



**THE INTERNATIONAL ASSOCIATION
OF LIONS CLUBS
DISTRICT CONSTITUTION
AND BY-LAWS
OF
District No. 306 B2**

AMENDED IN APRIL 2009

**LIONS INTERNATIONAL
Purposes**

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

TO COORDINATE the activities and standardize the administration of Lions Clubs.

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

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

TO TAKE an interest in the civic, cultural, social and morale welfare of the community.

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

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

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

VISION STATEMENT

TO BE the global leader in community and humanitarian service.

MISSION STATEMENT

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

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STANDARD DISTRICT CONSTITUTION

**ARTICLE I
Name**

This organization shall be known as District No.306 B2, Lions Clubs International, hereinafter referred to as "district."

**ARTICLE II
Object**

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

**ARTICLE III
Membership**

The members of this organization shall be all Lions clubs in this district chartered by Lions Clubs International.

The boundary lines of this district shall be as follows:

Colombo City Colombo North Electorate

Comprises of the Municipal wards of Mahawatte,(Area east of prince Wales Avenue leading to Victoria Bridge)and Bloemendhal (Area east of prince Wales Avenue leading to Victoria Bridge)

Colombo City Colombo Central Electorate

Comprises of the Municipal wards of New Bazaar(Area South of Layards Road & Prince of Wales Avenue and east of Sri Smanatissa Mawatha), Grandpass North, Maligawatte West, Panchikawatte (Area east of Panchikawatte Road) and Maligakanda and Maligawatte East.

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Colombo City Borella Electorate

Comprises of the Municipal wards of Wanathamulla (Area West of Baseline Road), Kuppiyawatte East, Kuppiyawatte West, Borella North (Area West of Baseline Road) and Borella South (Area West of Baseline Road).

Rest of Colombo District Portion North of the Colombo Avissawella Low Level Road.

Gampaha District All of the Electorate of Katana, Minuwangoda, Divulapitiya, Mirigama, Attanagalla, Gampaha, Ja-Ela, Mahara, Biyagama, Dompe and Kelaniya.

Kegalle District Portion West of the Avissawella-Karawanella-Ruwanwella Galigamuwa Highway and North of Galigamuwa Kegalle Mawanella Highway and all of Kurunegala Anuradhapura Districts.

**ARTICLE IV
District Organization**

Section 1. **CABINET AND OFFICERS.** The district shall have a district cabinet composed of the district governor, the immediate past district governor, first and second vice district governors, the region chairpersons (if the position is utilized during the district governor's term), the zone chairpersons, a cabinet secretary and a cabinet treasurer and such other members as the District Governor may decide. The members of the district cabinet shall be the officers of the district. Each such officer shall be a member in good standing of a Lions club in good standing in the district.

FIRST / SECOND VICE DISTRICT GOVERNOR. The first and the second Vice District Governors' election shall be conducted by a secret written ballot, with the vice district governor candidates 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 of the total valid voted cast excluding blanks and abstentions. The first and second vice district governors shall serve a term of office of 1 year, which term shall begin with

the close of the associations convention held in the year of their election and end at the close of the next convention of the association, and no first or second vice district governor may succeed himself or herself in office. The result of the first and second vice district governors' election shall be reported to the International Office by the respective current district governor and / or International staff representative.

A candidate for the office of first vice district governor shall:

- (1) Be an active member in good standing of a chartered Lions Club in good standing in his/her single or sub district.
- (2) Secure the endorsement of his/her club or a majority of the clubs in his/her single or sub districts.
- (3) Current be serving as the second vice district governor within the district from which he/she is to be elected.
- (4) Only in the event the current vice district governor does not stand for election as first vice district governor, or if a vacancy in the position of second vice district governor exist at the time of the district convention, any club member who fulfills the qualifications of the second vice district governor as set forth in these By-Laws or Constitution shall fulfill the requirements of sub section (3) of this section.

A candidate for the office of Second Vice District Governor shall:

- (1) Be an active member in good standing of a chartered Lions Club in good standing in his/her single or sub district.
- (2) Secure the endorsement of his/her club or a majority of the clubs in his/her single or sub districts.
- (3) Have served will have served at the time he/she takes office as Second Vice District Governor:
 - (a) As president of a Lions Club for a full term or major portion thereof, and the member of the board of directors of a Lions Clubs for nor less than two (2) additional years; and

(b) As Zone Chairpersons or Region Chairperson or Cabinet Secretary or Cabinet Treasurer for a full term or major portion thereof

(c) With non of the above being accomplished Concurrently

There will be one Region Chairperson for each Region, and one Zone Chairperson for each Zone in the District. A member appointed as Region Chairperson or Zone Chairperson should be having his / her club located within the Region and Zone.

The District shall provide in its Constitution and By-Laws for the elected office of Vice District Governor, duties of said office to be established by the International Board of Directors.

Section 2. **ELECTION OF DISTRICT GOVERNOR / VICE DISTRICT GOVERNORS.** The district governor and vice district governors shall be elected at the annual convention of the district. The Cabinet Secretary, Cabinet Treasurer, Region Chairpersons, Zone Chairpersons, as well as all Cabinet Officers shall be appointed by the District Governors.

**ARTICLE V
Club Visitation**

Under the supervision of the district governor, each Lions club in the district may be visited by district governor or other district officer once every year to facilitate successful administration of the club. The visiting district officer shall submit a Visitation Report for each visit.

**ARTICLE VI
District Convention**

Section 1. **TIME AND PLACE.** An annual convention of the district shall be held in each year to conclude no less than thirty (30) days prior to the convening of the international convention at a place selected by a previous annual convention of the district and at a date and time fixed by the district governor. A meeting of the registered delegates of the district in attendance at the annual convention of the multiple district of which this district shall be a part may constitute the annual convention of the district.

Section 2. **CLUB DELEGATE FORMULA.** Each chartered club in good standing in Lions Clubs International and its district (single or sub- and multiple) shall be entitled in each annual convention of its district (single or sub- and multiple) to one (1) delegate and one (1) alternate for each ten (10) members, who have been enrolled for at least one year and a day in the club or major fraction thereof, of said club as shown by the records of the international office on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be five (5) or more members. The Past District Governors of the District who are members in good standing of clubs in good standing of the District shall be entitled to full delegate status independent of the club delegate quota. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to, the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. Delinquent dues may be paid and good standing acquired at any time prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

Section 3. **QUORUM.** The attendance in person of a majority of the delegates registered at a convention shall constitute a quorum at any session of the convention.

**ARTICLE VII
Amendments**

Section 1. **AMENDING PROCEDURE.** This constitution may be amended only at a district convention, by resolution of the Constitution and By-Laws Committee and adopted by the affirmative vote of two-thirds (2/3) of the votes cast.

Section 2. **NOTICE.** No amendment shall be so reported or voted upon unless the same shall have been furnished in writing to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

Section 3. **EFFECTIVE DATE.** Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment. BY-LAWS.

BY-LAWS

**ARTICLE I
District Convention**

Section 1. **CONVENTION SITE SELECTION.** The district governor shall receive invitations in writing from places desiring to entertain the succeeding year(s) annual convention. All invitations shall set forth such information as the district governor shall from time to time require and shall be delivered to him/her no later than thirty (30) days prior to the convening date of the convention at which they are to be voted upon. Procedure to be followed in investigation of bids and in presentation of the same to conventions, as well as action to be taken by a convention in the event no bids are acceptable to or so received by the district governor shall be determined by the district governor.

Section 2. **SITE CHANGE.** The district governor shall retain, and have, power to change at any time, for good reason, the convention site chosen by a previous district convention, and neither the district governor nor the district nor any member of the district cabinet, shall incur any liability thereby to any club or club member in the district.

Section 3. **CONVENTION STEERING COMMITTEE.** A Steering of the District Convention shall be appointed by the District Governor and shall be composed of the Immediate Past District Governor as Chairperson, and such other Past District Governors, Cabinet Officers and Club Presidents as the District Governor may appoint. If for any reason the Immediate Past District Governor is not available the District Governor shall appoint any other Past District Governor as Chairperson.

Section 4. **OFFICERS.** The members of the district cabinet shall be the officers of the annual district convention.

Section 5. **SERGEANT-AT-ARMS.** A convention sergeant at-arms and such assistant sergeant-at-arms as deemed necessary shall be appointed by the district governor.

Section 6. **OFFICIAL REPORT.** Within sixty (60) days after the close of each single and sub-district convention, the cabinet secretary shall transmit one copy of the complete proceedings to the international office. Upon written request from any club in the respective district a copy shall be furnished to said club.

Section 7. **CREDENTIALS COMMITTEE.** The Credentials Committee of the district convention shall be composed of the district governor, as chairperson, the cabinet-secretary treasurer and two other non-officers of the district appointed by the district governor. The Credentials Committee shall have the powers and perform the duties set forth in ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 8. **ORDER OF CONVENTION BUSINESS.** The district governor shall arrange the order of business for the district convention, and the same shall be the order of the day for all sessions

Section 9. **DISTRICT CONVENTION COMMITTEES.** The district governor shall appoint, designate the chairperson of, and fill any vacancies occurring in the following district convention committees: Resolutions, Nominating / Elections, Constitution and By-Laws, Rules and International Convention. Each region shall have at least one representative on each such committee. These committees shall perform such duties as the district governor shall designate.

Section 10. **FUND TAX.** In lieu of or in addition to a district convention registration fee, an annual per capita district convention fund tax of (Rs. 80/-), Rs.20/- for the Multiple District Convention, may be levied upon each member of each club in the district and shall be collected and paid in advance by each club, except newly chartered and reorganized clubs, in two (2) semiannual payments as follows: (USD 19.50) per club member on September tenth of each year to cover the semi-annual period July 1 to December 31; and (USD 19.50) per club member on March tenth of each year to cover the semi-annual

period January 1 to June 30, with billings of said tax to be based upon the roster of each club as of the first days of September and March, respectively. This tax shall be collected from the clubs by, and be remitted to, the cabinet secretary or cabinet-treasurer (or secretary-treasurer), who shall deposit the monies so collected in a special account in a bank or other depository chosen by the district governor. The fund so collected shall be used exclusively for defraying expenses of district conventions and shall be expended only by district checks drawn and signed by the cabinet treasurer and countersigned by the district governor.

Any club which is chartered or reorganized in a current fiscal year shall collect and pay said convention per capita tax for said fiscal year on a pro-rata basis from the first day of the second month following the date of its organization, as the case may be.

**ARTICLE II
Meetings**

Section 1. DISTRICT CABINET MEETINGS.

- (a) **Regular.** A regular meeting of the cabinet shall be held in each quarter of the fiscal year, with the first of which should be held within thirty (30) days after the adjournment of the preceding international convention. Ten (10) days written notice of meetings setting forth a date, time and place determined by the district governor shall be given to each member by the cabinet secretary.
- (b) **Special.** Special meetings of the cabinet may be called by the district governor at his/her discretion, and shall be called upon written request made to the district governor or the cabinet secretary by a majority of the members of the cabinet. No fewer than five (5) nor more than twenty (20) days written (including letters, electronic mail, facsimile transmission, or cable) notice of special meetings, setting forth the purposes and a date, time and place determined by the district governor, shall be given to each member by the cabinet secretary.
- (c) **Quorum and Vote.** The attendance of a majority of the members of the cabinet shall constitute a quorum for any meeting. In all such meetings, the voting privilege shall extend to the district governor, the immediate past district governor, 1st & 2nd vice district governors, the region chairpersons (if the position is utilized during the district governor's term), zone chairpersons, cabinet secretary and cabinet treasurer (or cabinet secretary treasurer). (The voting privilege may be extended to such other members of the district cabinet as may be provided.)

Section 2. REGIONS AND ZONES.

- (a) **Organizational.** The district governor shall divide the district into regions of no more than sixteen (16) and no less than ten (10) Lions clubs, and each such region into zones of no more than eight (8) and no less than four (4) Lions clubs, giving due regard to the geographical locations of the clubs. All such regions and zones shall be subject to change by the district governor, when in his/her sole discretion, he/she shall deem the same necessary to the best interests of the association.
- (b) **Regional Meetings.** Meetings of representatives of all clubs in a region, with the region chairperson (if the position is utilized during the district governor's term) or other district cabinet member as may be assigned by the district governor presiding, should be held during the fiscal year at times and places fixed by the region chairperson of the respective region.
- (c) **Zone Meetings.** Meetings of representatives of all the clubs in a zone, with the zone chairperson presiding, shall be held during the fiscal year at times and places fixed by the zone chairperson.

**ARTICLE III
District Nominations, Elections and Appointments**

Section 1. NOMINATING COMMITTEE Each district governor shall appoint by written notification received at least sixty (60) days prior to the sub-district convention, a Nominating Committee of not more than five (5) members, each of whom shall be a member in good standing of a different Lions club in good standing in the district, and shall not at the time of their appointment hold any district or international office.

Section 2. DISTRICT GOVERNOR ELECTION PROCEDURES. Any qualified member of a club in the district seeking the office of district governor shall file his/her intention to so run in writing with the Nominating Committee prior to the day of its report to the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in the * International Constitution and By-Laws

* **CANDIDACY REQUIREMENTS FOR DISTRICT GOVERNOR.** A Candidate for the office of District Governor shall:

- (a) Be an active member in good standing of a Chartered Lions Club in good standing in his / her sub district.
- (b) Secure the endorsement of his/her club or majority of the clubs in his/her sub district.
- (c) Currently we serving as the first Vice District Governor within the district from which he / she is to be elected.
- (d) Only in the event the current 1st Vice District Governor does not stand for election as the District Governor, or if a vacancy in the position of 1st Vice District Governor exists at the time of the District Convention, any club member who fulfills the qualifications for the office of 2nd Vice District Governor as said forth in the constitution and who is currently serving or who has served one (1) additional year as a member of the District Cabinet, shall fulfil the requirements of sub section (c) of this section.

The Nominating Committee shall place in nomination at the district convention the name(s) of all candidate(s) so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. A candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

Section 3. 1ST & 2ND VICE DISTRICT GOVERNOR ELECTION PROCEDURES. Any member of a club in the district seeking the office of 1st or 2nd vice district governor shall file his/her intention to so run in writing with the Nominating Committee prior to the day of its report to the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

Section 4. **BALLOT.** The election shall be by secret written ballot, with the candidate or candidates 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 of the total valid votes cast excluding blanks and abstentions. If, on the first ballot, and subsequent ballots, no candidate receives a majority, the candidate or tied candidates receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority. In case of a tie on any ballot, balloting shall continue on the tied candidates until one is elected.

Section 5. **DISTRICT GOVERNOR VACANCY.** In the event of a vacancy in the office of district governor, the same shall be filled in accordance with the provisions of the International Constitution and By-Laws. The immediate past district governor, 1st & 2nd vice district governors, the region chairpersons, zone chairpersons, the cabinet secretary and cabinet treasurer (or cabinet secretary/treasurer) and District Governor's Honorary Committee shall convene at a date, time and place called and determined by the immediate past district governor to select a replacement for recommendation to the International Board of Directors. (See Exhibit B at the end of this booklet.)

In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of district governor, he/she must:

- (a) Be an Active Member in good standing of a chartered Lions club in good standing in his/her single or sub-district.
- (b) Have served or will have served at the time he/she takes office as district governor:
 - (i) As officer of a Lions club for a full term or major portion thereof; and
 - (ii) As a member of the district cabinet for two (2) full terms or major portion thereof.
 - (iii) With none of the above being accomplished concurrently.

It is encouraged that the vice district governors fulfill their full term of office and other qualified Lions be considered for filling a

Section 6. **1ST & 2ND VICE DISTRICT GOVERNORS AND OTHER VACANCIES.** Any vacancy in office except that of district governor and 1st & 2nd vice district governors shall be filled by appointment from the district governor for the unexpired term. In event of a vacancy arising in the office of vice district governor, the district governor shall convene a meeting of the members of the existing cabinet as provided for in the International Constitution and By-Laws and all past international officers who are members in good standing of a chartered Lions club in good standing in the district. It shall be the duty of the attendees at this meeting to appoint a qualified club member as 1st & 2nd vice district governors for the remainder of the term. In filling said vacancy, it shall be the duty of the district governor, or if not available, the most recent past district governor who is available, to send out invitations to attend said meeting and it shall also be his/her responsibility to preside as chairperson of the meeting. The chairperson shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion who is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one vote for the Lion of his/her choice. In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of 1st & 2nd vice district governors, he/she must:

- (a) Be an Active Member in good standing of a chartered Lions club in good standing in his/her single or sub-district.
- (b) Have served or will have served at the time he/she takes office as 1st & 2nd vice district governors:
 - (i) As officer of a Lions club for a full term or major portion thereof; and
 - (ii) As a member of the district cabinet for a full term or major portion thereof.
 - (iii) With none of the above being accomplished concurrently.

Section 7. **REGION/ZONE CHAIRPERSON QUALIFICATIONS.** Each region and zone chairperson shall:

- (a) Be an active member in good standing in his/her respective region or zone; and
- (b) Have served or will have served at the time of taking office as region or zone chairperson as president of a Lions club for a full term or major portion thereof, and a member of the board of directors of a Lions club for no less than two (2) additional years.

Section 8. REGION/ZONE CHAIRPERSON VACANCY.

If any region chairperson or zone chairperson shall cease to be a member of a club in the region or zone, as the case may be, to which he/she was appointed, his/her term of office shall thereon cease and the district governor shall appoint a successor to fill said office. Provided, however, the district governor, in his/her discretion may determine not to use the position of region chairperson for the remainder of the term.

**ARTICLE IV
Duties of District Officers/Cabinet**

Section 1. **DISTRICT GOVERNOR.** The District Governor shall serve a term of one year which term shall begin with the close of the Association's Convention held in the year of their election and end at the close of the next Convention of the Association.

Under the general supervision of the International Board of Directors, he/she shall represent the association in his/her district. In addition, he/she shall be the chief administrative officer in his/her district and shall have direct supervision over the vice district governor, region chairpersons, the zone chairpersons, the cabinet secretary-treasurer and such other cabinet members as may be provided for in this district constitution and bylaws. His/her specific responsibilities shall be to:

- (a) Further the purposes of this Association;
- (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) Promote the Lions Clubs International Foundation and all service activities of the association;
- (e) Preside, when present, over cabinet, convention and other district meetings. During any period he/she is unable to so preside, the presiding officer at any such meeting shall be the vice district governor, but if he/she is not available, the district officer chosen by the attending members shall preside;
- (f) Promote harmony among the chartered Lions clubs;
- (g) Exercise such supervision and authority over cabinet officers and district committee appointees as is provided in this district constitution;
- (H) Ensure that each Lions club in the district be visited by district governor or other district officer once every year to facilitate successful administration of the club, and that the visiting officer submit a visitation report to the International Headquarters for each visit.
- (i) Submit a current itemized statement of total district receipts and expenditures to his/her district convention or annual meeting of his/her district at a multiple district convention;
- (j) Deliver, forthwith, at the termination of his/her term of office, all district accounts and records to his/her successor in office;
- (k) Report to Lions Clubs International all known violations of the use of the association's name and emblem;
- (l) Perform such other functions and acts as shall be required of him/her by the International Board of Directors through the District Governor's Manual and other directives.

Section 2. FIRST VICE DISTRICT GOVERNOR. The first vice district governor, subject to the supervision and direction of the district governor, shall be the chief administrative assistant and representative of the District Governor. His / Her specific responsibilities shall be, but not limited, to:

- (a) Further the purposes of this Association;
- (b) Perform such Administrative duties assigned by the District Governor;
- (c) Perform such other functions and acts required by the International Board of Directors;
- (d) Participate in the Cabinet Meetings, and conduct meetings in absence of the district governor, and participate in Council Meetings as appropriate;
- (e) Assist the District Governor in the review of the strengths and weaknesses of the clubs in the district, identifying the existing and potential weak clubs and establishing plans to strengthen them;
- (f) Conduct club visitation as the representative of the district governor when requested by the District Governor;
- (g) Work with the District Membership Committee and the District Extension Committee, and assist them to reach their goals of the year;
- (h) Work with the District Leadership Development Committee and assist the Committee to develop and implement a district-wide Leadership Development Plan to enhance the enthusiasm and capability of the District Officers and members to serve effectively through utilization of the District MERL Team and integration of the Team's work with the district's leadership development efforts;
- (i) Work with the District Convention Committee and assist the committee to plan and conduct annual district convention and assist the district governor to organize and promote other events within the district.
- (j) At the request of the district governor, supervise other district committees;
- (k) Participate in the planning of the next year including the district budget;
- (l) Familiarize himself / herself with the duties of the district governor so that, in the event of a vacancy in the office of the district governor, he / she would be better prepared to assume the duties and responsibilities of the said office as the acting district governor until the vacancy is filled according to these by-laws and rules of procedure adopted by the International Board of Directors

Section 3. SECOND VICE DISTRICT GOVERNOR. The Second Vice District Governor, subject to the supervision of the district governor, shall be an assistant in the administration of the district, and representative of the district governor. His / her specific responsibilities shall be, but not limited, to:

- (a) Further the purposes of the association;
- (b) Perform such administrative duties assigned by the district governor;
- (c) Perform such other functions and acts required by the International Board of Directors;
- (d) Participate in the Cabinet Meetings, and conduct meetings in the absence of the district governor and first vice district governor and participate in council meetings as appropriate;
- (e) Familiarize himself/herself with the health and status of the clubs in the district and assist the district governor and the first vice district governor in identifying and strengthening the existing and potential weak clubs.
- (f) Conduct club visitation, as the representative of the district governor, when requested by the district governor.
- (g) Assist the district governor and vice district governor in planning and conducting the Annual District Convention;
- (h) Work with the District Retention Committee, and assist the committee to prevent loss of clubs and members, particularly due to inactive club administration and / or financial problems or negligence;
- (i) Work with the District LCIF Committee and assist the committee to achieve the goals of the year through regular distribution of LCIF information and materials to increase understanding and support of LCIF;
- (j) Work with the District Information Technology Committee and assist the committee to promote the use of the association's web site and the internet among the clubs and members to obtain information, file reports, purchase club supplies, etc.;
- (k) At the request of the district governor, supervise other district committees;
- (l) Assist the district governor, first vice district governor, and the cabinet in planning of the next year;
- (m) Familiarize himself/herself with the duties of the district governor, and first vice district governor, so that in the event of a vacancy in the offices of the district governor or first vice district governor, he / she would be better prepared to assume the duties and responsibilities of said offices, as the acting district governor or acting first vice district governor, until the vacancies are filled according to these by-laws and rules of procedure adopted by the International Board of Directors.

<p>Section 4. CABINET SECRETARY. He/ she shall act under the supervision of the district governor. His/her specific responsibilities shall be to:</p> <p>(a) Further the Purposes of this association;</p> <p>(b) Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:</p> <ol style="list-style-type: none"> 1) Keep an accurate record of the proceedings of all meetings of the cabinet, and within five (5) days after each meeting forward copies of the same to all members of the cabinet, and the office of Lions Clubs International; 2) Take and keep minutes of the sub-district convention and furnish copies of the same to Lions Clubs International, the district governor and the secretary of each club in the sub-district; 3) Make reports to the cabinet as the district governor or cabinet may require; 4) Perform such other functions and acts as may be required of each by directives of the International Board of Directors. <p>Section 4. CABINET TREASURER. He/ she shall act under the supervision of the district governor. His/her specific responsibilities shall be to:</p> <ol style="list-style-type: none"> 1) Collect and receipt for all per capita taxes levied on members and clubs in the sub-district, deposit the same in such bank or banks as the district governor shall determine and disburse the same by order of the district governor; <p>For student membership programs, as adopted by the International Board of Directors, eligible student members shall pay a semi annual per capita tax equal to one half (1/2) of the total amount of dues as provided in the District Constitution. (Refer Article VI District Administration Fund).</p> <p style="text-align: center;">- 18 -</p>	<ol style="list-style-type: none"> 2) Remit and pay over to the multiple district council secretary-treasurer the multiple district per capita tax, if any, collected in the sub-district, and secure a proper receipt; 3) Keep accurate books and records of account, and minutes of all cabinet and sub-district meetings, and permit inspection of the same by the district governor, any cabinet member and any club (or any authorized agent of any of them) at any reasonable time for any proper purpose. Upon direction of the district governor or the cabinet, he/she shall furnish any such books and records as requested to any auditor appointed by the district governor. 3) Secure bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the district governor. 5) Perform such other functions and acts as may be required of each by directives of the International Board of Directors. <p>Section 5. REGION CHAIRPERSON (if the position is utilized during the district governor's term). The region chairperson subject to the supervision and direction of the district governor, shall be the chief administrative officer in his/her region. His/her specific responsibilities should be to:</p> <p>(a) Further the Purposes of this association;</p> <p>(b) Supervise the activities of the zone chairpersons in his/her region and such district committee chairpersons as may be assigned to him/her by the district governor;</p> <p>(c) Play an active role in membership development and in organizing new clubs and in strengthening weak clubs; play an active role in leadership development at Club Level.</p> <p>(d) Visit a regular meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the district governor;</p> <p style="text-align: center;">- 19 -</p>	<ol style="list-style-type: none"> (e) Visit a regular board of directors meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the district governor; (f) Endeavor to have every club in his/her region operating under a duly adopted club constitution and bylaws; (g) Promote representation at international and district (sub-and multiple) conventions by at least the full quota of delegates to which clubs in his/her region are entitled; (h) Carry out such official visitations to club meetings and charter nights as shall be assigned to him/her by the district governor; (i) Perform such additional assignments as shall be given to him/her from time to time by the district governor; <p>In addition, the region chairperson shall perform such other functions and acts as may be required by the International Board of Directors through a region chairperson's manual and other directives.</p> <p>In the event the region chairperson for any reason cannot or does not, in the judgment of the district governor, perform the duties of his/her office, or in the event the office is for any reason vacated, the district governor shall appoint a successor to serve for the unexpired term.</p> <p>Section 6. ZONE CHAIRPERSON. The zone chairperson, subject to the supervision and direction of the district governor and/or region chairperson, shall be the chief administrative officer in his/her zone. His/her specific responsibilities shall be to:</p> <p>(a) Further the Purposes of this association;</p> <p>(b) Serve as chairperson of the District Governor's Advisory Committee in his/her zone and as such chairperson to call regular meetings of said committee;</p> <p style="text-align: center;">- 20 -</p>
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- (c) Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days hereafter to Lions Clubs International and to the district governor and region chairperson;
- (d) Play an active role in membership development as well as in organizing new clubs and keep informed on the activities and well-being of all clubs in his/her zone, play an active role in leadership development at Club Level.
- (e) Represent each club in his/her zone in any problems with district, multiple district council chairperson or Lions Clubs International;
- (f) Supervise the progress of district, multiple district, and Lions Clubs International projects in his/her zone;
- (g) Endeavor to have every club within his/her zone operating under a duly adopted club constitution and by-laws;
- (h) Promote representation at international and district (sub- and multiple) conventions by at least the full quota of delegates to which clubs in his/her zone are entitled;
- (i) Visit a regular meeting of each club in his/her zone once or more during his/her term of office, reporting his/her findings to the region chairperson particularly with respect to weaknesses he/she may have discovered (copy to district governor);
- (j) Perform such other functions and acts as may be required of him/her by directives of the International Board of Directors.

In the event the zone chairperson for any reason cannot or, in the judgment of the district governor, does not perform the duties of his/her office, or in the event the office is for any reason vacated, the district governor shall appoint a successor to serve for the unexpired term.

Section 7. DISTRICT GOVERNOR'S CABINET. The district governor's cabinet shall:

- (a) Assist the district governor in the performance of his/her duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the sub-district;
- (b) Receive, from the region chairpersons or other assigned district cabinet members, reports and recommendations which concern the clubs and zones;
- (c) Supervise the collection of all per capita taxes by the cabinet treasurer, designate a depository(s) for said funds and authorize the payment of all legitimate expenses pertaining to the administration of the affairs of the district;
- (d) Secure, set the amount of and approve the surety company issuing, the surety bond for the cabinet secretary-treasurer;
- (e) Secure, semi-annually or more frequently, sub-district financial reports from the cabinet secretary and cabinet treasurer (or secretary-treasurer).
- (f) Provide for an audit of the books and accounts of the cabinet secretary, cabinet treasurer, or cabinet secretary-treasurer and with the district governor's approval, set up definite schedule of dates, times and places of cabinet meetings to be held during the fiscal year.

Section 8. SERGEANT-AT-ARMS. The Sergeant-at-Arms shall maintain order and decorum at the respective conventions and meetings and perform such other duties as are incident to his/her office under ROBERT'S RULES OF ORDER, NEWLY REVISED.

**ARTICLE V
District Committees/Duties**

Section 1. DISTRICT GOVERNOR'S ADVISORY COMMITTEE. In each zone, the zone chairperson and the presidents and secretaries of the clubs in the zone shall compose a District Governor's Advisory Committee, with the zone chairperson as chairperson. At a date, time and place called by the zone chairperson, this committee shall hold a first meeting within ninety (90) days after the adjournment of the preceding international convention; a second meeting in the month of November; a third meeting in the month of February or March; and a fourth meeting approximately thirty days prior to the multiple district convention. It shall assist the zone chairpersons in an advisory capacity, procure recommendations affecting the welfare of Lionism and the clubs in the zone, and relay the same through the zone chairperson to the district governor and his/her cabinet.

Section 2. DISTRICT GOVERNOR'S HONORARY COMMITTEE. The district governor may appoint a District Governor's Honorary Committee composed of past international officers who are members in good standing of clubs within the sub-district. This committee shall meet when and as called upon by the district governor. It shall act under the direction of the district governor in the promotion of harmony throughout the district. The chairperson of this committee shall attend meetings of the cabinet when requested by the district governor.

Section 3. DISTRICT CABINET COMMITTEES. The district governor may establish and appoint such other committees and/or chairpersons as he/she deems necessary and appropriate for the efficient operations of the district. Such committee chairpersons shall be deemed non-voting members of the district cabinet.

**ARTICLE VI
DISTRICT ADMINISTRATION FUND**

Section 1. **DISTRICT REVENUE.** To provide revenue to defray the administrative expenses of the district, an annual district administrative fund per capita tax of Rs.500/- (which includes the Rs.80/- for District Convention and Rs.20/- for the Multiple District Convention) is hereby levied upon each member of each club in the district and shall be collected and paid in advance by each club in two (2) semi-annual payments as follows: (Rs.250/-) per club member on September tenth of each year to cover the semi-annual period July 1 to December 31; and (Rs.250/-) per club member on March tenth of each year, to cover the semi-annual period January 1 to June 30, with billings of the same to be based upon the roster of each club as of the first days of July and January, respectively. Said tax shall be paid to the cabinet secretary or cabinet treasurer (or secretary/treasurer) by each club in the district, except newly chartered and reorganized clubs, which shall collect and pay said per capita tax on a pro-rata basis from the first day of the second month following the date of their organization or reorganization, as the case may be. Said per capita tax shall be disbursed only for administrative expenses of the district and only upon approval by the district governor's cabinet. Disbursement therefrom shall be by checks drawn and signed by the cabinet treasurer and countersigned by the district governor.

Section 2. **REMAINING FUNDS.** In any fiscal year, any balance remaining in the convention fund after payment of all convention administrative expenses in that year shall remain in said convention fund and become available for future convention expenses and be treated as income in any fiscal year in which expended or otherwise budgeted for payment of such expenses.

Section 3. **FEE COLLECTION.** Such fee as the district governor shall set may be collected, under procedures set by the district governor, from each delegate, alternate, and guest attending the district convention to defray the actual cost of convention meals and entertainment.

Section 4.

- a) **AUDIT OR REVIEW.** The district governor shall provide for an annual or more frequent audit or review of the district convention fund and shall give an annual financial report of said fund to each annual district convention.
- b) **AUDIT COMMITTEE.** The District Governor to appoint an Audit Committee comprising the Chairman Council of Past District Governors' (Chairperson), Immediate Past District Governor, Vice District Governor, Cabinet Treasurer and a representative of the Official Auditor. The Audit Committee to examine the quarterly statement of accounts to be presented by the Cabinet Treasurer to the District Cabinet, and submit their report to the District Governor a week before the quarterly Cabinet Meeting.

**ARTICLE VII
Nominations and Endorsement International Director
and Second Vice President Nominees**

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

- (a) Deliver (by mail or in person) written notice of intention to seek such endorsement to the district governor and if this is a sub-district of a multiple district to the multiple district council secretary treasurer no less than **30 days** prior to the convening date of the district convention at which such question of endorsement is to be voted upon;
- (b) Deliver with said notice of intention evidence of fulfillment of the qualifications for such office set forth in the International Constitution and By-Laws.

Section 2. **NOMINATION.** Each notice of intention so delivered shall be transmitted forthwith by the district governor to the Nominating Committee of the respective convention, which shall review and perfect the same by obtaining from each prospective candidate any additional evidence of such intention and qualifications as may be necessary under the International Constitution and By-Laws, and shall place in nomination at the respective convention the name of each such prospective candidate who has fulfilled said procedural and constitutional requirements.

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

Section 4. **VOTE.** The vote on the question of endorsement shall be by secret written ballot, unless there shall be only one nominee seeking the same, in which event a voice vote may be taken. The nominee receiving a majority of the votes cast shall be declared endorsed (elected) as the candidate of the convention and district. In the event of a tie vote, or failure of one nominee to receive the required majority, on any ballot, balloting shall continue until one receives the required majority of the votes cast.

Section 5. **CERTIFICATION OF ENDORSEMENT.** Certification of endorsement by the respective convention shall be made in writing to the international office by the district officials designated (and if the district is a sub-district in the multiple district to the multiple district council of governors) in accordance with the requirements set forth, in the International Constitution and By-Laws.

Section 6. **VALIDITY.** No district endorsement of any candidacy of any member of a Lions club in this district shall be valid unless and until the provisions of this Article VII have been met.

**ARTICLE VIII
Rules of Procedure**

Except as otherwise specifically provided in this constitution and by-laws, or in the rules of procedure adopted for a meeting, all questions of order and procedure adopted for a meeting, all questions of order and procedure in any district meeting or convention, any meeting of the district cabinet, region, zone or member club or of any group or committee of any one of them shall be determined by ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 1. DISTRICT GOVERNOR EXPENSES INTERNATIONAL CONVENTION. Expenses of the district governor in connection with his/her attending the international convention shall be considered a district administrative expense. Reimbursement for such expenses shall be made on the same basis as outlined in the Rules of Audit of Lions Clubs International.

Section 2. FINANCIAL OBLIGATIONS. The district governor and his/her cabinet shall not incur obligations in any fiscal year which will effect an unbalanced budget or deficit in said fiscal year.

Section 3. CABINET SECRETARY-TREASURER BOND. The cabinet secretary-treasurer and authorized signatories shall be bonded in such amount and with such surety company as shall be approved by the district governor's cabinet and the cost of same shall be an administrative expense.

Section 4. AUDIT OR REVIEW OF BOOKS. The district governor's cabinet shall provide for an annual or more frequent audit or review of the books and accounts of the cabinet secretary and cabinet treasurer (or secretary or treasurer) and a statement of the financial condition of the district shall be sent to Lions Clubs International and each club in the district at the close of the fiscal year by the cabinet then in office.

Section 5. COMPENSATION. No officer shall receive any compensation for any service rendered to this district in his/her official capacity with the exception of the cabinet secretary cabinet treasurer (or secretary treasurer) whose compensation, if any, shall be fixed by the district cabinet.

Section 6. FISCAL YEAR. The fiscal year of this district shall be from July 1st to June 30th.

Section 7. DISPUTE RESOLUTION. The clubs in the district shall pursue all complaints, disputes or claims according to the terms and conditions of rules or procedure adopted, from time to time, by the International Board of Directors.

**ARTICLE IX
Miscellaneous**

Section 1. EMBLEM, COLORS. The emblem and colours of this club shall be the same as the emblem and colours of Lions Clubs International.

Section 2. FISCAL YEAR. The fiscal year of this club shall be July 1 through June 30.

Section 3. HONORARY MAILING LIST. Lions Clubs International and the District Governor shall be included on the mailing list of this club.

Section 4. PARTISAN POLITICS / RELIGION. This club shall not endorse or recommend any candidate for public office, nor shall partisan politics or sectarian religion be debated by members in meetings of this club.

Section 5. PERSONAL BENEFIT. Except to further his/her progress in Lionism, no officer or member of this club shall use his/her membership as a means of furthering any personal, political, or other aspiration, nor shall the club, as a whole, take part in any movement not in keeping with its purposes and objects.

Section 6. SOLICITATION OF FUNDS. No funds shall be solicited from members of the club during meetings by any individual or individuals who are not members of the club. Any suggestion or proposition made at any meeting of this club calling for the expenditure of money for other than the regular obligations shall be referred to the appropriate committee or to the Board of Directors.

**ARTICLE X
Amendments**

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

Section 2. NOTICE. No amendment shall be so reported or voted upon unless the same shall have been furnished in writing to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

Section 3. EFFECTIVE DATE. Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

**ARTICLE XI
Effective Time**

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

The Standard Form Multiple District Constitution and By-laws shall govern the multiple districts unless otherwise amended so as not to conflict with the International Constitution and By-laws and policies of Lions Clubs International. The Standard Form District Constitution and By-laws shall govern the sub-districts comprising the multiple districts unless otherwise amended so as not to conflict with the Multiple District and International Constitution and By-laws and policies of

(d) A simple majority vote shall be necessary to elect the district governor. If a simple majority vote is not received in the election of district governor, a vacancy shall occur and Article III, Section 9 (D) of the International By-Laws shall apply, and Sub-Section (E) of this rule shall be followed.

(E) A simple majority vote shall be necessary to elect all other candidates. In the event any one candidate shall fail to receive the required number of votes to be elected, additional balloting shall take place as outlined in this section until such time as one candidate secures a simple majority vote.

EXHIBIT "B"

RULES OF PROCEDURE SPECIAL MEETING TO RECOMMEND A LION FOR APPOINTMENT AS DISTRICT GOVERNOR

Rule 1. In the event a vacancy arises in the office of district governor, it shall be the duty of the immediate past district governor, or if not available, the most recent past district governor who is available, upon notification from the international office, to convene a meeting of the district governor, immediate past district governor, vice district governor, the region chairpersons, zone chairpersons and the secretary and treasurer or secretary-treasurer and all past international presidents, past international directors and past district governors who are members in good standing of a chartered Lions club in the district for the purpose of recommending a Lion for appointment by the International Board of Directors.

Rule 2. Written invitations to this meeting shall be sent as soon as possible so that the meeting is held within the required fifteen (15) days of receipt of notification. The immediate past district governor, as the meeting's chairperson, shall have the authority to select the meeting site, date and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time within the required fifteen (15) days.

Rule 3. The chairperson shall maintain a written attendance roster.

Rule 4. Each Lion who is entitled to attend the meeting may make one nomination of his/her choice from the floor.

Rule 5. Each such nominee shall be entitled to one seconding speech, only, in his/her behalf of not more than three (3) minutes in duration, and may speak personally for five (5) additional minutes. When each nominee has had an opportunity to present his/her remarks, the chairperson shall declare the nominations closed. No additional nominations shall be accepted after the close of nominations.

Rule 6. Voting.

- (a) Voting will occur immediately after the close of nominations.
- (b) Voting will be by written ballot unless a majority of the members attending the meeting select another voting method.
- (c) The member shall indicate his/her vote by writing the name of his/her choice on the ballot. Any ballot containing votes for more than one nominee shall be declared invalid.
- (d) A simple majority vote shall be necessary to recommend secures a simple majority vote.

Rule 7. At the conclusion of the meeting, but in no event more than seven (7) days after the conclusion of the meeting, the chairperson will forward a written report of the voting results to the international office together with evidence of invitations sent and attendance at the meeting.

Rule 8. The International Board of Directors, pursuant to Article III, Sections 9(a) and (d) of the International By-Laws shall consider, but is not bound by, any recommendation resolved at the special meeting. The International Board of Directors reserves the right to appoint the recommendee or any club member as district governor for the (remainder of the) term.

EXHIBIT "C"

SUMMARY OF RULES SPECIAL MEETING TO RECOMMEND A LION FOR APPOINTMENT AS DISTRICT GOVERNOR

1. The international office has advised the district to convene a special meeting to recommend a member for appointment as district governor.
2. The immediate past district governor prepares invitations for the special meeting. Invitations are to be sent to the district governor, immediate past district governor, 1st & 2nd vice district governors, the region chairpersons, zone chairpersons and the secretary and treasurer or secretary-treasurer and all past international presidents, past international directors and past district governors who are members in good standing of a chartered Lions club in the district. The invitations should state the date, time and location for the meeting.
3. The chairperson maintains an attendance roster at the meeting.

4. Nominations are made from the floor. Each nominee may speak for five (5) minutes, and his/her seconder may speak for an additional three (3) minutes.
5. Voting begins immediately after nominations close. Voting is by written ballot unless a majority of attendees select another voting method.
6. A simple majority of votes cast by those present and voting is necessary to be recommended. If no one candidate secures a simple majority vote, voting continues as outlined in the rules of procedure.
7. The chairperson forwards the meeting results at the conclusion of the meeting.

EXHIBIT "D"

DISTRICT DISPUTE RESOLUTION PROCEDURE

A. Disputes Subject to Procedure

All disputes relative to membership, club boundaries, or interpretation, breach of, or application of the district constitution and by-laws, or any policy or procedure adopted from time to time by the district cabinet, or any other internal Lions district matter that cannot be satisfactorily resolved through other means, arising between any clubs in the district, or any club(s) and the district administration, shall be settled by the following dispute resolution procedure. Any time limits specified in this procedure may be shortened or extended by the district governor, conciliators or the International Board of Directors (or its designee) upon a showing of good cause. All parties to any dispute subject to this procedure shall not pursue administrative or judicial actions during this dispute resolution process.

B. Complaints and Filing Fee

Any Lions club in good standing within the association (the "complainant") may file a written request with the district governor (a "complaint") asking that dispute resolution take place under this procedure. The complaint must be filed with the district governor within thirty (30) days after the complainant(s) knew or should have known of the occurrence of the event upon which the complaint is based. The complainant(s) must submit minutes signed by the club secretary certifying that a resolution in support of filing the complaint has been adopted by a majority of the entire membership of the club.

A complaint filed under this procedure must be accompanied by a US\$750.00 filing fee, or its equivalent in the respective national currency, payable by each complainant to the district which shall be submitted to the district governor at the time the complaint is filed. In the event the complaint is settled or withdrawn prior to a final decision by the conciliators, US\$100.00 shall be retained by the district as an administrative fee and US\$325.00 shall be refunded to the complainant and US\$325.00 shall be paid to the respondent (which shall be shared on an equal basis if there is more than one respondent). In the event the selected conciliators find the complaint to have merit and the complaint is upheld, US\$100.00 shall be retained by the district as an administrative fee and US\$650.00 shall be refunded to the complainant. In the event the selected conciliators deny the complaint for any reason, US\$100.00 shall be retained by the district as an administrative fee and US\$650.00 shall be paid to the respondent (which shall be shared on an equal basis if there is more than one respondent). In the event the complaint is not settled, withdrawn, upheld or denied within the time frames established by this procedure (unless an extension has been granted for good cause), then the entire fee will be automatically retained by the district as an administrative fee and shall not be refunded to any party. All expenses incurred relative to this dispute resolution procedure are the responsibility of the district, unless established district policy provides that all expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute.

C. Selection of Conciliators

Within fifteen (15) days of filing the complaint, each party to the dispute shall select one (1) neutral conciliator and the selected conciliators shall select one (1) neutral conciliator, who will serve as chairperson. The selected conciliators' decision relative to the selection of the conciliator/chairperson shall be final and binding. All of the selected conciliators shall be Lion leaders, preferably past district governors, who are currently members in good standing of clubs in good standing, other than a club which is a party to the dispute, in the district in which the dispute arises, and shall be impartial on the matter in dispute and without loyalties to any party to the dispute. Upon completion of the selection process, the conciliators shall be deemed appointed with all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure.

In the event the selected conciliators cannot agree on the selection of the conciliator/chairperson within fifteen (15) days, then the selected conciliators shall be automatically deemed to have resigned for administrative reasons and the parties must select new conciliators ("the second team of selected conciliators") who shall then select one (1) neutral conciliator/chairperson in accordance with the selection procedures and requirements described above. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within the district in which the dispute arises, the selected conciliators may select one (1) neutral conciliator/chairperson who is a member of a club in good standing outside the respective district. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within or outside the district in which the dispute arises, then the past international director who most recently served on the International Board of Directors from within the district in which the dispute arises or from an adjacent district, whichever is closest in proximity, shall be appointed as conciliator/chairperson.

D. Conciliation Meeting & Decision of Conciliators

Upon being appointed, the conciliators shall arrange a meeting of the parties for the purpose of conciliating the dispute. The meeting shall be scheduled within thirty (30) days of the appointment of the conciliators. The objective of the conciliators shall be to find a prompt and amicable resolution to the dispute. If such conciliation efforts are unsuccessful, the conciliators shall have the authority to issue their decision relative to the dispute. The conciliators shall issue their decision in writing no later than thirty (30) days after the date on which the initial meeting of the parties was held, and the decision shall be final and binding on all parties. The written decision shall be signed by all the conciliators, with the dissent of any conciliator properly noted, and a copy of the written decision shall be provided to all parties, the district governor and, upon request, to the Legal Division of Lions Clubs International. The decision of the conciliators must be consistent with any applicable provisions of the International, Multiple District and District Constitutions and By-Laws and policies of the International Board of Directors, and is subject to the authority of and further review by the International Board of Directors at the sole discretion of the International Board of Directors or its designee.

EXHIBIT "E"

CLUB DISPUTE RESOLUTION PROCEDURE

Section 1. **DISPUTES SUBJECT TO PROCEDURE.** All disputes arising between any member or members, or a former member or members, and the club, or any officer on the board of the club, relative to membership, or the interpretation, breach of, or application of the club's constitution and by-laws, or the expulsion of any member from the club, or any other internal Lions club matter whatsoever which cannot be satisfactorily resolved through other means, shall be settled by dispute resolution. Any time limits specified in this procedure may be shortened or extended by the district governor, conciliator or the

International Board of Directors (or its designee) upon a showing of good cause. All parties to any dispute subject to this procedure shall not pursue administrative or judicial actions during this dispute resolution process.

Section 2. **REQUEST FOR DISPUTE RESOLUTION AND FILING FEE.** Any party to the dispute may file a written request with the district governor asking that dispute resolution take place. All requests for dispute resolution must be filed with the district governor within thirty (30) days after the member knew or should have known of the occurrence of the event upon which the request is based. Each district may determine whether a filing fee will be charged for filing a complaint under this procedure. Any such filing fee must be approved by majority vote of the district cabinet in advance of charging any fee for filing a complaint under this procedure and any such fee shall not exceed US\$250.00, or its equivalent in the respective national currency is payable to the district. All expenses incurred relative to this dispute resolution procedure are the responsibility of the district, unless established district policy provides that all expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute.

Section 3. **SELECTION OF CONCILIATOR.** Within fifteen (15) days of receipt, the district governor shall appoint a neutral conciliator to hear the dispute. The conciliator shall be a past district governor who is currently a member in good standing of a club in good standing, other than the club which is a party to the dispute, in the district in which the dispute arises, and who is impartial on the matter in dispute and without loyalties to any party to the dispute. The appointed conciliator shall be acceptable to the parties and the district governor shall obtain a written statement signed by each party certifying that the appointed conciliator is acceptable. In the event an appointed conciliator is not acceptable to any party, the objecting party must submit a written statement to the district governor identifying all the reasons for such an objection. If the district governor determines, in his or her sole discretion, that the party's written statement sufficiently

demonstrates that the appointed conciliator lacks neutrality, the district governor shall appoint a substitute conciliator as provided above. Upon appointment, the conciliator shall have all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure.

Section 4. **CONCILIATION MEETING & DECISION OF CONCILIATOR.** Upon being appointed, the conciliator shall arrange a meeting of the parties for the purpose of conciliating the dispute. The meeting shall be scheduled within thirty (30) days of the appointment of the conciliator. The objective of the conciliator shall be to find a prompt and amicable resolution to the dispute. If such conciliation efforts are unsuccessful, the conciliator shall have the authority to issue his or her decision relative to the dispute. The conciliator shall issue the decision in writing no later than thirty (30) days after the date on which the initial meeting of the parties was held, and the decision shall be final and binding on all parties. A copy of the written decision shall be provided to all parties, the district governor and, upon request, to the Legal Division of Lions Clubs International. The decision of the conciliator must be consistent with any applicable provisions of the International, Multiple District and District Constitutions and By-Laws and policies of the International Board of Directors, and is subject to the authority of and further review by the International Board of Directors at the sole discretion of the International Board of Directors or its designee.

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