

THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS DISTRICT 5M-5 CONSTITUTION AND BYLAWS

CONSTITUTION

ARTICLE I

Name

This organization shall be known as Lions District No. 5M-5 hereinafter referred to as "district." ¹

ARTICLE II

Purposes

The purposes of this district shall be:

- (a) To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this district.
- (b) To create and foster a spirit of understanding among the peoples of the world.
- (c) To promote the principles of good government and good citizenship.
- (d) To take an active interest in the civic, cultural, social and moral welfare of the community.
- (e) To unite the members in the bonds of friendship, good fellowship and mutual understanding.
- (f) 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.
- (g) 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 endeavors.

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: congruent with Hennepin County, Minnesota

ARTICLE IV

Emblem, Colors, Slogan and Motto

Section 1. **EMBLEM.** The emblem of this association and each chartered club shall be of a design as follows:



¹ All shaded text can NOT be changed by District 5M-5, only by LCI

Section 2. **USE OF NAME AND EMBLEM.** Use of the name, goodwill, emblem and other logos of the association shall be according to the guidelines established from time to time in the bylaws.

Section 3. **COLORS.** The colors of this association and of each chartered club shall be purple and gold.

Section 4. **SLOGAN.** Its Slogan shall be: Liberty, Intelligence, Our Nation's Safety.

Section 5. **MOTTO.** Its Motto shall be: We Serve.

ARTICLE V

Supremacy

The Standard Form District Constitution and Bylaws shall govern the district unless otherwise amended so as not to conflict with the Multiple District and International Constitution & Bylaws and policies of Lions Clubs International. Whenever there may exist a conflict or a contradiction between the provisions set out in the District Constitution and Bylaws and the Multiple District Constitution and Bylaws then the Multiple District Constitution and Bylaws shall govern. Whenever there may exist a conflict or a contradiction between the provisions set out in the District Constitution and Bylaws and the International Constitution and Bylaws, then the International Constitution and Bylaws shall govern.

Article VI

Officers and District Cabinet

Section 1. **OFFICERS.** The officers of this district shall be the district governor, the immediate past district governor, the first and second vice district governors, the region chairpersons (if the position is utilized during the district governor's term), the zone chairpersons and a cabinet secretary/treasurer or a cabinet secretary and a cabinet treasurer. Each such officer shall be a member in good standing of a Lions club in good standing in the district.²

Section 2. **DISTRICT CABINET.** The district shall have a district cabinet composed of the district governor, the immediate past district governor, the 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-treasurer or a cabinet secretary and a cabinet treasurer, and such other club members as may be included in this section as amended in accordance with the amendment procedures contained herein. In addition, the district global membership team coordinator, district global leadership team coordinator, district global service team coordinator, district global extension team coordinator, district marketing chairperson and LCIF district coordinator shall be non-voting may be members of the district cabinet. Each such cabinet member shall be a member in good standing of a Lions club in good standing in the district. In the event a Leo or Leo-Lion is appointed to the position of Leo/Leo-Lion cabinet liaison, the position would serve as a non-voting advisor to the cabinet.³

Section 3. **ELECTION/APPOINTMENT OF DISTRICT CABINET.** The district governor and first and second vice district governors shall be elected at the annual convention of the district.

A. Within 15 days of assuming the position of district governor, the district governor shall appoint the cabinet secretary/treasurer or a cabinet secretary and a cabinet treasurer, one region chairperson for each region (if the position is utilized during the district governor's term), and one zone chairperson for each zone in the district. The district governor and these appointed Lions shall constitute the district cabinet and shall be officers of the district.

² The officers listed in this section are the minimum officers required for a district cabinet. Should the district add additional officers, they may through amendment of this section.

³ The cabinet members listed in this section are the minimum cabinet members required for a district cabinet. Should the district add additional cabinet members, they may through amendment of this section.

Each said officer shall be a member in good standing in a Lions club in the district. Each region chair and each zone chair shall be appointed only over that region or zone, respectively, in which his or her Lions club is located.

- B. The district governor shall appoint district chairs as needed to conduct the business of the district, all of whom may be included on the district cabinet at the discretion of the district governor.
- C. The district governor, at his or her discretion, may appoint past international officers, past international directors and past district governors from this district as ambassadors-at-large, to perform such functions as he or she deems worthy or necessary for the furtherance of Lionism and the good of the district. These Lions may be included on the district cabinet, at the discretion of the district governor.
- D. 5M5 Cabinet Voting Privilege: In accordance with Article II, Section 7 of the Lions International by-laws, all members of the district governor's cabinet in 5M-5 shall have a vote.
- E. No salary shall be paid to any officer or committee chair in the district.

Section 4. **HONORARY AND ADVISORY COMMITTEES**

- A. The district governor may have a district governor's honorary committee, comprised of all past international officers, past international directors and past district governors from this district. This committee may select a chair and secretary and shall meet at such times as directed by their chair or the district governor.
- B. The district governor shall have a district governor's advisory committee in each zone in the district, comprised of the zone chair as chair, and the president and Secretary of every Lions club in the zone.

Section 5. **REGIONS AND ZONES**

- A. The district governor shall form 1-3 regions of 1-10 zones each and he or she shall form zones of approximately 4-10 clubs each. In forming the regions and zones, he or she shall give due regard to geographical locations of the clubs, total membership of the clubs and such other factors as he or she deems necessary to best serve the clubs and the district.
- B. Regional Meetings – Meetings of representatives of all clubs in a region may be held during the year, at time and places fixed by the region chair, who shall conduct the meeting.
- C. Zone Meetings – Zone meetings, also known as district governor's advisory committee meetings, shall be held at 3 times each year, and shall be conducted by the zone chair of each respective zone.

Section 6. REMOVAL. Members of the District Cabinet appointed by the District Governor may be removed from office for cause by the District Governor. Elected members of the District Cabinet, other than the District Governor, First Vice District Governor and Second Vice District Governor, may be removed from office for cause by the affirmative vote of two-thirds (2/3) of the entire number of the District Cabinet.

ARTICLE VII FINANCES

Section 1. To provide revenue to defray the expenses of each District and the Multiple District, annual dues of sixteen dollars and fifty-five cents (\$16.55) for each club member shall be levied upon every club in the District, and shall be paid in advance by each club, except new and reorganized clubs, in two semi-annual payments as follows: eight dollars and twenty-eight cents (\$8.28) on July first of each year to cover the semi-annual period of July 1 to December 31; and eight dollars and twenty-seven cents (\$8.27) on January first to cover the semi-annual period of January 1 to June 30. Such

billing shall be based upon the roster of each club as of the first day of July and the first day of January respectively. Dues shall be collected from the clubs in the District by the Cabinet Secretary-Treasurer and the Cabinet Secretary-Treasurer shall place all said monies in an account and remit such monies due the Multiple District Council Treasurer. The annual dues of sixteen dollars and fifty-five cents (\$16.55) levied upon each club in the District for each club member shall be apportioned as follows:

- A. \$4.84 to the Multiple District Administration Fund.
- B. \$8.00 to the District Administrative Fund.
- C. \$2.00 to the District 5M5 Convention Fund.
- D. \$.25 to the Campaign Fund controlled by the Multiple District Council for the election of a candidate for an International Director or Second Vice President from this Multiple District.
- E. \$.46 to be set aside in a separate fund to be known as the Multiple District Geographical Assistance Fund, which is to be divided among the individual Districts in the Multiple on the basis of their respective geographical areas so that each District in the Multiple shall be entitled to receive in each year the proportion of the Multiple District Geographical Area Assistance Fund that its geographical area bears to the total geographic area of the Multiple 5M District. This fund will be used only for Membership and Retention.
- F. \$.50 Multiple District Annual Convention Fund.
- G. \$.25 to the Multiple District GMT/GLT/GST (Global Membership Team/Global Leadership Team/Global Service Team) Training Fund.
- H. \$.25 to the Multiple District International Parade Band Reserve Fund.

Section 2. New and reorganized clubs shall not be required to pay any Multiple District dues for the semi-annual period in which their establishment or reorganization occurs.

Section 3. Expenses of the District Governor in connection with his or her attending the International Convention shall be considered a District administrative expense. Reimbursement for such expenses shall be paid up to the amount outlined in the Rules of Audit of Lions International.

Section 4. The District Governor and Cabinet members shall not incur obligations in any fiscal year which will effect a deficit in said fiscal year.

Section 5. The Cabinet Secretary-Treasurer shall be bonded in such amount and with such surety company as shall be approved by the District Cabinet and the cost of same shall be an administrative expense.

Section 6. The District Governor shall provide an annual, or more frequent, audit of the books and accounts of the Secretary-Treasurer or Cabinet Treasurer, and a statement of the financial condition of the District shall be sent to Lions International and upon request, mailed or delivered to each club in the District, by the Cabinet Secretary-Treasurer or Cabinet Treasurer.

Article VIII
District Activities

Section 1. Lions clubs in District 5M-5 may support the corporations and activities contained in Appendix 34 of the MD5M Policy Manual.

Section 2. Lions clubs in District 5M-5 may also support the following corporations and activities:

Section 3. Lions clubs in District 5M-5 may also support the corporations and activities authorized from time to time by the International Association of Lions Clubs (LCI) and/or Lions Clubs International Foundation (LCIF).

ARTICLE IX

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 the delegates of 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.⁴

An annual Convention of the District shall be held each year during January or February at a time and place approved by the District Cabinet at least a year in advance. The Convention may be recessed to the Multiple Convention to conduct any unfinished business.

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. 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. All eligible delegates must be members in good standing of a club in good standing in this district.⁵ Delinquent dues may be paid and good standing acquired up to fifteen (15) days prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.⁶ Each Past District Governor who is in good standing and is a member of a 5M5 Lions club in good standing, is granted full delegate status independent of the club delegate quota established above.

Section 3. **OFFICERS.** The officers of the Annual District 5M5 Convention shall be appointed by the Governor who will chair the Convention.

Section 4. **OPENING SESSION.** The immediate Past District Governor shall preside at the opening session of the Midwinter Convention, holding the chair until the present District Governor is introduced for chairing the Convention.

⁴ There is no restriction to holding the location of the district convention outside the geographic location of the district unless otherwise restricted by amendment of the district constitution and bylaws.

⁵ It is not required for a member to be enrolled in a club for a year and a day in order to qualify as an eligible delegate.

⁶ The district may amend this provision to allow for a past district governor to vote apart from a club delegate quota. Pursuant to Article IX Section III of the International Bylaws, "...FURTHER PROVIDED, that each district (single, sub- and multiple) may, by express provision in its respective constitution and bylaws, grant full delegate status to each past district governor who is a member of a club in such district independent of the club delegate quotas hereinabove specified".

Section 5. **PARLIAMENTARY AUTHORITY.** *Robert's Rules of Order*, most recent edition, shall govern all parliamentary procedure at the sessions of the Convention, except as may otherwise be provided in the Rules of Procedure adopted by the Convention.

Section 6. **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.

Section 7. **VOTING.** All voting, except elections, shall be by delegates showing delegate credentials when called upon. In the event of a close vote, delegates will rise and show delegate credentials.

Section 8. **CONVENTION REPORT.** Within thirty (30) days after the close of any Convention session, an official report of the Convention proceedings shall be mailed to Lions International and, upon request, mailed or delivered to each club in the District by the Cabinet Secretary.

Section 9. **DISTRICT CONVENTION FUND.**

- A. District Convention fund shall be maintained and shall be separate from any other District funds or accounts.
- B. The Governor shall establish a District Convention budget, within the anticipated income as set forth in Article V, Section 1. In the event expenses exceed income, the difference shall be made up from the District Administrative Fund.
- C. No registration fee shall be charged and all meals will be charged to participants' cost to the District.
- D. In the event there is a balance, the District Cabinet shall place that balance in a special Convention Contingency Fund to be used to reduce future convention costs.

Section 10. **SPECIAL CONVENTION.** A Special Convention of the clubs of the District may be called by a two-thirds vote of the District Cabinet at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 30 days prior to the convening date of the International Convention and that such Special Convention shall not be convened for the election of the district governor, first vice district governor or second vice district governor. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the District by the District Cabinet Secretary, no less than 30 days prior to the convening date of the Special Convention.

ARTICLE X

District Dispute Resolution Procedure

All disputes or claims arising from provisions of the District Constitution and By-Laws or any policy or procedure adopted from time to time by the district (single or sub-) cabinet, or any other internal Lions district (single or sub-) matters that cannot be satisfactorily resolved through other means, arising between any clubs in the district (single or sub-), or any club(s) and the district (single or sub-) administration, shall be resolved in accordance with the Dispute Resolution Procedures established by the International Board of Directors.

ARTICLE X

Amendments

Section 1. **AMENDING PROCEDURE.** This constitution may be amended only at a District Convention by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by affirmative vote of two-thirds (2/3) of the votes cast, present in person, qualified and voting.

Section 2. **AUTOMATIC UPDATE.** When amendments to the International Constitution and Bylaws are passed at the International Convention, any amendments that would have an effect on this District Constitution and Bylaws shall automatically be updated in this district constitution and bylaws at the close of the convention.

Section 3. **NOTICE.** No amendment shall be reported or voted upon, unless the same shall have been furnished via the use of the United States Postal Service or Electronic Mail, also known as e-mail 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 4. **EFFECTIVE DATE.** Each amendment shall take effect at the end of the Fiscal year in which it was adopted, unless otherwise specified in the amendment.

Section 4. **AUTHORIZED CHANGES.** The District Constitution and By-Laws Committee shall be authorized to make changes within this Constitution and by-Laws in grammar, word usage, and punctuation which neither alters the meaning nor intent of the changed section. Changes made by the action of the Constitution and By-Laws Committee, pursuant to this section, shall be presented for information to the delegates at the next annual convention of district 5M-5.

Bylaws

ARTICLE I

Nominations and Endorsement

Third Vice President and International Director Nominees

Section 1. **ENDORSEMENT PROCEDURE.** Subject to the provisions of the International Constitution and Bylaws, 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 third 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 Bylaws.

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 Bylaws, 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. **NOMINATING AND SECONDING SPEECHES.** Each such nominee for endorsement shall be entitled to one nominating and seconding speech of no more than a combined total of eight (8) minutes duration.

Section 4. **VOTE.** The vote on the question of endorsement shall be by secret written ballot, which shall include a provision for a no vote, 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 Bylaws.⁷

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 have been met.

ARTICLE II

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 less than three (3) and no 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 through the duration of their appointment hold any district cabinet or international office either by election or appointment.

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 at least thirty (30) days 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 Bylaws. The Nominating Committee shall place in nomination at the district convention the name(s) of all candidate(s) so qualified.⁸ Nominations for the office will not be accepted from the floor. A candidate shall be allowed one nominating speech one seconding speech, the total of which shall be no more than eight (8) minutes duration.

Section 3. **FIRST AND SECOND VICE DISTRICT GOVERNOR ELECTION PROCEDURES.** Any member of a club in the district seeking the office of first or second vice district governor shall file his/her intention to so run in writing with the Nominating Committee thirty (30) days prior to the day of its report to the convention, and furnish evidence of his/her

⁷ All shaded text can NOT be changed by District 5M-5, only by LCI

⁸ Refer to the district governor nominating committee checklist (See Exhibit "D").

compliance with the qualifications for said office set out in the International Constitution and Bylaws. The Nominating Committee shall place in nomination at the district convention the names of all candidates so qualified.⁹

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. The election of the District Governor and First and Second Vice District Governors shall be by secret written ballot, even if only one candidate is running for office. Each ballot will contain the names of the nominated candidates and a line labeled no candidate. Each ballot will have a line/box preceding or following the name so that delegates can place a check mark for a candidate or no candidate on/in the respective line/box. The candidate receiving a majority of the votes cast shall be declared elected. In the event there are three or more candidates, if a majority of the votes are not received by one of the candidates, the candidate receiving the least number of votes will be dropped and another vote taken. This procedure will carry on until there are only two candidates or until one receives a majority of the votes.

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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, first and second vice district governors, past district governors, past international directors and past international presidents in the district 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.

It shall be the duty of the immediate past district governor, if they are not available, the most recent past district governor who is available, to send out invitations fifteen (15) days in advance of the meeting to attend said meeting

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

- (a) Be an Active Member in good standing of a chartered Lions club in good standing in their single or sub-district.
- (b) Secure the endorsement of their club or a majority of the clubs in their single district.
- (c) Have served or will have served at the time they take 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 first vice district governor fulfill his/her full term of office and other qualified Lions be considered for filling a vacancy in the office of district governor.

Section 6. FIRST AND SECOND VICE DISTRICT GOVERNORS AND OTHER VACANCIES.

Any vacancy in office except that of district governor and first and second 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 first or second vice district governor, the district governor shall convene a meeting of the immediate past district governor, first vice district governor and second vice district governor 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 first or second vice district governor 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 fifteen days (15) in advance of the meeting to attend said meeting and it shall also be their responsibility to preside as chairperson of the meeting. The chairperson shall convey the results to the international

⁹ Refer to first and second vice district governor candidate nominating checklist (See Exhibits "E" and "F").

¹⁰ Recommended ballot form for district governor, first vice district governor and second vice district governor is included herein as Exhibit "G".

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 their choice.

In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of first or second vice district governor, they must:

- (a) Be an Active Member in good standing of a chartered Lions club in good standing in their single or sub-district.
- (b) Secure the endorsement of their club or a majority of the clubs in their single district.
- (c) Have served or will have served at the time they take office as first or second vice 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 a full term or major portion thereof.
 - (iii) With none of the above being accomplished concurrently.
- (d) Has not completed a full term or major portion thereof as district governor.

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.¹¹

Section 8. **APPOINTMENT/ELECTION OF REGION/ ZONE CHAIRPERSON.** The district governor shall appoint, by the time he/she takes office, one region chairperson for each region (if the position is utilized during the district governor's term), and one zone chairperson for each zone, in the district.

Section 9. **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 III

Duties of District Officers/Cabinet

Section 1. **DISTRICT GOVERNOR.** Under the general supervision of the International Board of Directors, they shall represent the association in their district. In addition, they shall be the chief administrative officer in their district and shall have direct supervision over the first and second 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 by-laws. Their specific responsibilities shall be to:

- (a) Further the purposes of the association, resulting in membership growth in the district.
- (b) Oversee the district leadership team members to implement current district action plans focused on and working towards the successful achievement of district goals.
 - (1) Charter new Lions clubs
 - (2) Ensure effective club operation

¹¹ A district may change the qualifications to be more or less than what is stated here.

- (3) Achieve net membership growth
 - (4) Provide leadership development and skills training at the club and district level.
 - (5) Encourage clubs to conduct and report meaningful humanitarian service.
 - (6) Support and promote Lions Clubs International Foundation and encourage club and member contributions to Lions Clubs International Foundation.
- (c) Serve as the Global Action Team district chairperson to administer and promote membership growth, new club development, leadership development and humanitarian service to clubs throughout the district.
- (d) Oversee the administrative operation of the district
- (1) Effectively manage district events to meet member needs.
 - (2) Exercise such supervision and authority over cabinet officers and district committee appointees as is provided in this district constitution.
 - (3) Deliver, in a timely manner, at the conclusion of their term in office, the general and/or financial accounts, funds and records of the district to their successor in office.
 - (4) Submit a current itemized statement of total district receipts and expenditures to their district convention or annual meeting of their district at a multiple district convention.
 - (5) Report to Lions Clubs International all known violations of the use of the association's name and emblem.
- (e) Guide clubs to operate in accordance with the International Constitution and By-Laws, support activities that improve member retention and remain in good standing with the association.
- (1) Ensure that each Lions club in the district be visited in-person (or virtually if necessary) by the district governor, a district cabinet member, or a Lion appointed by the district governor no less than once every year to facilitate successful administration of the club.
 - (2) With the assistance of the zone chairpersons and region chairpersons (when present), monitor the viability of each club in the district to ensure each club remains in good standing, meets the needs of its members and supports the objectives of the association.
 - (3) Promote harmony and resolve conflicts among and within the chartered Lions clubs using appropriate methods.
- (f) Preside, when present, over the district convention and cabinet and other meetings.
- (g) Perform such other functions and acts as shall be required of them by the International Board of Directors.

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. Their specific responsibilities shall be, but not limited, to:

- (a) Further the purposes of this association, resulting in membership growth in the district.

- (b) Actively work towards the success of the current district plan.
- (c) With the district governor and second vice district governor, review strengths and weaknesses of the district, refine and further develop a draft of the ongoing district plan focused on and working towards the successful achievement of district goals.
- (d) Identify and prepare a highly effective team for subsequent years to develop and implement action plans for district goals.
 - (1) Understand the actions needed to accomplish district plans.
 - (2) Know the roles and responsibilities, resources, and Lions qualified to serve in roles.
 - (3) Ensure team members are adequately trained to perform in their specific roles.
 - (4) Work closely with club leadership to identify future district leaders.
- (e) Perform such duties and other directives as may be assigned by the district governor or by the policy of the International Board of Directors.
- (f) At the request of the district governor, supervise other district committees.
- (g) Actively participate in all cabinet meetings, and conduct meetings in the absence of the district governor.
- (h) Become familiar with the duties of the district governor so in the event of a vacancy in the office of district governor they will be better prepared to assume the duties and responsibilities of said office.
- (i) Participate in council of governors meetings as appropriate.
- (j) Participate in the preparation of the district budget.
- (k) Conduct club visitation as the representative of the district governor when requested by the district governor.
- (l) Work with the District Governor and the District Convention Committee to assist and plan the annual district convention and assist the district governor to organize and promote other events within the district.

Section 3. SECOND VICE DISTRICT GOVERNOR. The second vice district governor, subject to the supervision and direction of the district governor. Their specific responsibilities shall be, but not limited, to:

- (a) Further the purposes of this association, resulting in membership growth in the district.
- (b) Actively work towards the success of the current district plan
- (c) Serve as district liaison (at the direction of the district governor) to region and zone chairpersons working towards successful zone operations in support of club health.
- (d) Become familiar with the strengths and weaknesses of the clubs in the district and the resources that support club development.

- (e) Prepare for role as district governor.
 - (1) Become familiar with the duties of the district governor
 - (2) Assess and develop leadership skills
 - (3) Understand district structure and constitution and by-laws and the resources available
 - (4) Be aware of club health indicators and assess club strengths and weaknesses
 - (5) Understand the programs offered by Lions Clubs International Foundation (LCIF)
 - (6) Prepare to conduct effective club visitations
- (f) Conduct club visitation, as the representative of the district governor, when requested by the district governor.
- (g) Perform such duties and other directives as may be assigned by the district governor or by the policy of the International Board of Directors.
- (h) Assist the district governor and first vice district governor in planning and conducting the annual district convention.
- (i) At the request of the district governor, supervise appropriate district committees.
- (j) Actively participate in all cabinet meetings and conduct all meetings in the absence of the district governor and the first vice district governor.
- (k) Participate in the preparation of the district budget.

Section 4. CABINET SECRETARY-TREASURER. He/ she shall act under the supervision of the district governor. Their specific responsibilities shall be to:

- (a) Further the Purposes of this association;
- (b) Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:
 - (1) Keep an accurate record of the proceedings of all meetings of the cabinet, and within fifteen (15) 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) Collect and receipt for all dues and 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.
 - (5) Remit and pay over to the multiple district council secretary-treasurer the multiple district dues and taxes, if any, collected in the sub-district, and secure a proper receipt.
 - (6) 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, they shall furnish any such books and records as requested to any auditor appointed by the district governor.

- (7) Secure bond for the faithful performance of their duties in such sum and with such sureties as may be required by the district governor.
- (8) Deliver, in a timely manner, at the conclusion of their term in office, the general and/or financial accounts, funds and records of the district to their successor in office.
- (c) Perform such other functions and acts as may be required of each by directives of the International Board of Directors.
- (d) If separate offices of cabinet secretary and cabinet treasurer are adopted, the duties listed in (b) are to be attributed to each of the offices according to the nature of such duties.

Section 5. GLOBAL SERVICE TEAM (GST) DISTRICT COORDINATOR. Under the supervision of the district governor, the GST district coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) With the district team, develop and implement the district plan focused on and working to achieve district service and fundraising goals
- (b) Work to increase the percentage of clubs reporting service within the district.
- (c) Have knowledge of and encourage participation in LCI and LCIF service programs and grants, and the use of LCI service resources.
- (d) Act as the advocacy champion for the district, supporting clubs as they raise awareness, educate their community, and advocate for change.
- (e) Share service success stories with Lions and the community to increase visibility and member satisfaction, attract new members, and encourage the sharing of best practices.
- (f) Work to identify potential leaders to participate in a service leadership role.

Section 6. GLOBAL MEMBERSHIP TEAM (GMT) DISTRICT COORDINATOR. Under the supervision of the district governor, the GMT district coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) With the district team, develop and implement the district plan focused on and working to achieve district membership goals.
- (b) Train club membership chairpersons on key tools and initiatives and encourage clubs to create membership plans to improve recruitment and member satisfaction
- (c) Support club membership chairs with membership inquiries and provide prompt guidance in line with applicable policies.
- (d) Ensure that prospective members are promptly contacted, and referred to a suitable club based on interest, availability, expectations, and other factors. If a suitable club is not available, guidance and support to starting a new club is provided unless a Global Extension Team district coordinator has been appointed.
- (e) Work to identify potential leaders to participate in a membership leadership role.
- (f) Provide retention strategies to clubs in collaboration with Global Leadership Team and Global Action Team district coordinators.
- (g) Confirm new members are provided an effective member orientation at the club level, in collaboration with the district leadership team coordinator and the club officers.

Section 7. GLOBAL LEADERSHIP TEAM (GLT) DISTRICT COORDINATOR. Under the supervision of the district governor, the GLT district coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) With the district team, develop and implement the district plan focused on and working to achieve district leadership development goals to hold training for club officers, region and zone chairpersons, Certified Guiding Lions and others as appropriate.
- (b) Develop and execute an annual district learning and leadership development plan and report training in Learn.
- (c) Work to identify potential leaders to participate in service, membership or leadership roles.
- (d) Support and facilitate training at district events when appropriate.
- (e) Confirm new members are provided an effective member orientation at the club level, in collaboration with the district membership team coordinator and club officers.

Section 7. GLOBAL LEADERSHIP TEAM (GLT) DISTRICT COORDINATOR. Under the supervision of the district governor, the GLT district coordinator is a member of the District Global Action Team. Their responsibilities include:

- (a) With the district team, develop and implement the district plan focused on and working to achieve district leadership development goals to hold training for club officers, region and zone chairpersons, Certified Guiding Lions and others as appropriate.
- (b) Develop and execute an annual district learning and leadership development plan and report training in Learn.
- (c) Work to identify potential leaders to participate in service, membership or leadership roles.
- (d) Support and facilitate training at district events when appropriate.
- (e) Confirm new members are provided an effective member orientation at the club level, in collaboration with the district membership team coordinator and club officers.

Section 10. LCIF DISTRICT COORDINATOR. The LCIF district coordinator is nominated by the LCIF multiple district coordinator, in consultation with the district governor, and appointed by the LCIF chairperson, to serve for a three-year term. This position serves as an ambassador for Lions Clubs International Foundation and reports directly to LCIF multiple district coordinator while working closely with district leadership. Their responsibilities include:

- (a) Ensure that their team of club coordinators implement LCIF fundraising strategies.
- (b) Educate Lions about the importance and impact of LCIF locally, regionally, and around the world.
- (c) Encourage Lions to support LCIF in all aspects of fundraising across the district.
- (d) Be familiar with LCIF grant opportunities and educate Lions within the district on the various grants and projects supported by LCIF.

Section 12. **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 their region. Their specific responsibilities should be to:

- (a) Further the Purposes of this association, resulting in membership growth in the region.
- (b) Actively work towards the success of the current district plan and encourage club participation.
- (c) Supervise the activities of the zone chairpersons in their region and such district committee chairperson as may be assigned by the district governor.
- (d) Support club health by identifying club strengths and weaknesses and encouraging growth, leadership excellence and meaningful service.
 - (1) Be knowledgeable of tools available to support club health.
 - (2) Conduct meaningful and effective club visitations in coordination with the zone chairpersons as needed.
 - (3) Communicate with clubs regularly to ensure effective operation.
 - (4) Support new clubs.
 - (5) Utilize LCI Resources, Global Action Team Coordinators and LCIF Coordinators to support club health.
- (e) Perform such duties and directives as may be required by the district officers or by the policy of the International Board of Directors.
- (f) Become familiar with district operations and enhance leadership skills as needed for advancement.
 - (1) Learn the district structure and the importance of each position.
 - (2) Assess personal leadership skills to encourage personal growth.
- (g) Perform such duties and other directives as may be required by the district officers or by the policy of the International Board of Directors.

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 their zone. Their specific responsibilities shall be to:

- (a) Further the Purposes of this association, resulting in membership growth in the zone.
- (b) Actively work towards the success of the current district plan and encourage club participation.
- (c) Serve as chairperson of the District Governor's Advisory Committee (Zone Meeting) in their zone and as such chairperson to call regular meetings of said committee.
- (d) Support club health by identifying club strengths and weaknesses and encouraging growth, leadership excellence and meaningful service.
 - (1) Be knowledgeable of tools available to support club health.

- (2) Visit each club in their zone once or more during their term of office, reporting their findings to the district governor and the region chairperson (if applicable) particularly with respect to weaknesses they may have discovered.
 - (3) Communicate with clubs regularly to ensure effective operation.
 - (4) Support new clubs.
 - (5) Utilize LCI Resources, Global Action Team and LCIF to support club health.
 - (6) Endeavor to have every club within their zone operating under a duly adopted club constitution and by-laws.
 - (7) Represent each club in their zone in any problems with district, multiple district or Lions clubs International.
- (e) Become familiar with district operations and enhance leadership skills as needed for advancement.
- (1) Learn the district structure and the importance of each position.
 - (2) Assess personal leadership skills to encourage personal growth.
- (f) Perform such duties and other directives as may be required by the district officers or by the policy of the International Board of Directors.

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

- (a) Assist the District Governor in the performance of his or her duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the District.
- (b) Serve in an advisory and administrative capacity only.
- (c) Receive, from the Region Chairs, reports and recommendations which concern the Clubs and Zones.
- (d) Receive suggestions for any additional corporations and activities to be endorsed for Lions Clubs to support, and make a recommendation to the voting delegates at the next Midwinter Convention as to whether or not to approve.

Article IV Term Limits

Section 1. **ZONE CHAIRS.**

- A. Each Zone Chairs appointed by the District Governor will serve a three-year (3-year) term. No Zone Chair may serve for two consecutive terms.
- B. In order to implement this change, Zone Chairs will have staggered terms:
 - 1) Zone 5 will have a new Zone Chair for a 3-year term
 - 2) Zones Chairs in Zones 2, 3, & 7 will serve two more years
 - 3) Zones Chairs in Zones 1, 4, & 6 will serve one more year
- C. Term ending dates for each Zone will be listed in the annual District Directory

ARTICLE V

District Committees

Section 1. **DISTRICT GOVERNOR'S ADVISORY COMMITTEE.** It shall assist the Zone Chair in an advisory capacity; procure recommendations affecting the welfare of Lionism and the Clubs within the Zone, and relay the same through the Zone Chair to the District Governor and his or her Cabinet.

Section 2. **DISTRICT GOVERNOR'S HONORARY COMMITTEE.** It shall act under the direction of the District Governor in the promotion of harmony throughout the District.

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 nonvoting members of the district cabinet.

ARTICLE VI DISTRICT CONVENTION

Section 1. **OFFICIAL CALL.** The district governor shall issue an official call by printed or electronic means to all clubs for the annual district convention not less than sixty (60) days prior to the date fixed for holding the same, stating the place, day and hour thereof.

Section 2. **SITE CHANGE.** The district cabinet shall retain, and have, power to change at any time, for good reason, the convention site previously chosen and neither the district, officers of the district nor any member of the district cabinet, shall incur any liability thereby to any club or club member in the district. Notice of this site change shall be furnished in writing to each club in the district no less than thirty (30) days prior to the convening date of the annual convention.¹²

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. 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 the most recent edition of *Robert's Rules Of Order, Newly Revised*.

Section 6. **OFFICIAL REPORT.** Within fifteen (15) 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 or the cabinet secretary-treasurer and two other non-officers of the district appointed by the district governor, each of whom shall be a member in good standing of a different Lions club in good standing in the district. The non-officers shall not, through the duration of the appointment, hold any district or international office either by election or appointment. 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 7. **CONVENTION COMMITTEES.** The District Governor shall appoint, designate the Chair of, and fill any vacancies occurring in, the following District Convention Committees: Resolutions, Elections, Constitution and By-Laws, Rules and

¹² Under extraordinary circumstances, outside the control of the district cabinet, the district may change the facilities where the district convention is set to be held.

International Convention. Each Region, if any, shall have at least one representative on each such committee. These committees shall perform such duties as the District Governor shall designate.

Section 9. **PARLIAMENTARIAN.** A parliamentarian may be appointed by the district governor.

Section 10. **CONVENTION PROCEDURES.** Except as otherwise specifically provided in this Constitution and By-Laws, or in the Rules of Procedure in any District meeting or Convention, any District Cabinet, a Region, Zone or member Club or any group or committee of any of them shall be determined by *Robert's Rules of Order*, most recent edition.

ARTICLE VII Fiscal Year

Section 1. The fiscal year of this District shall be from July 1st through June 30th.

Article VIII District Policies

Section 1. **PRIVACY**

- A. District 5M-5 recognizes the importance of protecting the private information of our members. The district collects personal information about Lions club members to facilitate communications with our members. This information is to be used solely to further its purposes including that "to unite the clubs in bonds of friendship good fellowship and mutual understanding" and to conduct its necessary operational activities, e.g.:
- 1) Dues and other billings
 - 2) Distribution of *The 5M5 Informer* magazine and membership/officer information and updates
 - 3) Compilation of membership profiles and trends to support membership growth, extension and retention programs
 - 4) Convention and meeting planning
 - 5) Support of LCIF and other Lions-sponsored corporations and organizations
 - 6) Contact information for Lion leaders, such as members of the District Cabinet, Club Officers, Leo Club Advisors, and Past District Governors
- B. Any payment information collected shall be protected by software during transmission, which encrypts all your personal information so that it can be safeguarded over Internet channels. At the present time, District 5M-5 uses PayPal.
- C. One should be aware that when he or she is on the district website, he or she could be directed to other web sites. If one visits a web site that is linked to the district website, one should consult the privacy policy of that web site before providing any personal information.
- D. The content of the district web site including, without limitation, all information, text, photographs, and graphics is protected by copyright, trademarks or other proprietary rights of others or the district.
- E. The District Cabinet will never provide or sell contact information or mailing lists to an outside organization or individual.
- F. By virtue of serving as members of the District Cabinet, Club Officers, and Leo Club Advisors, these Lions understand that their contact information may appear in a print or electronic District Directory.

- G. To help protect contact information, when sending e-mails to groups, e-mail addresses of the group should be placed in the "BCC" section with the sender's address placed in the "CC" section.

Section 2 – **HANDICAP ACCESSIBILITY**

- A. All District 5M-5 events and meetings, e.g., Midwinter Conventions, Cabinet Meetings, and Zone Meetings, must be held in facilities that are handicapped accessible.

ARTICLE IX **Financial Operations Procedures For District 5M-5**

Section 1. **GENERAL PROVISIONS**

- A. It must be realized by the District Governor, the First and Second Vice District Governors and all of the members of each year's District Cabinet, that the District operates on the income derived from all of the Lions clubs in the District, and that such funds come out of the pockets of its members. It requires the diligence of all of those listed above to make sure the money received from the Clubs is used in the most expeditious manner possible.
- B. A District Cabinet Treasurer shall be appointed to the position by the District Governor and shall not be related through immediate family lines or through marriage to the District Governor.
- C. The Cabinet Treasurer shall be authorized to issue checks for District 5M5 Cabinet approved budget expenses.
- D. The Cabinet Treasurer shall be authorized to issue checks for expenses not included in the District 5M5 Cabinet approved budget upon approval and authorization by a majority of the District Cabinet.
- E. All checks shall require two signatures.
- F. The District Cabinet shall appoint annually the authorized signers to include: the District Governor, the District Cabinet Treasurer, the District Cabinet Secretary and one member of the District 5M5 Finance Committee.

Section 2. **FINANCE COMMITTEE**

- A. The outgoing District Cabinet shall form a District Finance Committee for the coming Lion year. Membership of the District Finance Committee shall consist of the incoming District Governor, the incoming First Vice District Governor, the incoming Second Vice District Governor, the incoming Cabinet Treasurer and three 5M5 Past District Governors or 5M5 Past Cabinet Treasurers. If any member of the District Finance Committee is unable to fulfill his or her term of membership on the committee, the District Cabinet will appoint an appropriate representative to complete the term.
- B. The District Finance Committee shall meet as needed to plan the budget for the coming Lion year. A representative of the Committee shall present the new budget to the District Cabinet at the first Cabinet meeting of the Lion year for approval. The District 5M5 budget must be approved by a majority vote of the District Cabinet. Subsequent meetings of the Committee are to be called by any member of the Committee or the District Cabinet whenever there are changes to be made in the budget during the year and approval will be needed by the District Cabinet, or whenever there is a need to discuss District income/expenses. Changes to the District 5M5 approved budget must be approved by a majority of the District Cabinet.

Section 3. **EXPENSES**

- A. Expenses shall not exceed the amounts in the District 5M5 approved budget. Any expenses to be incurred that will exceed the amounts listed in the District 5M5 approved budget must be approved in advance by a majority of the District Cabinet. An exception shall be the needs for emergency spending which may be approved by a majority of the District Cabinet in attendance at a special meeting or a majority of the District Cabinet polled by telephone.
- B. District 5M5 shall not reimburse travel, meals and lodging expenses that are eligible for reimbursement by Lions Clubs International or Multiple District 5M according to the LCI rules of audit. District 5M5 does not reimburse expenses in excess of those reimbursed according to the rules of audit.
- C. The District Governor is eligible to apply to Lions Clubs International monthly for reimbursement for partial coverage of printing and postage for the District newsletter. This should be applied for by the District Governor, forwarded upon receipt to the District Treasurer and allocated toward the expenses of the District newsletter.
- D. Cabinet members traveling out-state for Multiple District 5M meetings that are called by a MD5M Chairman may be reimbursed, according to rules of audit, by District 5M5 or MD5M if the expenses are included in the approved budget of either District 5M5 or MD5M, or if they have been authorized by the District 5M5 Cabinet or the MD5M Council of Governors as expenses in excess of the approved budget. Cabinet members are to be reimbursed at the same rate as the District Governor, under Lions Clubs International's rules of audit, for mileage, meals and hotel room expenses. The District Governor is to make all District Chairs aware of the rules of audit for the year, at the start of their term of office. Cabinet members should receive prior approval for authorized travel to such meetings from the District Governor in advance of attending the meetings. Expenses for meals will be reimbursed according to the rules of audit for any MD5M meetings held within District 5M5. Expenses for travel and hotel rooms for MD5M meetings held within District 5M5 will not be reimbursed.
- E. The Lion calendar year of July 1 through June 30 shall be the time period for each District Governor and his or her District Cabinet to be able to incur expenses and write checks. The outgoing Cabinet Treasurer shall write no checks after June 30, even though expenses may have been incurred by the outgoing administration but have not been paid as of June 30. Expenses incurred by the outgoing administration that are within the District 5M5 approved budget or are in excess of the budget but have been approved by the District 5M5 Cabinet and are received for payment after June 30 shall be authorized by the outgoing administration and forwarded to the incoming Cabinet Treasurer for payment.
- F. The District Governor and his or her spouse shall be allowed reasonable travel expenses to attend the Lions International Convention nearest the end of his or her term of office and should be included in the District 5M5 approved budget for the year during which that District Governor serves. Meals will be reimbursed according to the LCI rules of audit. Transportation and hotel room expenses shall be allowed at the actual expense. Total reimbursable expenses are not to exceed the amount included in the District 5M5 approved budget.
- G. The District Governor and his or her spouse shall be allowed reasonable expenses to attend the USA/Canada Leadership Forum. The Forum registration expense, transportation and hotel room will be reimbursed at the actual expense and meals beyond the cost of meals included in the Forum registration will be reimbursed according to LCI rules of audit. Above expenses shall be included in the District 5M5 approved budget and the total reimbursed expenses shall not exceed the amount included in the approved budget.
- H. The First Vice District Governor and his or her spouse and the Second Vice District Governor and his or her spouse shall be allowed a budget to help cover the expenses associated with training and travel during the Lions year. The amount established for the First Vice District Governor and the Second Vice District Governor training and travel expenses must be included in the District 5M5 approved budget. Meals will be reimbursed according the LCI rules of audit. Travel and hotel room expenses will be reimbursed at actual cost.

- I. The total of all reimbursable expenses for the First Vice District Governor and the Second Vice District Governor during the Lion year shall not exceed the amount included in the District 5M5 approved budget.

Section 4. **AUDIT**

- A. The outgoing District Governor, Cabinet Treasurer and Finance Committee shall furnish all records and an accounting of all finances for the outgoing administration and previous Lion year to an Audit Committee as appointed by the incoming District Cabinet by the first District Cabinet Meeting of the new Lion year.
- B. The incoming District Cabinet shall appoint an Audit Committee to review the outgoing administration's financial records and statements. The Committee shall be comprised of four active Lions: two members that must be from the incoming Finance Committee, but not the incoming or outgoing District Governor or the incoming or outgoing Cabinet Treasurer, and two members that must be either Past District Governors or Past Cabinet Treasurers.
- C. The Audit Committee shall submit an Audit Report at the first Cabinet meeting following receipt of the preceding administration's financial records. If there is not a minimum of three weeks from the time the Committee receives the records until the next Cabinet meeting, the report may be delayed until the next occurring Cabinet meeting.

Section 5. **RESTRICTED FUNDS**

- A. Restricted Funds are those monies that are received by the 5M5 District Treasurer that are designated by the donor for a specific program or purpose. The dues paid by the members and clubs are never placed in a Restricted Funds account unless designated by the 5M5 Constitution and By-Laws. Restricted Funds have been used for a variety of purposes and programs in the past. For example, Camp Courage, Habitat for Humanity, and Youth Outreach. But this does not preclude a restricted Fund account being established for any appropriate purpose or program in the future.
- B. Funds placed in a Restricted Funds account may only be released by the majority approval of the 5M5 District Cabinet. The District Treasurer should keep a current record of all Restricted Funds accounts currently available and should report such as part of the Treasurer's Report. Restricted Funds accounts should be reported individually on the income statement and balance sheet of District 5M5.

Section 6. **CERTIFICATES OF DEPOSIT**

- A. District 5M5 normally maintains at least one Certificate of Deposit for investment purposes. These Certificates of Deposit are available for emergency purposes only, and not to be used to fund operating expenses of an annual budget. In order to surrender a Certificate of Deposit or to withdraw a portion of a Certificate of Deposit, a majority of the 5M5 Cabinet must approve each action.
- B. This does not preclude a District Governor and his or her treasurer from putting funds in to Certificates of Deposit – it is encouraged so that the District gets the maximum return from the monies received. Certificates of Deposit created during a District Governor's year may be surrendered/cashed at any time during that year by the District Governor or Cabinet Treasurer for District expenses. Any Certificates not cashed and used during that year shall be carried over into the next year and will require approval by a majority of the 5M5 Cabinet to be surrendered/withdrawn.

ARTICLE X Amendments

Section 1. **AMENDING PROCEDURE.** These bylaws may be amended only at a district convention, by resolution reported by the Constitution and Bylaws and adopted by a majority of the votes cast.

Section 2. **NOTICE.** No amendment shall be reported or voted upon unless the same shall have been furnished via the use of the United States Postal Service or Electronic Mail, also known as e-mail to each Club no less than thirty (30) days prior to the convening date of the District 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.

Section 4. **AUTHORIZED CHANGES.** The District Constitution and By-Laws Committee shall be authorized to make changes within this Constitution and By-Laws in grammar, word usage, and punctuation which neither alters the meaning nor intent of the changed section. Changes made by the action of the Constitution and By-Laws Committee, pursuant to this section, shall be presented to the delegates at the next Annual Convention of District 5M5.

Section 5. **AUTOMATIC UPDATE...** When amendments to the International Constitution and Bylaws are passed at the International Convention, any amendments that would have an effect on this District Constitution and Bylaws shall automatically be updated in this district constitution and bylaws at the close of the convention.

Revised: 02/07/1993
02/03/1996
08/18/1998
1/9/1999
1/17/2004
1/22/2005
1/21/2006
1/12/2008
1/10/2009
1/9/2010
1/8/2011
1/12/2013
1/11/2014
10/4/2015 [LCI Mandate]
1/7/2016 [MD5M Dues Increase]
1/6/2018
1/12/19
1/11/20
6/3/2021
6/23/22
7/11/23

EXHIBIT A

SAMPLE RULES OF PROCEDURE

*These Sample Rules of Procedure are guidelines and may be amended by the district cabinet and adopted by the delegates of the convention.*¹³

DISTRICT 5M-5 CONVENTION

Rule 1. The district governor shall arrange the order of business for the district convention. Except for registration and certification hours, which may not be changed, deviation from the announced order of business shall be made only by consent of three-fourths (3/4) of the certified delegates assembled at any session at which a quorum is present. A majority of those certified delegates present in person at any session shall constitute a quorum.

Rule 2. Except as otherwise provided in the Lions Clubs International Constitution and Bylaws, the District 5M5 Constitution and Bylaws, national custom and practice or these rules, the most recent edition of *Robert's Rules of Order, Newly Revised* shall govern all questions of order and procedure.

Rule 3.

- (a) The credentials committee 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; provided, however, the district governor may designate any other committee member as chairperson. The credentials committee's primary responsibility shall be to verify club delegate credentials. In carrying out this responsibility, the credentials committee shall have the powers and shall perform the duties as established by national custom and practice or as set forth in the most recent edition of *Robert's Rules of Order, Newly Revised*.
- (b) The registration and certification of delegates shall occur on the day(s) of _____ between the hours of _____ and _____.
- (c) The number of certified delegates shall be announced to the convention upon close of certification and prior to the commencing of voting.

Rule 4.

- (a) 60 days prior to the convening of the convention, the district governor, unless otherwise provided, shall appoint, and designate the chairperson of, a nominations committee consisting of three (3) members. It shall be the committee's responsibility to review the qualifications of each nominated candidate within thirty (30) 5 days prior to the election and rule on the eligibility of the same.
- (b) Candidate may withdraw from the contest at any time prior to the issuance of the final report of the nominations committee.

¹³ These are the minimum requirements. The district may add additional rules so long as they are not in conflict with mandatory rules.

Rule 5. Replacement of delegates and alternate delegates.

- (a) To replace a delegate and/or alternate delegate already certified, the replacement must provide a certificate signed by two officers of the club, certifying that the replacement is eligible as an alternate delegate.
- (b) On the day of voting, a duly certified alternate delegate shall be allowed to obtain a ballot and vote in lieu of a duly certified delegate from the same Lions club by presenting his/her copy of his/her alternate credential certificate together with the copy of the certified delegate's credential certificate to the voting personnel at which time the voting personnel will make the necessary notation on the credential records marking that a substitution has been made on the respective club's delegate entitlement. Alternate delegates who were not certified cannot replace a certified or uncertified delegate.

Rule 6. Nominations for the offices of district governor, first and second vice district governor and such other offices to be filled by the convention shall be limited to nominating/ seconding speeches not to exceed _____ minute(s) for each nominee.

Rule 7.

- (a) Prior to the convention, the district governor shall appoint, and designate the chairperson of, an elections committee consisting of three (3) members. Each duly nominated candidate shall also be entitled to designate one (1) observer through his/her club. The observers may oversee election procedures only, but may not participate directly in the committee's decision making.
- (b) The elections committee shall be responsible for preparation of elections materials, vote tabulation, and resolving questions concerning the validity of individual ballots. The committee's decision shall be final and binding.
- (c) The elections committee shall prepare a comprehensive report of the election results containing the following components: date, time and place of election; specific voting results by candidate; signature of each committee member and observer. The district governor, council chairperson and all candidates shall be provided a copy of the committee's report.

Rule 8. Voting.

- (a) Voting will take place at a predetermined location and time.
- (b) To secure a ballot card, the delegate shall present his/her credential certificate to voting personnel for verification. Once verified, the delegate shall be issued a ballot.
- (c) The voter shall indicate his/her vote by placing a mark in the appropriate location by the name of the candidate of his/her choice. The mark must be placed in the proper location to constitute a valid vote. Any ballot containing votes for more than the specified number of offices to be filled in any section shall be declared invalid to that particular section.
- (d) A majority vote shall be necessary to elect the district governor, first vice district governor and second vice district governor. A majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. If a majority vote is not received in the election of district governor, first vice district governor and second vice district governor, a vacancy shall occur and Article IX, Section 6(d) of the International Bylaws shall apply.
- (e) A 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 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 immediate past district governor, first and second 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 good standing within 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.
- (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 majority vote shall be necessary to recommend a member for appointment as district governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place as outlined in this Rule 6 until such time as one candidate 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 IX, Sections 6(a) and (d) of the International Bylaws 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 recommended or any club member as district governor for the (remainder of the) term.

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 immediate past district governor, first and second 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 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 C

RULES OF PROCEDURE

SPECIAL MEETING TO RECOMMEND A LION FOR APPOINTMENT AS FIRST OR SECOND VICE DISTRICT GOVERNOR

Rule 1. In the event a vacancy arises in the office of first or second 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 Bylaws 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 first or second vice district governor for the remainder of the term.

Rule 2. In filling said vacancy, it shall be the duty of the district governor, or if not available, the chairperson, to send out written invitations to attend said meeting and it shall also be his/her responsibility to preside as chairperson of the meeting. The 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.

Rule 3. The district governor 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.
- (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 majority vote shall be necessary to recommend a member for appointment as district governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place as outlined in this Rule 6 until such time as one candidate 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.

EXHIBIT D

**Nominating Committee Checklist
District Governor Candidate**

This checklist must be completed for each candidate and submitted to the Elections Committee.

Name of Candidate: _____

Name of Candidate's Lions Club: _____

Date of Nominating Committee Meeting: _____

Date of Election: _____

Candidate has submitted sufficient evidence showing that he/she has met the following Requirements:

- Candidate is an active member in good standing of a chartered Lions Club in Good Standing* in his/her single or sub-district.
- Candidate endorsed by his/her Lions Club or a majority of the Lions Clubs in the District.
- Candidate is currently serving as the first vice district governor within this district.

In the event the current first vice district governor does not stand for election as district governor, or if a vacancy in the position of first vice district governor exists at the time of the district convention, the candidate fulfills the following qualifications:

- Club President: _____ Year Served _____
- Club Board of Directors _____ Two (2) Years Served _____
- District Cabinet (check one)
 - Zone or Region Chairperson _____ Year Served _____
 - Cabinet Secretary and/or Treasurer) _____ Year Served _____
 - One (1) additional year as a member of district cabinet
Position held: _____ Year Served _____
 - With none of the above being accomplished concurrently.

**Please note that if the club has any outstanding dues, the candidate should be notified and provided up until fifteen (15) days prior to the election to ensure that his/her club pay outstanding dues.*

I have reviewed this checklist and certify that the candidate listed above has met the requirements for District Governor in accordance with the International Bylaws, Article IX, Section 4.

Nominating Committee Chairperson _____ Date

Nominating Committee Member

Date

EXHIBIT E

**Nominating Committee Checklist
First Vice District Governor Candidate**

This checklist must be completed for each candidate and submitted to the Elections Committee.

Name of Candidate: _____

Name of Candidate's Lions Club: _____

Date of Nominating Committee Meeting: _____

Date of Election: _____

Candidate has submitted sufficient evidence showing that he/she has met the following Requirements:

- Candidate is an active member in good standing of a chartered Lions Club in Good Standing* in his/her single or sub-district.
- Candidate endorsed by his/her Lions Club or a majority of the Lions Clubs in the District.
- Candidate is currently serving as the second vice district governor within this district.

In the event the current second vice district governor does not stand for election as first district governor, or if a vacancy in the position of second vice district governor exists at the time of the district convention, the candidate fulfills the following qualifications for the office of second vice district governor:

- Club President: _____ Year Served _____
- Club Board of Directors _____ Two (2) Years Served _____
- District Cabinet (check one)
 - Zone or Region Chairperson _____ Year Served _____
 - Cabinet Secretary and/or Treasurer) _____ Year Served _____
 - One (1) additional year as a member of district cabinet
Position held: _____ Year Served _____
 - With none of the above being accomplished concurrently.

**Please note that if the club has any outstanding dues, the candidate should be notified and provided up until fifteen (15) days prior to the election to ensure that his/her club pay outstanding dues.*

I have reviewed this checklist and certify that the candidate listed above has met the requirements for First Vice District Governor in accordance with the International Bylaws, Article IX, Section 6(b).

Nominating Committee Chairperson

Date

Nominating Committee Member

Date

EXHIBIT F

**Nominating Committee Checklist
Second Vice District Governor**

This checklist must be completed for each candidate and submitted to the Elections Committee.

Name of Candidate: _____

Name of Candidate's Lions Club: _____

Date of Nominating Committee Meeting: _____

Date of Election: _____

Candidate has submitted sufficient evidence showing that he/she has met the following Requirements:

- Candidate is an active member in good standing of a chartered Lions Club in Good Standing* in his/her single or sub-district.
- Candidate endorsed by his/her Lions Club or a majority of the Lions Clubs in the District.
- Club President: _____ Year Served _____
- Club Board of Directors _____ Two (2) Years Served _____
- District Cabinet (check one)
 - Zone or Region Chairperson _____ Year Served _____
 - Cabinet Secretary and/or Treasurer _____ Year Served _____
- With none of the above being accomplished concurrently.

**Please note that if the club has any outstanding dues, the candidate should be notified and provided up until fifteen (15) days prior to the election to ensure that his/her club pay outstanding dues.*

I have reviewed this checklist and certify that the candidate listed above has met the requirements for Second Vice District Governor in accordance with the International Bylaws, Article IX, Section 6(c).

Nominating Committee Chairperson Date

Nominating Committee Member Date

EXHIBIT G

Standard Ballot District Governor, First Vice District Governor & Second Vice District Governor Elections

Sample 1: Ballot where there are two candidates.

Instructions: Clearly indicate your vote by placing an appropriate symbol in¹⁴ the box next to the name of the candidate you are casting your vote for.

Position	Name	Vote
First District Governor		
	Candidate A	
	Candidate B	

Sample 2: Ballot where there is only one candidate.

Instructions: Clearly indicate your vote by placing an appropriate symbol¹⁵ in the box indicating a yes or a no vote for the candidate.

Position	Name	Yes	No
District Governor			
	Candidate A		

Sample #3: Ballot where there are three or more candidates:

(Note: there are a few different options when there is more than one candidate. If time permits, you may have the voter indicate their selection next to the candidate they wish to vote for. If no candidate receives a majority of the votes, then the candidate with the lowest amount of votes is dropped off the ballot and another vote is taken (The ballot would look like Sample #1 above). This process would continue until a candidate receives the required number of votes. As most districts do not have the time to conduct such a lengthy process, the option of Preferential Voting allows the voter to complete one ballot. Following is an example of a Preferential Voting Ballot):

Instructions. Indicate your preference by clearly marking next to each candidate’s name a number (1, 2, 3 or 4) indicating your preference in the order in which you would elect the candidate (i.e., 1, representing highest preference, 2 – next preference, etc.).

Position	Name	Preferential Rank
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¹⁴ Please note that the district should indicate the appropriate symbol to use or approved stamp provided to all voters.

¹⁵ Please note that the district should indicate the appropriate symbol to use or approved stamp provided to all voters. In addition, a candidate must receive a majority of affirmative votes to move forward. If there is a tie between a yes and no vote, the candidate would not have received the required number of votes to be elected and it would result in an vacancy.

Second Vice District Governor		
	Candidate A	4
	Candidate B	2
	Candidate C	1
	Candidate D	3

Rules for Preferential Voting:

1. On the preferential ballot – for each office to be filled the voter is asked to indicate the order in which he prefers all the candidates, placing the numeral 1 beside his first preference, the numeral 2 beside his second preference, and so on for every possible choice.
2. In counting the votes for a given office, the ballots are arranged in piles according to the indicated first preferences – one pile for each candidate.
3. The number of ballots in each pile is then recorded for the tellers’ report. These piles remain identified with the names of the same candidates throughout the counting procedure until all but one are eliminated as described below.
4. If more than half of the ballots show one candidate indicated as first choice, that choice has a majority in the ordinary sense and the candidate is elected. But if there is no such majority, candidates are eliminated one by one, beginning with the least popular, until one prevails, as follows:
 - a. The ballots in the thinnest pile – that is, those containing the name designated as first choice by the fewest number of voters – are redistributed into the other piles according to the names marked as second choice on these ballots.
 - b. The number of ballots in each remaining pile after this distribution is again recorded.
 - c. If more than half of the ballots are now in one pile, that candidate is elected. If not, the next least popular candidate is similarly eliminated, by taking the thinnest remaining pile and redistributing its ballots according to their second choices into the other piles, except that, if the name eliminated in the last distribution is indicated as second choice on a ballot, that ballot is placed accordingly to its third choice.
 - d. Again the number of ballots in each existing pile is recorded, and if necessary, the process is repeated – by redistributing each time the ballots in the thinnest remaining pile, according to the marked second choice or most-preferred choice among those not yet eliminated – until one pile contains more than half of the ballots, the result being thereby determined.
 - e. The tellers’ report consists of a table listing all candidates, with the number of ballots that were in each pile after each successive distribution.
5. If a ballot having one or more names not marked with any numeral comes up for placement at any stage of the counting and all of its marked names have been eliminated, it should not be placed in any pile, but should be set aside.
6. If at any point two or more candidates are tied for the least popular position, the ballots in their piles are redistributed in a single step, all of the tied names being treated as eliminated.

7. In the event of a tie in the winning position – which would imply that the elimination process is continued until the ballots are reduced to two or more equal piles – the election should be resolved in favor of the candidate that was strongest in terms of first choice (by referring to the record of the first distribution).