



MULTIPLE DISTRICT 20

LIONS ORGANIZATION

OF

PAST DISTRICT GOVERNORS, INC.

CONSTITUTION AND BY-LAWS
Revised 2011

**MULTIPLE DISTRICT 20
LIONS ORGANIZATION OF
PAST DISTRICT GOVERNORS, INC**

CONSTITUTION AND BY-LAWS

**ARTICLE I
CONSTITUTION NAME**

Section 1. This organization shall be known as the “Multiple District 20 – Lions Organization of Past District Governors, Inc.”

**ARTICLE II
PURPOSES AND OBJECTIVES**

Section 1. To perpetuate and foster the cause of International Lionism within Multiple District 20, and to assist the State Council of Governors and Lions Club Officers in promoting the programs and principles of Lions International and Multiple District 20.

Section 2. To provide a means of friendly association among its members and to develop a spirit of mutual helpfulness and understanding.

**ARTICLE III
MEMBERSHIP**

Section 1. Membership in this organization shall be limited to Past District Governors who have served their term of office within Multiple District 20 and are members in good standing in a Lions Club. Also, Past District Governors who have served their term of office in a District outside of Multiple District 20 and are presently a member in good standing in a Lions Club within Multiple District 20.

ARTICLE IV ORGANIZATION

Section 1. The controls and management of the affairs of this organization and its property shall be vested in the Officers and Directors, who shall constitute the Board of Directors of this organization and shall be so referred to hereinafter.

Section 2. The officers of this organization shall be the President, Immediate Past President, First Vice-President, Second Vice-President, Third Vice-President, Secretary, and Treasurer. These officers shall comprise the Executive Committee of the Organization. The office of Secretary and Treasurer may be combined into the Office of Secretary-Treasurer if a candidate is properly nominated and duly elected to such combined office.

Section 3. There shall be a director and vice director from each sub-district within Multiple District 20.

Section 4. Each officer, director and vice director shall be a member in good standing of a chartered Lions Club in Multiple District 20.

Section 5. The term of office of each officer, shall be for one (1) year and until their successors have been elected and assumed their respective offices. No officer, except Secretary, Treasurer or Secretary-Treasurer, may succeed him/ herself in office. The Secretary, Treasurer, or Secretary-Treasurer may only succeed him/ herself for a maximum of six (6) consecutive terms. Upon attaining the office of Third Vice President, the ascension to the office of President shall be automatic, unless he/she fails to perform the duties as Vice President (outlined in Sec. 8). Said Term of office shall commence on July 1, following the annual meeting.

Section 6. The term of office of each director and vice director shall be for one (1) year. Directors and vice directors may be re-elected for an additional term of one (1) year, but shall not succeed themselves after serving two (2) successive terms. Said term of office shall commence on July 1, following the annual meeting.

Section 7. All Officers, Directors and Vice Directors shall serve without compensation and without emolument, directly or indirectly, from this organization or from any chartered club, except for actual expenses that may be incurred and approved by the Board of Directors; except the Secretary/Treasurer who shall be paid an annual stipend not to exceed \$400.00, and if the positions are split each shall receive no more than \$200.00 to be paid at the end of that lions year).

Section 8. In the event of a vacancy in any office, the Executive Committee shall have the power to fill such vacancy. The opportunity shall first be given to the sitting officers to move up in order of their ascension before the position is filled by selecting a member in good standing from the membership. If the vacancy is because of the death or resignation of a director, such vacancy shall be filled by the vice director and if there is no vice director such vacancy shall be filled by a member in good standing from such sub-district; any director, vice director or officer who misses two (2) consecutive regular meetings of the organization or who fails to perform the functions of his/her office shall be subjected to removal.

Section 9. There shall be no dues or assessments of any kind against the members of this organization. However, a voluntary contribution may be asked of the members to cover secretarial expenses and administrative cost, such as notices, reports, and minutes, including mailings to the membership. The amount of the annual contribution shall be such sum as may be approved by the Board of Directors and the membership from time to time. Only those members making or exceeding the established minimum contribution shall be entitled to receive the mailings of the organization. Any member who chooses not to maintain the minimum contribution shall be dropped from the mailing list by November 15, of the given year.

Section 10. At any meeting of this organization, only those members in good standing shall be entitled to vote. Any member meeting the requirements of Article III, Section 1, of the Constitution shall be considered a member in good standing.

Section 11. The Annual Meeting of this organization shall be held at the same time and place as the Multiple District 20 Annual Convention of Lions International.

Section 12. There shall be a minimum of two (2) and a maximum of three (3) regular meetings of this organization per year at such time and place as may be determined at the Annual Meeting or any regular meeting.

Section 13. Meetings of the Executive Committee shall be held at such time and place as may be determined by the President or upon written request of three (3) members thereof.

Section 14. A special meeting of the membership of the organization may be called by the President at any time and shall be called by him/her whenever he/she is duly requested to do so in writing by twenty-five (25) members. Such request shall state the business it is proposed to consider and no business shall be considered except that which is germane to the subject mentioned in the notice.

Section 15. At any regular meeting or special meeting of the Board of Directors a majority thereof shall constitute a quorum.

Section 16. At any regular or special meeting of the organization fifteen (15) members in good standing shall constitute a quorum.

Section 17. The Incumbent State Council of Multiple District 20, shall, during their term of office, be deemed an advisory council to this organization and its Board of Directors.

Section 18. The constitution may be amended only at the Annual Meeting of the organization by a two thirds (2/3) affirmative vote of the members present and voting, provided however, that a resolution thereof is duly presented to the President at least thirty (30) days prior to the date of the Annual Meeting.

Section 19. All past Presidents of this organization, all past International Directors from Multiple District 20, and the current state Council Chairman, shall be ex-officio members of the Board of Directors. Only the immediate Past President shall be a voting member of the Board of Directors.

Section 20. The fiscal year of this Organization shall commence on July 1st of each year and run through June 30th of the following year.

ARTICLE V

RULES OF ORDER

Section 1. Unless otherwise provided by this Constitution and By-Laws all question of order or procedure with respect to any meeting or action of this organization, its Board of Directors, or any Committee appointed hereunder, shall be determined in accordance with Roberts Rules of Order, Newly revised, as revised from time to time.

BY-LAWS

ARTICLE I ELECTIONS

Section 1. Prior to the Spring Meeting of this organization the President shall appoint a nomination committee consisting of five (5) members, including the immediate past president who shall serve as chair. The other 4 members shall be two (2) chosen from the outgoing Board of Directors and two (2) Past District Governors in good standing. members. The nomination committee shall review the qualifications of all candidates who desire to run for elected offices. They shall propose a slate of all qualified nominees for each office of the organization to be voted on at the election held at the Annual Meeting. All candidates shall submit their resumes' to the nomination committee and the Secretary thirty (30) days prior to the Spring Meeting. And, shall nominate candidates for the Board of Directors and Vice Directors who have been presented by the Past District Governors of the sub-district of which they are members, and in which they reside. The Secretary or Secretary/Treasurer shall be an ex-officio member of the committee.

Section 2. Nominees for any office, except that of Director, and Vice Director shall have attended six (6) meeting during the last four (4) consecutive years of organization meetings excluding the nominating meeting and excluding sub-district meetings, prior to their nomination, for said office. All candidates shall appear at the spring nominations meeting.

Section 3. No nominations from the floor will be allowed to extend the slate offered by the nominations committee. Should no viable candidates exist at the time of the nominations meeting, nominations will then be accepted from the floor. Any candidates nominated under this section must meet all the qualifications of the office.

Section 4. The election of all Officers, Directors and Vice Director shall be held at the Annual Meeting and a plurality of the members present shall be necessary to elect. In the event that there is a contest for the office of Director or Vice Director at the sub-district level, the balloting for that position shall be limited to the Past District Governors organization members from that sub district. A simple majority vote will be necessary to elect. In case of a tie vote for the candidates, the winner will be decided by a flip of a coin. No nominations from the floor will be accepted at the Annual Meeting.

ARTICLE II STANDING COMMITTEE

Section 1. The following committees shall be the Standing Committees of the organization: President-Elect Seminar, Leadership Seminar, Policy and Procedures, and Finance.

Section 2. The President and/or the Board of Directors may appoint such other special Committees as may deem necessary.

Section 3. The President shall be an ex-officio member of each Standing Committee and Special Committee.

ARTICLE III DUTIES OF OFFICERS AND DIRECTORS

Section 1. President. The President shall preside at all regular and special meetings of the organization and the Executive Committee; and as chief executive shall supervise the work and activities of the organization and perform such other duties as usually pertain to that office. He/She shall also be the liaison officer between the organization and the Council of Governors of Multiple District 20, and shall in his/her capacity as President attend all meetings of said Council provided that he/she is invited to do so. He/She shall appoint all committees and shall act as ex-officio member of each of these committees.

Section 2. Vice-Presidents. In the event of the absence or inability of the President to perform his/her duties, the ranking Vice President shall perform the duties of and have the same authority as the President.

Section 3.

(A) Secretary. The Secretary shall keep an accurate record of the proceedings of all regular, special and Executive Committee meetings of the organization and shall forward copies of the minutes of all meetings to the Board of Directors. He/She shall assist the President and the Board of Directors in conducting the business of the organization and shall perform such other duties as are specified or implied in the Constitution and By-Laws, or as may be assigned to him/her from time to time by the Board of Directors.

(B) Treasurer. The Treasurer shall control the receipts and disbursements of all funds of the organization, subject to the supervision and control of the Board of Directors. He/She shall keep the accounts, receive and deposit all funds of the organization and shall render regular financial reports as required by the Board of Directors. He/She shall perform such other duties as may be specified or implied in the Constitution and By-Laws or as may be assigned to him/her from time to time by the Board of Directors.

(C) Secretary-Treasurer. If duly elected as such, shall perform the duties of both the Secretary and the treasurer as outlined above.

Section 4. Directors.

(A) The Directors and the Officers shall constitute the Board of Directors of the organization and shall administer its affairs and is responsible for maintaining and carrying out the authorized purposes of the organization. They shall authorize all expenditures and shall not create any indebtedness beyond the income of the organization; nor disburse funds for purposes not essential to the objectives of the organization. A majority vote of the Board of Directors shall govern where otherwise provided.

(B) They shall have the books and accounts audited annually or more often, at its discretion.

(C) They shall designate, on recommendation of the Finance Committee, a bank or banks for the deposit of the funds of the organization.

(D) They shall receive committee reports and recommendations and shall submit to the organization general meetings recommendations which it has approved affecting the administration or activity policies of the organization.

(E) They shall determine the time and place of the regular meetings as set forth in the Constitution and By-Laws. They shall have the authority to have the President call a special Board meeting by requesting that he/she do so, in writing by seven (7) Board Members.

Section 5. Executive Committee

(A) The Executive Committee shall be the President, Immediate Past President, First Vice-President, Second Vice-President, Third Vice-President, Secretary, and Treasurer. They shall have the power to overrule or modify the action of any officer or director of the organization.

(B) Motions at any meeting for the expenditures of funds in excess of \$200.00, not attributed to a Budgeted function must be first approved by a majority of the Executive Committee. Upon approval said expenditure of funds must be submitted to the Finance committee for review and recommendation.

Section 6. Amendments

These By-Laws may be amended at the Annual Meeting of the organization by resolution duly presented to the President at least thirty (30) days prior to the date of the Annual Meeting and adopted by a majority of the members present and voting.

Section 7. Gender

Any wording in these By-Laws indicating gender, shall be construed to mean either "male" or "female" gender.

Section 8. Vice Director

Vice Director shall in the event of the absence of the Director perform the duties of the Director at the Board of Directors meeting and be considered a member of the Board for the purpose of having voting privileges at that meeting.