-Laws of the International Association of Lions Clubs, and this document. Each legal delegate or alternate present in person shall be entitled to cast one (1) vote on every question submitted to the Multiple District 2 Convention. The delegates or alternates present in person, qualified and voting at the Multiple District 2 Convention shall constitute a quorum.

SECTION 7. RECORDING: A true and complete transcript (including financial report) of the proceedings of the Multiple District 2 Convention shall be made. A copy of said transcript shall be mailed to the District Governors, a copy of which shall be kept on file in the Multiple District 2 Office. All clubs in Multiple District 2 shall be notified by the Multiple District 2 Administrative Secretary, at least one (1) week prior to the International Association of Lions Clubs Convention about the pertinent proceedings (election of candidates for International office, change(s) to this document and others) of the Multiple District 2 Convention. A complete transcript shall be made available on request by any Club President or Club Secretary to the Multiple District 2 Office.

SECTION 8. ROTATION: The location for the International Association of Lions Clubs Convention shall pass from one (1) District to another in the following order, beginning in 1989:

2-E2	2-T1	2-T2	2-T3	2-S1	2-S2	2-S3	2-S4
1991	1992	1993	1994	1995	1996	1997	1998
2007	2008	2009	2010	2011	2012	2013	2014
2023	2024	2025	2026	2027	2028	2029	2030
2-S5	2-A1	2-A2	2-A3	2-X1	2-X2	2-X3	2-E1
1999	2000	2001	2002	2003	2004	2005	2006
2015	2016	2017	2018	2019	2020	2021	2022
2031	2032	2033	2034	2035	2036	2037	2038

Should a new District (s) be created, as heretofore provided, said District (s) shall be placed in logical sequence in the above order and shall be entitled to host the Multiple District 2 Convention in said order.

SECTION 9. EXPENSES: The District hosting the Multiple District 2 Convention must provide the funding for said convention.

ARTICLE VIII: DISTRICT ORGANIZATION

SECTION 1. ORGANIZATION: Each District organization shall be in accordance with the International Association of Lions Clubs Constitution and By-Laws without exception, and the International Association of Lions Clubs booklet entitled "DISTRICT GOVERNOR'S ORGANIZATION" except as noted and/or expanded upon herein.

SECTION 2. MEMBERSHIP: The membership of the Multiple District 2 shall consist of all Lions Clubs and members thereof, within the established boundaries of the District which have been duly chartered by the International Association of Lions Clubs and are in good standing.

SECTION 3. DISTRICT GOVERNOR: Each District within Multiple District 2 shall have a District Governor duly elected as provided herein and in accordance with the Constitution and By-Laws of the International Association of Lions Clubs.

- a) **QUALIFICATIONS:** A candidate for the office of District Governor shall meet the qualifications as set forth in the Constitution and By-Laws of the International Association of Lions Clubs. These qualifications are as follows:
- i. Be an active member in good standing of a chartered Lions Club in good standing in his/her single or sub-district.
 - ii. Secure the endorsement of his/her club or a majority of the clubs in his/her single or sub-district.
 - iii. Currently be serving as the First Vice District Governor within the district from which he/she is to be elected.
 - iv. Only in the event the current First Vice District Governor does not stand for election as District Governor, or if a vacancy in the position of First Vice District Governor exists at the time of the district convention, any club member who fulfills the qualifications for the office of Second Vice District Governor as set forth in the Constitution and By-Laws of the International Association of Lions Clubs and who is currently serving or who has served one (1) additional year as a member of the district cabinet, shall fulfill the requirements of Second Vice District Governor.
 - v. In addition, a candidate for District Governor must be willing and must attend, unless providentially hindered, the District Governors School at the International Association of Lions Clubs Convention immediately prior to his/her taking office.
 - vi. Candidacy qualifications for District Governor as set forth in the Constitution and By-Laws of the International Association of Lions Clubs shall not apply to the candidate for District Governor of a newly formed district until that newly formed district has been established for a period of three (3) years or more. Service as a member of the cabinet of such district prior to becoming a district may constitute a part of such qualifications.
- a) **ELECTION:** The election of a District Governor must be in compliance with the Constitution and By-Laws of the International Association of Lions Clubs.
- i) The District Governor election shall be conducted by secret ballot, with the District Governor candidate required to secure a majority of votes cast by the delegates present and voting in order to be declared elected, for purpose of such

election, a majority is defined as a number more than one-half (1/2) of the total valid votes cast excluding blanks and abstentions.

- ii) Otherwise, the election for the office of District Governor shall be conducted in accordance with the provisions of the respective district (single, sub-district and multiple) constitution and by-laws.
- iii) In Multiple District 2, there shall be no "write in" votes cast for the office of District Governor, except as hereinafter provided.
- iv) Nominations for the office of District Governor shall NOT be made from the floor of the District Convention, except as hereinafter provided.
- v) In the event there is only one (1) candidate, the ballot shall provide for a "YES" and a "NO" vote. A majority of "YES" votes shall be required to elect. In the event the majority of votes are "NO" then and only then can nominations be made from the floor of a duly notified Convention Assembly. Procedures as heretofore and hereinafter provided in all respect shall apply except that the nominee's name need not appear on printed ballot.
- vi) In the event the District Convention convenes with no pre-endorsed (pre-nominated) candidate then nominations from the floor of a duly notified Convention Assembly shall be the order of the day.
- vii) In the event there are three (3) or more qualified candidates, the ballot shall include the following procedural choices: "A plurality shall elect" and "A run-off shall be required" between the two (2) candidates receiving the most votes.
- viii) In the event of any tie votes, a decision shall be determined by lot.
- ix) The results of each District Governor election shall be reported to the International Association of Lions Clubs office by the respective current District Governor and/or the International Association Of Lions Clubs staff representative. The results so reported shall be presented to the International Association of Lions Clubs Board of Directors and thereby become effective, except in the case of an election protest filed in accordance with the procedure of the International Board of Directors as set out in the Board Policy Manual or legal action resulting there from, in which event the appointment or election of such District Governor shall be subject to action by the International Board of Directors.
- x) If a district shall fail to elect a qualified District Governor, or if the District Governor-Elect of any district shall die or refuse or be found by the International Board of Directors to be unable by reason of illness or other disability to take

such office prior to the day his/her term would otherwise begin, or if a vacancy will exist as a result of a District Governor election protest or legal action, then such district may have a District Governor appointed by the International Board of Directors in the time and manner and for the term set forth in the Constitution and By-Laws of the International Association of Lions Clubs.

b) TERM OF OFFICE:

The term of office for District Governor shall be provided in the International Association of Lions Clubs Constitution and By-Laws. The District Governor shall serve a term of one (1) year, which term shall begin with the close of the International Association of Lions Clubs Convention held in the year of his/her election, and end at the close of the next convention of the International Association of Lions Clubs. No District Governor may succeed himself/herself in office.

c) DUTIES AND RESPONSIBILITIES:

(i) As an Officer of the International Association of Lions Clubs, and under the general supervision of the International Board of Directors, the District Governor shall represent the Association in his/her district.

(ii) The District Governor shall be the chief administrative officer of his/her district, and shall have direct supervision over the Region Chairpersons ,Zone Chairpersons, the Cabinet Secretary and Cabinet Treasurer (or Cabinet Secretary/Treasurer), and such other cabinet members as may be provided for in the respective single, or multiple district constitution and by-laws.

(iii) His/Her specific responsibilities shall be to:

- a. Further the purposes of this the International Association of Lions Clubs;
- b. Actively participate, and inspire other district officers to administer and promote effective membership growth and new club organization;
- c. Actively participate and inspire other district officers to administer and promote leadership development at the club and district levels;
- d. Support and promote the Lions Clubs International Foundation;
- e. Preside, when present, over the district convention, cabinet and other district meetings;
- f. Perform such other functions as required by the International Board of Directors.

- (iv) As an officer of Multiple District 2, the District Governor shall, by the time of taking office, divide the District into regions of sixteen (16) or less Lions Clubs each and divide each region into zones of eight (8) or less Lions Clubs.
- (v) The District Governor shall by the time of taking office, appoint a Region Chairman for each Region and shall appoint a Zone Chairman for each Zone within the District.
- (vi) The District Governor shall, by the time of taking office, appoint a District Cabinet Secretary, hereinafter called Cabinet Secretary, and a District Cabinet Treasurer, hereinafter called Cabinet Treasurer. One (1) Lion may be appointed to both positions to serve as Cabinet Secretary/Treasurer.
- (vii) The District Governor shall appoint District Committees and designate the chairman thereof and such other officers as deemed necessary for the furtherance of Lionism within the District.
- (viii) The District Governor shall issue an official call for a District Convention as hereinafter provided.
- (ix) The District Governor shall appoint committees and designate the chairman thereof for the operation and function of the hereinafter provided District Convention. Such committees are hereinafter referred to as Convention Committees. Appointments shall be made as follows: The District Governor shall appoint and receive notification of acceptance, at least sixty (60) days prior to the District Convention, a Convention Nomination Committee of not more than five (5) members, each of whom shall be members of different Lions Clubs within the District.
- (x) The District Governor shall appoint a Convention Constitution and By-Laws Committee and shall receive notification of acceptance at least sixty (60) days prior to the District Convention. Recommended revisions to the Multiple District 2 Constitution and/or the International Association of Lions Clubs Constitution and By-Laws are to be presented at the District Convention. The committee shall consist of not more than five (5) members, each of whom shall be members of different Lions Clubs within the District.
- (xi) The District Governor shall appoint all other Convention Committees such as: Credentials, Election, International Association of Lions Clubs Convention, Necrology, Parliamentary, Registration, Resolutions, Rules, Sergeant-at-Arms, etc., at least fifteen (15) days prior to the District Convention.

- (xii) The District Governor has the authority and it shall be his/her duty to remove from office any officer, appointed by the District Governor, who is derelict and negligent in carrying out the duties of such office for any good and just cause in the best interest of Lionism.
 - (xiii) In the event of vacancy in any District office, except that of District Governor and/or club President and Secretary, the District Governor has the authority and duty to fill such vacancy for the time thereof.
- d) **REMOVAL FROM OFFICE:** Any District Governor, who is negligent in the performance of the duties and responsibilities of the office, or for any good and just cause, may be removed from office by the following procedure in its entirety and sequence:
- (i) A two-thirds (2/3) vote for removal by the District Cabinet.
 - (ii) A two-thirds (2/3) vote for removal by the Board of Directors of the clubs in the District.
 - (iii) Submission of a petition to the International Association of Lions Clubs Board of Directors stating full particulars. The subsequent decision of International Board of Directors shall be final.
- e) **VACATED OFFICE:** In the event a vacancy occurs in the office of District Governor under the Constitution and By-Laws of the International Association of Lions Clubs, 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 Association of Lions Clubs Board of Directors for the remainder of the term as provided for by the procedures set forth by the International Association of Lions Clubs in the Constitution and By-Laws.
- f) **PROCEDURES FOR FILLING A VACANCY IN THE OFFICE OF DISTRICT GOVERNOR:** The International Association of Lions Clubs Board of Directors may make an appointment to fill a vacancy in the office of District Governor prior to the time when the term of an elected District Governor commences under the Constitution of the International Association of Lions Clubs.

If so made, such appointees shall be treated as if elected to said office, subject to regular expense audit rules.

In making such appointments, and in filling any vacancy in the office of District Governor under the Constitution and By-Laws of the International Association of Lions Clubs, the International Board of Directors shall not be bound by but shall consider any recommendations resolved at a meeting to which the District Governor, Immediate Past District Governor, First and Second Vice District Governors, the Region Chairpersons,

Zone Chairpersons, the Cabinet Secretary ,the Cabinet Treasurer (or Cabinet Secretary/Treasurer), all Past International Directors, and Past District Governors who are members in good standing of a chartered Lions Club in good standing in the district have received invitations to attend.

Said meeting is to be held within fifteen (15) days of notification by the International Board of Directors. It shall be the duty of the Immediate Past District Governor or if he/she is not available, the most recent Past District Governor who is available, to send out invitations to attend said meeting. It shall also be his/her responsibility to preside as chairperson of said meeting. It is the duty of the Chairperson to convey the results to the International Board of Directors within seven (7) days, together with evidence of invitations sent and attendance at said meeting. Each Lion who is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one (1) vote for the Lion of his/her choice as the nominee for the appointment to the office of District Governor.

- g) **DISTRICT GOVERNOR ELECTION – NEW DISTRICT:** On the initial formation of a district, it shall be entitled to elect a District Governor at its first convention after attaining the required minimum number of clubs and club members in good standing, but candidacy qualifications for District Governor as set forth in the Constitution and By-Laws of the International Association of Lions Clubs shall not apply until such district has been established for a period of three (3) years or more.

SECTION 4. FIRST VICE DISTRICT GOVERNOR: Each District within the Multiple District 2 shall have a First Vice District Governor to be elected in accordance with the Constitution and By-Laws of the International Association of Lions Clubs, Multiple District 2 and the Sub-District from which he/she is to be elected.

- a) **QUALIFICATIONS:** A candidate for the office of First Vice District Governor shall meet the qualifications as set forth in the Constitution and By-Laws of the International Association of Lions Clubs. These qualifications are as follows:
 - i) Be an Active Member in good standing of a chartered Lions Club in good standing in his/her single or sub-district.
 - ii) Secure the endorsement of his/her club, or a majority of the clubs in his/her single or sub-district.
 - iii) Currently be serving as the Second Vice District Governor within the district from which he/she is to be elected.
- b) **ELECTION:** The election of the First Vice District Governor shall be conducted by a secret written ballot, with the First Vice District Governor candidate required to secure a majority

of the votes cast by the delegates present and voting in order to be declared elected; for purpose of such election, a majority is defined as a number more than one-half (1/2) of the total valid votes cast excluding blanks and abstentions .Otherwise, an election for the office of First Vice District Governor shall be conducted in accordance with the provisions of the respective district (single, sub- and multiple) constitution and by-laws. The result of the election shall be reported to the International Association of Lions Clubs by the respective current District Governor and/or International representative.

- c) **TERM OF OFFICE:** the First Vice District Governor shall serve a term of office of one (1) year, which shall begin with the close of the convention of the International Association of Lions Clubs held in the year of his/her election and end at the close of the next convention of the Association. No First Vice District Governor may succeed himself/herself in office.
- d) **DUTIES AND RESPONSIBILITIES:** The First Vice District Governor, subject to the supervision and direction of the District Governor, shall be the chief administrative assistant of the District Governor. His/Her specific responsibilities shall be as follows.
- 1) To further the purposes of the International Association of Lions Clubs.
 - 2) To play an active role in membership development including the extension of new clubs and leadership development within the district.
 - 3) To become familiar 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 that office.
 - 4) To perform such administrative duties as may be assigned by the District Governor.
 - 5) To perform such other functions and acts as may be required for him/her by the International Association of Lions Clubs Board of Directors and other directives.
 - 6) To actively participate in all cabinet meetings and conduct all meetings in the absence of the District Governor.
 - 7) To participate in the Council of Governors meetings as appropriate.
 - 8) To participate in the preparation of the district budget.
 - 9) To engage actively in all matters to be continued during the next year.
 - 10) At the request of the District Governor, supervise appropriate district committees and participate in the review of strengths and weaknesses of the district.

- e) **REMOVAL FROM OFFICE:** a First Vice District Governor, who is negligent in the performance of the duties and responsibilities of the office, or for any other good and just cause, may be removed from office by the procedure prescribed by the Constitution and By-Laws of Multiple District 2 and the respective Sub-District in which he/she was elected to office.
- f) **VACANCY IN OFFICE:** In the event of a vacancy in the office of First Vice District Governor a replacement may be elected in accordance with the provisions of the Constitution and By-Laws of the International Association of Lions Clubs, Multiple District 2 and the respective Sub-District in which he/she was elected to office.

Only in the event the current Second Vice District Governor does not stand for election as the 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 the Constitution and By-Laws of the International Association of Lions Clubs shall fulfill the requirements for candidacy.

SECTION 5. SECOND VICE DISTRICT GOVERNOR: Each District within Multiple District 2 shall have a Second Vice District Governor to be elected in accordance with the provisions of the Constitution and By-Laws of the International Association of Lions Clubs, Multiple District 2 and the Sub-District from which he/she is to be elected.

- a) **QUALIFICATIONS:** A candidate for the office of Second Vice District Governor shall meet the qualifications as set forth in the Constitution and By-Laws of the International Association of Lions Clubs. Those qualifications are as follows.
 - 1) Be an active member in good standing of a chartered Lions Club in good standing in his/her Sub-District.
 - 2) Secure the endorsement of his/her club or a majority of the clubs in his/her Sub-District.
 - 3) Have served or will have served at the time he/she takes office as Second Vice District Governor as: (a) President of a Lions Club for a full term or major portion thereof, and a member of the Board of Directors of a Lions Club for no less than two (2) additional years; and (b) as Zone Chairperson or Region Chairperson or Cabinet Secretary and/or Treasurer for a full term or major portion thereof; (c) with none of the previous being accomplished concurrently.
- b) **ELECTION:** The election of the Second Vice District Governor shall be conducted by a secret written ballot, with the Second Vice District Governor required to secure a majority of the votes cast by the delegates present and voting in order to be declared

elected for purpose of such election. A majority is defined as a number more than one-half (1/2) of the total valid votes cast excluding blanks and abstentions. The result of the election shall be reported to the International Association of Lions Clubs by the respective current District Governor and/or International representative.

- c) **TERM OF OFFICE:** The Second Vice District Governor shall serve a term of office of one (1) year which term shall begin with the close of the convention of the International Association of Lions Clubs held within the year of his/her election and end at the close of the next convention of the Association. No Second Vice District Governor can succeed himself/herself in office.
- d) **DUTIES AND RESPONSIBILITIES:** The Second Vice District Governor is subject to the supervision and direction of the District Governor. His/Her specific responsibilities shall be as follows.
 - 1) To further the purposes of the International Association of Lions Clubs.
 - 2) To actively participate and inspire other district officers to administer and promote effective membership growth and new club organization.
 - 3) To perform such duties as assigned by the District Governor, including assisting the District Retention Chairperson.
 - 4) To perform such other functions and acts as required by the policy of the International Association of Lions Clubs.
 - 5) To actively participate in all cabinet meetings and conduct all meeting in the absence of the District Governor and First Vice District Governor.
 - 6) To participate in the preparation of the district budget.
 - 7) To actively engage in all matters to be continued during the following year.
 - 8) At the request of the District Governor, supervise appropriate district committees and participate in the review of strengths and weaknesses of the district.
- e) **REMOVAL FROM OFFICE:** A Second Vice District Governor who is negligent in the performance of the duties and responsibilities of the office, or for any other good and just cause, may be removed from office by the procedure prescribed by the Constitution and By-Laws of Multiple District 2, and the respective Sub-District in which he/she was elected to office.
- f) **VACANCY IN OFFICE:** In the event of a vacancy in the office of Second Vice District Governor, a replacement may be elected in accordance with the provisions of the

Constitution and By-Laws of the International Association of Lions Clubs, Multiple District 2 and the respective Sub-District in which he/she was elected.

SECTION 6. THE DISTRICT GOVERNOR'S HONORARY COMMITTEE

There shall be, in each District, a District Governors Honorary Committee. The membership of said committee shall consist of Past International Officers, Past International Directors and Past District Governors who are members of Lions Clubs within the District.

The Immediate Past District Governor shall be the Chairperson of said committee. Said committee shall meet when and as called upon by the District Governor.

ARTICLE IX: DISTRICT GOVERNOR'S CABINET

SECTION 1. MEMBERSHIP: The membership of the District Governors Cabinet, hereinafter called the Cabinet, shall be as provided for in the Constitution and the By-Laws of the International Association of Lions Clubs, Multiple District 2 and the respective Sub-Districts.

The Cabinet officers of the District shall be: the District Governor, the Immediate Past District Governor, the First Vice District Governor, the Second Vice District Governor, the Cabinet Secretary, the Cabinet Treasurer, (or Cabinet Secretary/Treasurer), the Region Chairpersons, the Zone Chairpersons, the District Committee Chairpersons, the Presidents and Secretaries of the Clubs, and two (2) duly elected Directors of the Texas Lions Camp, Inc..

Each officer shall be a member, in good standing, of a duly chartered Lions Club, likewise in good standing, in the District. There shall be NO salary paid to any officer of any District within Multiple District 2.

SECTION 2. AUTHORITY: The Cabinet shall function within the limits of the International Association of Lions Club Constitution and By-Laws and this document. The Cabinet shall be the Executive Body of the District and as such, all corporate powers of the District, expressed or implied, are vested in the Cabinet. A majority of the Cabinet Members present shall constitute a quorum.

SECTION 3. DUTIES AND RESPONSIBILITIES

- a) **PURPOSE:** The Cabinet's purpose is to supervise, coordinate and promote the general welfare of Lions Clubs and the individual members thereof, and to assist the District Governor in performing the duties of his/her office. The Cabinet shall act in behalf of, and transact all business of the District in the best interest of, the membership.
- b) **CABINET MEETINGS:** The Cabinet shall meet at least four (4) times during the year (once each quarter) and/or as set by the District Governor. The first meeting shall be held

within thirty (30) days after the adjournment of the preceding the International Association of Lions Clubs Convention for the purpose of approving the depository for District funds; adopting a budget for the year; discussing matters and transacting business pertaining to the District.

Ten (10) days written notice of Cabinet meetings shall be given to each member. Special meetings of the Cabinet may be called at the discretion of the District Governor, or shall be called upon the written request by a majority of the members thereof, not less than five (5) days nor more than ten (10) days written notice of special meetings of the Cabinet shall be given to each member thereof.

- c) **SURETY BOND:** The Cabinet shall require the posting of a surety bond in the amount of \$5,000.00 minimum on the Cabinet Treasurer as provided by the Multiple District 2 Office.
- d) **MINUTES AND RECORDS:** The Cabinet shall require that accurate records of each and all Cabinet meetings and all District proceedings, including District Convention, shall be kept; that minutes of said meeting and/or proceedings, including financial reports, shall be presented to the District Convention, shall be transmitted by the Cabinet Secretary to the District Governor, each member of the Cabinet, the International Association of Lions Clubs, and Multiple District 2 within five (5) days of the meeting, and that copies of same shall be given to the succeeding District Governor and Cabinet Secretary.
- e) **DISTRICT REVENUE:** The Cabinet shall require that all monies collected as District Revenue, and all other monies deposited with or transmitted through the District for any reason, shall be deposited in the approved depository of the District; that said monies shall be disbursed as payments or withdrawals only by check signed by the Cabinet Secretary or Cabinet Treasurer and countersigned by the District Governor; and that all disbursements be approved by the Cabinet. In the event that, for any reason, the Cabinet Secretary or Cabinet Treasurer and the District Governor cannot sign a check, a notarized attestation by a majority of the Cabinet shall be sufficient to release the monies or provide for another signatory or signatories.
- f) **DISTRICT CONVENTION:** The Cabinet shall provide for a District Convention annually. The Cabinet shall have the absolute power to change at any time, for good and sufficient reason, without liability to the District or Multiple District 2, the city or place holding the District Convention. The District Governor's expenses in conjunction with the District Convention shall be considered a District Administrative expense. Reimbursement for said expenses shall be in accordance with the Rules of Audit of the International Association of Lions Clubs.
- g) **MULTIPLE DISTRICT 2 CONVENTION:** The Cabinet shall be responsible for funding and coordinating District functions at the Multiple District 2 Convention. The Cabinet

shall, when requested by the Executive Committee of the Council of Governors, assist in every way in providing for, organizing and coordinating the Multiple District 2 Convention held in its District.

- h) **INTERNATIONAL ASSOCIATION OF LIONS CLUBS CONVENTION:** The Cabinet shall be responsible for gifts and favors for the International Association of Lions Clubs Convention as requested by the District Governor.

The Cabinet shall provide for the expenses of the District Governor-Elect in conjunction with his/her attending the International Association of Lions Clubs Convention and District Governors school at same unless otherwise provided by the International Association of Lions Clubs. Said expenses, if required, shall be considered a District Administrative expense and reimbursement for same, by the District, shall be in accordance with the Rules of Audit of the International Association of Lions Clubs.

The Cabinet shall provide for the expenses of the District Governor in conjunction with his/her attending the International Association of Lions Clubs Convention. Said expenses shall be considered a District Administrative expense and reimbursement for same, by the District, shall be in accordance with the Rules of Audit of the International Association of Lions Clubs or as designated by the Cabinet.

Every consideration should be given by the Cabinet to at least provide in part for the expenses of the Cabinet Secretary/Treasurer in conjunction with his/her attending the International Association of Lions Clubs Convention.

If provided, said expenses shall be considered a District Administrative expense and reimbursement for same, by the District, shall not exceed the provisions in the Rules of Audit of the International Association of Lions Clubs.

- i) **FINANCIAL REPORTS AND AUDITS:** The Cabinet shall receive from the Cabinet Treasurer financial reports at each Cabinet meeting and shall make provisions for an annual audit (more frequently if required) of the books and accounts of the District.

Said audit(s) shall be made by a competent committee whose chairman shall have a current permit to practice accounting, and shall show all receipts and disbursements made by the District during the fiscal year. A copy of said audit(s) shall be furnished to all District Officers, the District Governor-Elect, his/her Cabinet Treasurer, the Multiple District 2 Office and the International Association of Lions Clubs, and shall be submitted to the District Convention for its information.

The Cabinet shall provide for the transfer of all records of the District including cancelled checks, bank statements, record book, etc., to succeeding District Governor and Cabinet Treasurer.

- j) SURPLUS AND UNBUDGETED FUNDS:** The Cabinet shall provide in the District Administrative budget an amount not less than five percent (5%) or more than ten percent (10%) of the total annual District Administrative per capita dues, which shall be designated as a special unbudgeted fund. Said fund shall be retained intact and transferred to the succeeding District Governor, to provide District Administrative operating expenses between the beginning of the fiscal year and receipt of first semi-annual per capita dues from the clubs in the District.

The Cabinet shall provide for the transfer of said special unbudgeted fund and any surplus fund(s) as there may be in any District account(s) to the succeeding District Governor and the Cabinet Treasurer.

ARTICLE X: DISTRICT CONVENTION

SECTION 1. PROVISION AND PURPOSE: There shall be a District Convention held in each District annually. The District Convention shall: elect a District Governor to serve for the next year; elect a First Vice District Governor and a Second Vice District Governor to serve for the next year; elect a Director of the Texas Lions Camp, Inc. to serve for the next two (2) years; select a candidate (if proposed) for nomination for an International office; elect a Host Club and Host City (if proposed) for the next annual District Convention; vote on proposed changes (as presented) to the provisions of this Constitution and By-Laws; vote on all matters of Multiple District 2 business (as presented); and conduct such District business as may require District Convention action.

SECTION 2. TIME AND PLACE: The convention of each Sub-District shall be held at a place and time selected in accordance with the International Association of Lions Clubs Constitution and By-Laws.(Reference ARTICLE VIII, SECTION 4.) The District Governor shall issue an official call for the annual District Convention not earlier than ninety (90) days or later than thirty (30) days prior to the date fixed for holding same.

SECTION 3. ADMINISTRATION: The District Governor and the Cabinet shall have full supervision over all phases of the convention and all members of the Cabinet shall be officers of the convention.

SECTION 4. PROGRAM: There shall be a printed program of convention sessions and events stating time and place of occurrence. Said program shall be the order of the day for the convention.

SECTION 5. NOMINATIONS AND PROPOSALS: All nominations and proposals shall be first presented to the, hereinafter provided, applicable convention committee.

- a) **DISTRICT GOVERNOR:** The Convention Nominating Committee shall receive the written endorsement (nomination) of any member, who satisfies the qualifications as heretofore stated, for the office of District Governor. Such endorsement (nomination) shall be received not later than thirty (30) days prior to the opening of the District Convention. Nominations for the office of District Governor shall NOT be made from the floor of the District Convention, except as heretofore provided.
- b) **FIRST VICE DISTRICT GOVERNOR AND SECOND VICE DISTRICT GOVERNOR:** The Convention Nominating Committee shall receive the written endorsement (nomination) of any member, who satisfies the qualifications as heretofore stated, for the offices of First and Second Vice District Governors. Such endorsement (nomination) shall be received not later than thirty (30) days prior to the opening of the District Convention. Nominations for the offices of First and Second Vice District Governors shall NOT be made from the floor the District Convention, except as heretofore provided
- c) **DIRECTOR OF TEXAS LIONS CAMP, INC.:** The nominating Committee shall make the written nomination (endorsed by the majority of the members of the nominee's club of any qualified member, for the office Director of Texas Lions Camp, Inc. The nomination shall be received by the Nominating Committee not later than thirty (30) days prior to the opening of the District Convention. Should there be no written nominations received, nominations from the floor of the convention shall be the order of the day. All nominees shall be members in good standing of Lions Clubs within the District, likewise in good standing, having the following qualifications: must have been a Lions Club member for three (3) years; have served as President of his/her club or as chairman of his/her club's camp committee; and must be willing and must attend, unless providentially hindered, the regular and special meetings of the Camp's Board of Directors, the Cabinet meetings of his/her District, and in cooperation with the other Director in his/her District, present, if possible, the message of the Texas Lions Camp, Inc. to each Club in the District.

Any Texas Lions Camp Director who is deliberately negligent in the performance of official duties and responsibilities, or for any other good and just cause, may be removed from office by a two-thirds (2/3) majority vote of the qualified voters of the District from which he/she was elected.

In the event of a vacancy for any reason in the office of Texas Lions Camp Director, a replacement is to be chosen by the District Governor to complete the term, or in the case of a first year Director, until a special election can be held at the next Sub-District Convention.

- d) **HOST CLUB AND CITY:** The Nominating Committee shall receive all invitations in writing from cities and clubs in the District desiring to host the District Convention the following year. All invitations shall be in the hands of the Nominating Committee not

later than thirty (30) days prior to the opening of the District Convention. Should there be no written invitation, nominations from the floor of the convention for Host Club and Host City shall be the order of the day. All clubs so nominated shall be clubs in good standing.

- e) **NOMINATION AND MOTION SPEECHES:** Nominations and seconding speeches shall be limited to one (1) each, which shall be limited to five (5) minutes and three (3) minutes respectively for each candidate and/or question presented to the District Convention
- f) **INTERNATIONAL ASSOCIATION OF LIONS CLUBS CANDIDATES:** The Nominating Committee shall receive from the Multiple District 2 Office, as heretofore prescribed, all presentations (resolutions) of Multiple District 2 candidates for an International Association of Lions Clubs office. The Nominating Committee shall report the resolution to the District Convention assembly in fullest detail.

SECTION 6. ARRANGEMENTS: The Host Club shall be responsible for making all arrangements for the convention including lodging, meeting rooms, banquets, luncheons, facilities, gifts for guests, entertainment, etc., under the supervision of the District Governor and Cabinet. The District Governor shall make arrangements for guest speakers.

SECTION 7. DELEGATES: Each chartered club in good standing shall be entitled at its District Convention to voting delegates and alternates in accordance with International Association of Lions Clubs Constitution and By-Laws.

Furthermore each Past District Governor shall be entitled to a vote in the Sub-District, which will be in addition to their club allotted delegates.

SECTION 8. ELECTIONS:

- a) All elections involving matters affecting Multiple District 2 in its entirety shall be held in accordance with the International Association of Lions Clubs Constitution and By-Laws, the Multiple District 2 Constitution and By-Laws, and the Multiple District 2 Policy Manual. Multiple District 2 Elections shall include elections of candidates for International Association of Lions Clubs Office, Council Chairperson-Elect, Multiple District 2 Constitution and By-Laws Amendments, and all other matters affecting Multiple District 2 in its entirety.
- b) All elections involving an individual sub-district shall be held in accordance with the International Association of Lions Clubs Constitution and By-Laws, the Multiple District 2 Constitution and By-Laws, and the sub-district's Constitution and By-Laws.

- c) All voting on any Multiple District 2 and all others deemed advisable by the District Cabinet shall be by individual secret ballot. Each legal delegate or alternate present in person shall be entitled to cast one (1) vote on every question submitted to the District Convention. There shall be neither absentee voting nor proxy voting.
- d) The delegates or alternate present in person, qualified and voting at the District Convention shall constitute a quorum.
- e) Except as otherwise provided herein, the decision of the majority on any question shall be binding upon all the Lions. In the event there are three (3) or more qualified candidates running for any office, a majority vote is not required to elect and a plurality shall elect. In the event of any tie votes, a decision shall be determined by lot.

ARTICLE XI: REVENUE

(DISTRICT, MULTIPLE DISTRICT 2 AND TEXAS LIONS CAMP, INC.)

SECTION 1. COLLECTION: It shall be the duty and responsibility of the District Cabinet Treasurer to bill, collect and disburse the revenue as hereinafter and heretofore provided.

SECTION 2. DISTRICT ADMINISTRATION FUND:

- a) **PROVISION AND AMOUNT:** To provide a District Fund, a semi-annual per member dues of not less than fifty cents (.50), (1.00 annually), shall be levied on each club for each member thereof. Said dues shall be remitted by each club in the District to its respective Cabinet Treasurer as hereinafter provided.

Remittances shall be governed by individual club and District banking procedures. Procedures may include internet banking and electronic funds transfers. Each club shall approve and each district shall approve banking procedures that efficiently handle banking transactions. Electronic deposits will be accepted with controls as approved by the Council of Governors.

- b) **BILLING:** Each Club in the District shall be billed by the District Cabinet Treasurer no sooner than sixty (60) days nor later than thirty (30) days prior to the due date as hereinafter provided.

Billing may be handled electronically where proper controls are provided and permitted.

- c) **BASE:** Said dues shall be based upon the membership of the club as shown by its membership reports of June and December respectively.

- d) **DATE DUE:** Said dues shall be paid semi-annually by each club as soon as possible after billing but not later than September 10th and March 10th respectively of each fiscal year.
- e) **NEW AND REORGANIZED CLUBS:** Newly organized and reorganized clubs shall pay a pro-rata semi-annual per member dues beginning the first day of the month following that in which the club was chartered or reorganized.

SECTION 3. DISTRICT CONVENTION FUNDS: The collection and disbursement of District Convention Funds shall be under the supervision and control of the District Governor and Cabinet as more fully provided in the District's Constitution and By-Laws.

SECTION 4. MULTIPLE DISTRICT 2 ADMINISTRATIVE FUND:

- a) **PROVISION AND AMOUNT:** To provide a Multiple District 2 Administrative Fund, a semi-annual per member dues of \$3.50 shall be levied on each club. The \$7.00 annual dues shall be remitted by each club in the Districts to their respective Cabinet Treasurers as hereinafter provided.

In compliance with the International Association of Lions Clubs Constitution, Article IX, Section 2(g), eligible student members shall pay a semi-annual per capita tax equal to one-half (1/2) the total amount of dues as provided for non-student members.

- b) **BILLING:** Each Club in the District shall be billed by the District Cabinet Treasurer no sooner than sixty (60) days nor less than thirty (30) days prior to the due date as hereinafter provided.

Billing may be handled electronically where proper controls are provided and permitted.

- c) **BASE:** SECTION 2 (c) of this ARTICLE shall apply in its entirety.
- d) **DATE DUE:** SECTION 2 (d) of this ARTICLE shall apply in its entirety.
- e) **NEW AND REORGANIZED CLUBS:** SECTION 2 (e) of this ARTICLE shall apply in its entirety.
- f) **REMITTANCE TO MULTIPLE DISTRICT 2:** Each District Cabinet Treasurer, semi-annually, not later than September 30th and March 31" respectively of each fiscal year, shall remit all such monies collected from the Clubs in the District. A statement of delinquent Clubs, if any, shall accompany said remittance.

Any Club that is delinquent is not in good standing: and thus forfeits its rights to delegate representation to the Multiple District 2 Convention. Each Cabinet Treasurer shall include any delinquent accounts in all subsequent billings to Clubs in the District, and

remit promptly to the Council Treasurer any collections of delinquent dues, identifying the Club (or Clubs) from which the collections are received.

See section 4 (b) regarding electronic banking procedures.

- a) **DEPOSITORY:** Said remittance shall be deposited upon receipt, from the Districts, in the approved depository as heretofore provided.
- g) **DISBURSEMENT:** Said fund shall be disbursed as payments or withdrawals only by check or electronic transfer, signed by any two (2) of the following Multiple District 2 Officers: Council Chairperson, Council Vice-Chairperson, Council Secretary and Council Treasurer. In the event that, for any reason, at least two (2) of the aforementioned Multiple District 2 Officers cannot sign a check, a notarized attestation by a majority of the Council of Governors shall be sufficient to release the monies or provide for another signatory or signatories.
- h) **EXPENSES:** Reimbursement for expenses shall be in accordance with the Rules of Audit of the International Association of Lions Clubs and all expenditures for expenses require a majority approval of the Council of Governors.
 - 1) **DISTRICT GOVERNORS:** The District Governors' expenses, in conjunction with their duties as members of the Council of Governors and/or committee assignments thereof, shall be payable from the Multiple District 2 Administrative Fund.
 - 2) **FIRST VICE DISTRICT GOVERNORS:** The First Vice District Governors expenses, in connection with their duties as acting members of the Council of Governors and/or committee assignments thereof, shall be payable from the Multiple District 2 Administrative Fund.
 - 3) **COUNCIL CHAIRPERSON:** Expenses incurred in the discharge of the Council Chairperson-Elect's duties shall be paid from the Multiple District 2 Administrative Funds in accordance with Lions Rules of Audit for District Governors. The expense of the Council Chairperson attending the International Association of Lions Clubs Convention shall be limited to a maximum of \$1,200.00 when the Convention is held within the continental United States and \$2,500.00 when the Convention is not held within the continental United States.
 - 4) **COUNCIL CHAIRPERSON-ELECT:** The Council Chairperson-Elect's expenses, in conjunction with his/her attending the Multiple District 2 Convention shall be payable from the Multiple District 2 Administrative Fund.
 - 5) **MULTIPLE DISTRICT 2 CHAIRPERSONS:** The expenses of the Multiple District 2 Chairpersons and Committee members (if provided) in connection with

their designated duties shall be payable from the Multiple District 2 Administrative Fund.

- 6) **DISTRICT GOVERNOR-ELECT:** The District Governor-Elect's expenses in connection with their duties shall be payable from the Multiple District 2 Administrative Fund.
- 7) **MULTIPLE DISTRICT 2 OFFICE:** The expenses of the Multiple District 2 Office and personnel thereof, in connection with assigned responsibilities, unless otherwise provided by Lions International, shall be provided in the budget of the Multiple District 2 Administrative Fund as so allotted.
- 8) **ANNUAL AUDIT:** An annual audit of the Administrative Fund shall be completed by an independent Certified Public Accountant each year.

SECTION 5. PROMOTE TEXAS FUND

- a) **PURPOSE AND AMOUNT:** To provide monies for the promotion of Texas Lionism and for the support of candidates for International Association of Lions Clubs Director or higher office of this association.

To provide said fund a semi-annual per member dues of twenty-five cents (.25), fifty cents (.50) annually, shall be levied on each club member thereof. Said dues shall be remitted by each club in the districts to their respective Cabinet Treasurer, as hereinafter provided.

- b) **BILLING:** SECTION 4 (b) of this ARTICLE shall apply in its entirety. Billing and collections may be handled through electronic banking and electronic transfer procedures as approved by the Council of Governors
- c) **BASE:** SECTION 2 (a) of this ARTICLE shall apply in its entirety.
- d) **DATE DUE:** SECTION 2 (d) of this ARTICLE shall apply in its entirety.
- e) **NEW AND REORGANIZED CLUBS:** SECTION 2 (e) of this ARTICLE shall apply in its entirety.
- f) **REMITTANCE TO MULTIPLE DISTRICT 2:** SECTION 4 (f) of this ARTICLE shall apply in its entirety.
- g) **DEPOSITORY:** Said remittance shall be deposited, upon receipt from the Districts, in the approved depository as hereinafter provided. A separate accounting of said fund shall be maintained by the Council Treasurer.

- h) **DISBURSEMENTS:** Shall be upon the approval of the Council of Governors. Then and only then shall these funds be expended.
- i) **EXPENSES:** An annual audit of the Promote Texas Fund shall be performed by an independent Certified Public Accountant each year.

SECTION 6. TEXAS LIONS CAMP, INC., FUND

- a) **PROVISION AND AMOUNT:** To provide a Texas Lions Camp, Inc. Fund a semi-annual per capita tax of \$10.50 (\$21.00 annually) shall be levied on each Club, for each member thereof, and remitted by each Club to its respective Cabinet Treasurer as, hereinafter, provided in accordance with the following schedule: beginning the period July 1, 2008 to June 30, 2009, and each Lions year thereafter
- b) **BASE:** Section 2 (c) of this Article shall apply in its entirety.
- c) **DUE DATE:** Section 2 (d) of this Article shall apply in its entirety.
- d) **BILLING:** Section 2 (b) of this Article shall apply in its entirety
- e) **NEW AND REORGANIZED CLUBS:** Section (e) shall apply in its entirety.
- f) **REMITTANCE TO THE TEXAS LIONS CAMP, INC.:** Said tax shall be remitted bi-annually by the District Cabinet Treasurers, to the designated depository for said Fund, not later than November 15th and May 15th respectively of each fiscal year. The Cabinet Treasurer shall remit only that amount collected from the clubs unless otherwise directed by the District Governor. Concurrent with this remittance the Cabinet Treasurer shall send notification of remittance to the Treasurer of the Texas Lions Camp, Inc. and to the Council Treasurer stating: District remitting; Delinquent clubs; date remitted; amount of remittance; name of bank on which check was drawn; and check number.

Billing and collections may be handled through electronic banking and electronic transfer procedures as approved by the Council of Governors.

ARTICLE XII: AMENDMENTS AND REVISIONS

SECTION 1.AMENDMENT PROCEDURES

This constitution may be amended or revised only in accordance with the procedure outlined in SECTION 3 of this ARTICLE XII.

SECTION 2. 2/3 MAJORITY

The District Conventions shall not be burdened by recommended amendment(s) and/or revision(s) to this constitution unless such recommendation(s) is approved by two-thirds (2/3) majority of the Council of Governors.

SECTION 3. RIGHT TO AMEND

Any club within the Multiple District 2 acting in accordance with its own Constitution and By-Laws shall have the right to make a recommendation to the Council of Governors for amendment to this Constitution and By-Laws.

SECTION 4. PROCEDURE FOR RECOMMENDING CHANGE

Recommended change(s) to this Constitution and By-Laws shall be placed in the hands of the Multiple District 2 Administrative Secretary not later than fifteen (15) days after that Council meeting at which the recommended change (s) receive the necessary two-thirds (2/3) approval of the Council of Governors, but not less than thirty (30) days prior to the beginning of the first scheduled annual Sub-District Convention in Multiple District 2.

Within fifteen (15) days after receipt the Multiple District 2 Administrative Secretary shall transmit the recommended changes to each of the District Governors.

The District Governors shall transmit the recommended changes to the Sub-District Constitution and Bylaws Committee at least fifteen (15) days prior to the Sub-District Convention.

At the Sub-District Convention a two thirds (2/3) affirmative vote is necessary to authorize presentation to the Multiple District 2 Convention for approval. It shall take a majority vote for approval and after approval the amendment shall go into effect at the beginning of the next association year.

ARTICLE XIII: ADOPTION

SECTION 1.

This Constitution and By-Laws shall become in full force and effect with the beginning of the fiscal year after same has been adopted by two-thirds (2/3) affirmative vote of the delegates at the District Conventions, as reported to and tabulated at the regular Convention of Multiple District 2, State of Texas held in Lubbock, Texas, June 5, 2009, in accordance with the procedures heretofore outlined in ARTICLE VI, SECTION 3 (F) of this Constitution.

BY-LAWS

ARTICLE I: DUTIES AND RESPONSIBILITIES

SECTION 1. DISTRICT GOVERNOR

The District Governor shall represent the District at the annual District Convention. In the event the District Governor cannot be present at the Multiple District 2 Convention, it shall be his/her duty to see that a representative is appointed (from the District Officers); and the Council Chairperson is duly notified.

The District Governor shall preside at all meetings of the District Cabinet. In the event of the absence of the District Governor at a Cabinet meeting the District Governor shall appoint a cabinet member to chair said meeting. In the event such provisions are not made the Cabinet may, by resolution, appoint one of its members to chair the Cabinet meeting.

SECTION 2. FIRST AND SECOND VICE DISTRICT GOVERNORS

He/She shall perform those duties as stated in the Constitution and By-Laws of the International Association of Lions Clubs, Multiple District 2 and the respective Sub-District

SECTION 3. CABINET SECRETARY AND TREASURER

The Cabinet Secretary and Treasurer shall assist the District Governor and the Cabinet in conducting the business of the District, and shall perform such duties as are specified or implied in the Constitution and By-Laws of this organization, or may be assigned to them from time to time by the Cabinet.

The Cabinet Secretary shall sign all notices and documents issued by the District. The Cabinet Treasurer shall keep the accounts, receive the monies paid to the District, and shall make an annual report to the Cabinet at the meeting of the Cabinet immediately preceding the District Convention, and at such other times as said Cabinet may require. The Cabinet Secretary and Treasurer shall keep their accounts, books and records, available at all times for the inspection of the Cabinet, the District Governor, and any auditors named by the Cabinet.

SECTION 4. REGION CHAIRPERSON

The Region Chairperson shall perform such duties as specified by the International Association of Lions Clubs and as requested by the District Governor.

SECTION 5. ZONE CHAIRPERSON

The Zone Chairperson shall perform such duties as specified by the International Association of Lions Clubs, and as requested by the District Governor

SECTION 6. DISTRICT GOVERNOR'S CABINET

The District Governors Cabinet shall perform the duties as specified in the "District Governors Organization" booklet provided by the International Association of Lions Clubs.

SECTION 7. DISTRICT GOVERNOR'S ADVISORY COMMITTEE

This committee in an advisory body, from its Zone to District Governor, shall perform the duties as specified in the "District Governors Organization" booklet provided by the International Association of Lions Clubs. Each Zone shall have an advisory committee consisting of the Zone Chairperson and the Presidents and Secretaries of each club in the Zone.

ARTICLE II: COMMITTEES

SECTION 1. SPECIAL DISTRICT COMMITTEES: From time to time each District Governor shall appoint such special District Committees as deemed necessary.

ARTICLE III: RULES FOR CONVENTION PROCEDURE

SECTION 1. PROGRAM: The District Governor of each District shall arrange a program for the District Convention, and the same shall be the order of the day for all sessions.

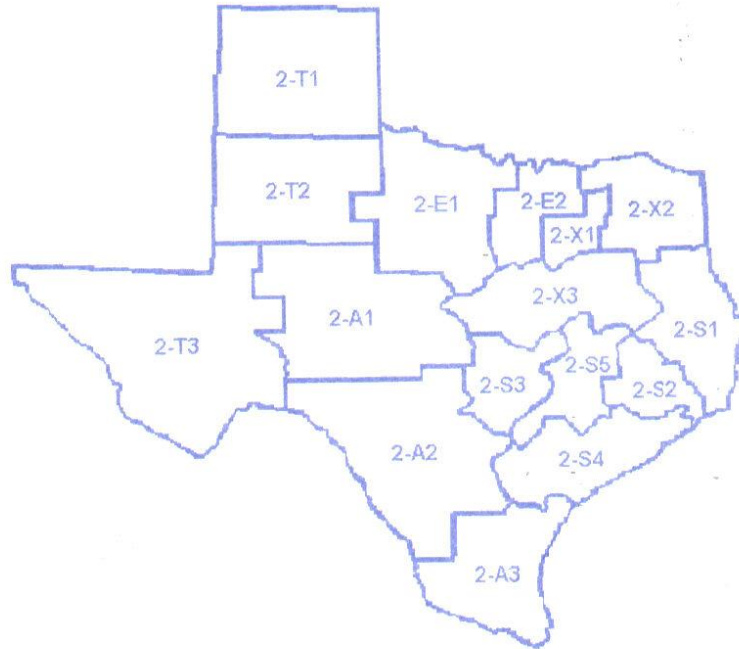
SECTION 2. PARLIAMENTARY PROCEDURE: Roberts Rules of Order shall govern all parliamentary procedure except as otherwise provided in the Rules of Procedure adopted by the convention.

ARTICLE IV: FISCAL YEAR

SECTION 1. MULTIPLE DISTRICT 2: The fiscal year of Multiple District 2 shall be from July 1st to June 30th, inclusive, of each year.

SECTION 2. SUB-DISTRICTS: The fiscal year of each Sub-District within Multiple District 2 shall be from July 1st to June 30th, inclusive, of each year.

**LIONS CLUBS INTERNATIONAL
TEXAS - MULTIPLE DISTRICT 2
16 DISTRICTS**



MASTER MAP OF TEXAS

EXHIBIT A

Revised 6/30/91