

Revised June 1, 2016

**Kansas Lions Sight Foundation, Inc.
By-Laws**

Article I, Name

The name of this organization is the Kansas Lions Sight Foundation, Inc., hereinafter referred to as "KLSF".

Article II, Mission Statement

The KLSF is committed to identifying vision problems and aiding the blind and visually impaired.

Article III, Affiliation

This corporation is statewide in scope and has no affiliation with any individual, group or agency outside the boundaries of the United States.

Article IV, Membership

Section 1. An active member in good standing of a Lions Club of Kansas in good standing shall be an active member of the corporation.

Section 2. No dues shall be charged for membership in the corporation, but Lions Clubs, individuals, and other entities are encouraged to contribute funds to provide working capital for projects, programs and endowment funds.

Article V. Officers

Section 1. Officers shall be the president, vice president, secretary and treasurer.

Section 2. Officers shall be active members in good standing of a Lions Club in good standing in Kansas.

Section 3. Officers may be members of the Board or may be elected from members defined in Section 2.

Section 4. Officers elected from without the board may use the position in an advisory capacity, but shall have non-voting positions.

Section 5. These officer positions shall be elected annually by the board of directors prior to the Foundation's annual membership meeting.

Section 6. A nominating committee composed of three members of the board, none from the same district, shall present the slate of officers. The committee will select a Lion who is currently serving or has previously held a position for at least one term on the KLSF board in selection for the office of president. Candidates selected for offices of secretary and treasurer should possess the appropriate skills necessary for those respective offices.

Section 7. If the office of president, secretary or treasurer shall become vacant for any reason, the board of directors shall thereon call a special election, giving each board member two (2) weeks notice of the time and place thereof, which time and place shall be determined by said board, and such office shall be filled at said election meeting.

Section 8. Duties of Officers

1) The duties of the officers of the Foundation shall be hereinafter designated, and such as their title by general usage and acceptance would indicate, and by such duties as may be directed by the board of directors.

2) The president shall be the chairperson of the board of directors and shall preside at all regular meetings of the board.

3) It shall be the duty of the president to appoint the necessary committees to carry out the purposes and objects of the Foundation. The president by virtue of the office shall be an ex-officio member of all committees and shall in general exercise supervision over the affairs of the Foundation.

4) The president shall make reports at State Council meetings, and an annual report of the KLSF activities each year at the Multiple District 17 Convention. This report shall also appear in the Lions State paper next published after the convention.

5) The Vice President shall perform the duties of the President in the latter's absence or inability to act and be the Service Activities Chairperson to oversee Special Committees appointed by the president.

6) The secretary shall keep an accurate record of all transactions of KLSF and shall publish the place and date of the annual meetings in the official Kansas Lion publication, and notify the board of directors in writing of the time and purpose of all meetings of the KLSF. The secretary will file any documents required by Lions International and will ascertain that all required documents and fees are filed with the State and Federal Governments or any other applicable governing bodies. In general the secretary shall do and perform other duties as directed by the board of directors.

7) The treasurer shall be custodian of all funds of the KLSF and shall make periodic financial reports as directed by the board of directors.

KLSF funds under management shall be included in all financial reports. An annual detailed report shall be forwarded with all necessary documentation to an accounting firm approved by the Foundation for the annual audit. All funds shall be deposited in depositories as approved by the board of directors in the name of the KLSF. The treasurer shall disperse funds upon the direction of the board of directors. The treasurer shall ascertain that all required documents and fees are filed with the State and Federal Governments or any other applicable governing bodies. The treasurer shall be bonded in an amount approved by the board of directors.

Article VI. Board of Directors

Section 1. The general supervision, management, and control of the Foundation shall be vested in the Board of Directors.

Section 2. The Board of Directors shall consist of six Lions from each Sub-District in Lions Multiple District 17, Kansas. One director from each Sub-District will be designated Kansas Lions for Sight Chairperson. Two directors will be elected per year and shall each serve a three-year term. The election or re-election of any member to the Board of Directors will be governed by the discretion of the delegates legally assembled at the Multiple District 17 or a Sub-District Convention of each respective District. Replacement of Board of Directors whose term has expired shall be the choice of the delegates from the respective Districts at Multiple District 17 or Sub-District Conventions. The Chairperson for Use Eyeglasses collection will be a non-voting member of the Board of Directors unless he or she was elected as one of the six (6) KLSF directors of the Sub-District.

Section 3. Whenever a vacancy shall occur with an elected Board Member other than by expiration of their term of office, the remaining members of the Board of Directors shall elect a member from the Sub-District from which the vacancy occurs to fulfill the vacancy until the next Sub-District Convention, after written recommendations have been made by the present District Governor and the Immediate Past District Governor. The Sub-District at its next convention shall elect a Director to serve the remainder of the vacant term.

Section 4. The Board of Directors of the Foundation shall meet at any and all times necessary for the best interest of the Foundation as called by the president and secretary, which shall be not less than three times per year. The meeting time and place shall be determined by the president and secretary with preference given to the same time and place as the meeting of the State Council.

Section 5. A special meeting may be called by any four members of the Board of Directors each of whom represent different Sub-Districts by giving of ten days notice of the time and place and the purpose of such special meeting.

Section 6. The annual meeting of the Board of Directors shall be held at the Multiple District 17 Convention each year for the election of officers. The KLSF annual meeting of the membership shall be held at the time of the Multiple District Convention to report on projects to the membership as a whole.

Section 7. A quorum shall consist of a simple majority of the voting members of the Board of Directors.

Section 8. The members of the Board of Directors shall serve without pay, but shall be reimbursed for travel expenses while on business for the Foundation. (According to the rules of audit approved by the board of directors of the Foundation.)

Article VII, Funds

Section 1. All monies received by the KLSF through KLSF fundraising projects, Lions' Clubs fundraising projects, and other undesignated donations shall be invested; and the principle and the income derived therefrom shall be used for the development of sight related activities and administrative expenses as directed by the board of directors of the KLSF.

Section 2. All monies received by the KLSF through memorials, Claude M. DeVors Fellowship, wills and bequests, and other endowments as may be established by the board of directors, shall be invested and administered as a permanent endowment fund unless designated otherwise by the donor. The income from such endowments shall be added to the operating funds of the foundation. Income derived from endowments established for specific projects shall be used for those named projects. In the event that a specific project is no longer viable, monies of said endowment shall revert to the general endowment.

Section 3. Administrative expenses of the foundation shall be taken from undesignated donations, fundraising projects and income from investments including endowments that may be used by the board of directors for necessary expenses of the foundation. These expenses will be used in maintaining, promoting and publicizing the projects of the KLSF.

Section 4. Monies donated for a Claude M. DeVors Fellowship, recognition of commitment to humanitarian service, are designated as an endowment fund. The award is given to an individual named by a person, Lions Club or District that donates \$1,000.00 to the KLSF for the Fellowship. The donation may be made in a lump sum or in installments not to exceed a five-year period.

Section 5. In order to encourage voluntary contributions, certain types of membership annual contributions have been established as follows: Supporting Membership, \$25; Sustaining Membership, \$100; Founders Membership, \$500; and Millionaire Membership, \$1,000 and greater.

Section 6. The Kansas Lions For Sight Committee shall be responsible for the promotion and administration of the Kansas Lions Fund raising Day for Sight Conservation Activities on a statewide basis. All funds received by this committee shall be submitted in a timely manner to the Foundation treasurer to be applied to a separate fund to be used for the Department of Ophthalmology of the Kansas University Medical Center and other sight conservation projects.

Article VIII, Committees

Section 1. The following standing committees shall be appointed by the president: Budget and Finance, Bylaws and Public Relations.

Section 2. The president may appoint special committees as he or she may deem necessary or convenient.

Article IX, Procedure

Roberts Rules of Order shall govern the proceedings of all meetings of the KLSF except as provided in these Bylaws.

Article X, Amendments

Section 1. These Bylaws may be amended only at the annual meeting of the KLSF at the annual Multiple District 17 Convention, by a two-thirds vote of the active members of the Corporation in attendance, after being approved by a number of directors not less than the majority vote of the entire KLSF board of directors, at the KLSF meeting held at the third Multiple District 17 Council Meeting.

Section 2. Proposed amendments may be submitted by any Lions Club in good standing in Multiple District 17, a KLSF Director, Multiple District 17 Constitution and Bylaws Committee or Multiple District 17 Council of Governors. These proposed changes must be received by each director of the KLSF ten days prior to the Third Multiple District 17 Council Meeting.

Section 3. The Secretary of the KLSF shall not later than the 1st of April, send to the editor of the Kansas Lions News all proposed changes (including the complete sections as is and with all changes). The Editor of the Kansas Lions News shall publish proposed amendments in the next issue of the Kansas Lions News.

Article XI, Fiscal Year

The Fiscal year shall be July 1 to June 30 of each year.