

Lions Clubs International
Multiple District 22

District 22-D
Constitution and By-Laws

State of Delaware
Lions Clubs International

Adopted
20 May 2009

**District 22-D
Constitution and By-Laws**

Amended

**May 08, 1986
May 15, 1993
May 18, 1996
May 14, 1998
May 13, 1999
May 06, 2001
May 17, 2007
May 20, 2009**

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**ARTICLE I
Name**

Section 1. **Name.** This Organization shall be known as District 22-D (hereafter referred to as the District), a sub-district of Multiple District 22 of Lions Clubs International.

**ARTICLE II
Objects**

Section 1. **Objects.** Its objective is to provide an administrative structure with which to advance the purpose and objects of Lions Clubs International in this District.

Section 2. **Constitution and By-Laws.** This Constitution and By-Laws is supplemental to and subordinate to the Multiple District 22 Constitution and By-Laws and the Constitution and By-Laws of the International Association of Lions Clubs (The Association or Lions Clubs International).

**ARTICLE III
Membership**

Section 1. **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 the State of Delaware.

**ARTICLE IV
District Organization**

Section I. **Cabinet and Officers**

A. **Formation of District Cabinet.** The District shall have a District Cabinet composed of the District Governor, who is the Chairperson, the Immediate Past District Governor, the First and Second Vice District Governors, the Region Chairpersons, if any are utilized, the Zone Chairpersons, the Cabinet Secretary, the a Cabinet Treasurer, and designated chairpersons for specific areas of operation. The District Governor is an officer of Lions Clubs International and all other members of the District Cabinet are the officers of the District. Each Officer, when appointed, shall be a member in good standing of a Lions Club in good standing in the District. Each officer appointed to the Cabinet must be specifically authorized by this Section.

B. **Elected District Officers.** The District Governor, the First Vice District Governor, and the Second Vice District Governor shall be elected at the annual convention of the District.

C. **Appointment of Cabinet Officers.** The District Governor shall appoint by the time he/she takes office the Cabinet Secretary, the Cabinet Treasurer, one Region Chairperson for each Region, if any are utilized, and one Zone Chairperson for each Zone in the District. A Region or Zone Chairperson can be appointed only over the region or zone in which his/her club is located. The District Governor may appoint other chairpersons for specific areas of operation.

D. **Cabinet Office Vacancy.** Any vacancy in any District Cabinet office, except that of District Governor or First or Second Vice District Governor, shall be filled by appointment by the District Governor for the unexpired term thereof. Vacancy in the office of District Governor shall be filled in accordance with the provisions of the

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Constitution of Lions Clubs International. Vacancy in the office of First Vice District Governor shall be filled by the Second Vice District Governor advancing. A vacancy in the office of Second Vice District Governor shall remain a vacancy until it is filled by election at the regular District Convention. At that time the delegates shall elect a District Governor. Also, the delegates will elect a First Vice District Governor and a Second Vice District Governor, if each office has a qualified candidate.

E. Region and Zone Chairpersons. Each Region and Zone Chairperson shall:

(a) **Be a Member in Good Standing.** Be an active member in good standing in a Club in his/her respective region or Zone;

(b) **Served a Full Term as President.** 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 been a member of the Board of Directors of a Lions Club for no less than two (2) additional years.

F. Residence of Region or Zone Chairperson. 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 thereupon cease and the District Governor shall appoint a successor to fill said office.

G. Reimbursement of Expenses. No salary, honorarium, fee, or any other like stipend shall be paid to any officer of the District. However, officers may be reimbursed for any legitimate expenses so long as they are in accordance with the Rules of Audit established by Lions Clubs International.

Section 2. District Cabinet Meetings

A. Regular. A regular meeting of the Cabinet shall be held in each quarter of the fiscal year, with the first to be held within forty five (45) days after adjournment of the preceding International Convention. Fourteen (14) days written notice of meetings setting forth a date, time, and place determined by the District Governor shall be given to each member of the Cabinet by the Cabinet Secretary.

B. Special. Special meetings of the Cabinet may be called by the District Governor at his/her discretion and shall be called upon written request made to the District Governor or the Cabinet Secretary by a majority of the members of the Cabinet. If it is not possible to give five (5) days notice in writing, each member of the Cabinet shall be contacted by phone or in person. Such notice will include the purpose of the meeting, the date and time of the meeting, and where the meeting will be held.

C. Quorum and Vote. The attendance of a majority of the members of the Cabinet shall constitute a quorum for any meeting thereof. The District Governor and each Cabinet member present is entitled to one vote for each question.

Section 3. Regions and Zones

A. Regions and Zones. The District Governor shall divide the District into Regions of no more than sixteen (16) Lions Clubs in each, and each such Region into Zones of no more than eight (8) Lions Clubs, giving due regard to the geographical locations of the Clubs. All such Regions and Zones shall be subject to change by the District Governor when, in his/her sole discretion, he/she shall deem it necessary to the best interest of the Association.

B. Regional Meetings. If the position of Region Chairperson is to be utilized during the District Governor's term, meetings of representatives of all Clubs in a Region, with the Region Chairperson presiding, may be held during the fiscal year at times and places fixed by the Region Chairperson and Zone Chairperson of the respective Regions.

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C. Zone Advisory Committee. There shall be a District Governor's Advisory Committee in each Zone, composed of the Zone Chairperson and the Presidents and Secretaries of the Clubs in the Zone.

D. Zone Advisory Meetings. The Zone Chairperson in each particular Zone shall call no fewer than three (3) meetings of the District Governor's Advisory Committee of his/her Zone during the year. The first of these meetings shall be held within sixty (60) days after the adjournment of the preceding International Convention; the second in the month of November; the third in the month of Feb. and a fourth may be held as a Zone meeting or a social.

**ARTICLE V
District Revenue**

Section 1. District Per-Capita Tax

A. Collection of Per-Capita Tax. To provide revenue to defray the administrative expenses of the District, an annual per capita District Administrative Fund Tax shall be levied upon each member of each Club in the District. Said tax shall be collected from each Club in the District. The membership billing shall be based upon the roster of each Club as of the first day of July and the first day of January, respectively, and shall be paid by each Club in two semiannual payments by September 1st and March 1st of each year. New and reorganized Clubs shall pay a pro-rata per capita tax beginning the first day of the second month following the date of organization or reorganization.

B. Change of Per-Capita Tax. Any change to the current per-capita tax shall be authorized and approved at an Annual District business session of the annual Multiple District Convention, provided each Club in the District has been notified at least two (2) weeks in advance. A two-thirds (2/3) majority of the delegates voting is required for passage of any dues change. Such per-capita tax change as provided herewith shall be paid in two semi-annual payments by September 1st and March 1st. Where supplemental per-capita tax has been levied such supplemental tax shall be administered by the District Cabinet in accordance with the provisions outlined in Section 2 of this Article.

Section 2. Use of Per-Capita Tax. Said per-capita tax collected shall become and remain the fund of the District and shall be disbursed only for administrative expenses of the District as are approved by the District Governor's Cabinet. Payments out-of said District Administrative Fund shall be by checks drawn and signed by the Cabinet Secretary-Treasurer, or the Cabinet Treasurer, and countersigned by the District Governor.

Section 3. Special Payment for District Governor. The expenses of the District Governor in connection with his/her attending the International Convention at the close of his/her term of office shall be considered a District administrative expense, and ten (10) cents of each annual billing shall be set aside to defray said expenses. In the event the amount set aside is insufficient, the District Governor's Cabinet shall have the authority to supplement the same from the District Administrative Fund in order to meet the deficiency. Reimbursement for said expenses for the outgoing District Governor shall be on the same basis as outlined in the Rules of Audit of Lions Clubs International. All such expense claims shall be accompanied by receipts or other evidence of payment. Any surplus of the sum collected over the amount allowed shall remain in said special amount for the use in subsequent years for the same purpose or, if the surplus exceeds \$1,000.00, the excess over \$1,000.00 shall be returned to the general Administrative Fund Account.

Section 4. Payment of Expenses for Vice District Governors. A special account equal to 50 cents per-capita shall be reserved to defray the expenses incurred by the First and Second Vice District Governors in their official capacity. All such expense claims shall be accompanied by receipts or other evidence of payment. Any surplus of the sum collected over the amount allowed shall remain in said special account for the use in subsequent years for the same purpose or, if the surplus exceeds \$1,000.00, the excess over \$1,000.00 shall be returned to the general Administrative Fund Account

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Section 5. **Turn-Over of District Funds.** The outgoing District Governor's Cabinet shall provide for an orderly turnover of funds to the newly elected and installed District Governor and his/her Cabinet. Within forty-five (45) days after the close of the International Convention, the then Immediate Past District Governor shall then turnover the District Funds available for use by the new Cabinet. A complete statement of audit of the District Funds shall be submitted to the new Cabinet at its first meeting within forty-five (45) days after the close of the annual International Convention.

Section 6. **Budget /Finance Committee**

A. **Appointment of Finance Committee.** A Budget/Finance Committee shall be appointed by the Incoming District Governor to initially prepare a budget for the coming fiscal year. This committee shall be appointed by the conclusion of the District Convention held in May.

B. **Composition of Finance Committee.** The committee shall be composed of the incoming District Governor, the outgoing District Governor, the newly elected First Vice District Governor, Second Vice District Governor, two (2) Past District Governors, and two (2) Lion members recommended by the Honorary Committee.

C. **Proposed Budget Presented.** The budget shall be finalized no later than July 15th. It shall be distributed to the Cabinet and all Past District Governors at least one week prior to the first Cabinet meeting, which must be held within forty-five (45) days after the close of the annual International Convention.

Section 7. **Authority of Finance Committee.** The Budget Finance Committee shall also act in an advisory capacity to the Cabinet of District 22-D. All recommendations or decisions of the Committee must be approved by the Cabinet and, if appropriate, by the delegates at the District Convention before taking effect.

Section 8. **No Deficit Spending.** The District Governor and his/her Cabinet may not incur any obligations in any fiscal year beyond the funds available to the District Governor and his/her Cabinet during that year unless approval has been obtained in advance by vote of the delegates at a regular session of the District at the Multiple District 22 Convention.

Section 9. **Bonding of Cabinet Treasurer.** The Cabinet Secretary-Treasurer, or Cabinet Treasurer, and all signers including the District Governor's Ball chairperson, shall be bonded in such amount and with such surety company as shall be approved by the District Governor and the cost of the same shall be an administrative expense.

Section 10. **Closing of District Accounts.** The annual audit called for in Section 11 of this Article shall be presented to the incoming District Governor within forty-five (45) days after the close of the annual International Convention along with a payment for the balance shown in the audit. Such balance shall equal or exceed any outstanding obligations incurred by the outgoing Administration, plus the balance called for in Sections 3 and 4 of this Article.

Section 11. **Annual Audit of Accounts.** The District Governor's Cabinet shall provide for an annual, or more frequent, audit of the books and accounts of the Cabinet Secretary-Treasurer, or Cabinet Treasurer, by a competent Auditor, and a statement of the financial condition of the District shall be sent to Lions Clubs International, each member of the District Cabinet, each Past District Governor, and to each Club in the District.

**ARTICLE VI
District Governor's Honorary Committee**

Section I. **District Governor's Honorary Committee.** There shall be a District Governor's Honorary Committee. The membership of this committee shall be composed of all Past International Officers, Past International Directors, and Past District Governors, who are members in good standing of a Club in the District. The Immediate Past District Governor shall be the Chairperson of the Committee.

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Section 2. **Call of Honorary Committee.** The District Governor's Honorary Committee shall meet either when requested by the District Governor or at the call of the Chairperson. The Chairperson shall attend Cabinet meetings and report when requested by the District Governor.

**ARTICLE VII
Endorsement of a Candidate for International Office**

Section I. **Endorsement of a Candidate for International Office.** The endorsement of a Candidate for an International Office by District 22-D shall be made in accordance with the Constitution of the International Association of Lions Clubs, including such amendments as are made hereafter, and in accordance with Article V of the By-Laws of Multiple District 22 Constitution and By-Laws.

**ARTICLE VIII
District Convention**

Section I. **Call of Annual District Convention.** An Annual Convention of this District shall be held each year prior to the International Convention at a place selected by the Multiple District 22 Council of Governors and announced at the previous Annual Convention of the Multiple District and at a date and time fixed by the Council.

Section 2. **Annual District Convention** A meeting of the District's registered Delegates while in attendance at the Multiple District Convention will constitute the Annual Convention for the District.

Section 3. **Duties of The District Convention.** The District Convention will conform to the provisions of Multiple District 22 Constitution and By-Laws in Article VII and Article VIII as amended.

**ARTICLE IX
Amendments**

Section I. **Amendment of Constitution.** This Constitution can be amended only at a District Convention by Resolution to Amend reported by the District Committee on Constitution and By-Laws at said Convention and adopted by an affirmative vote of two-thirds (2/3) of the votes cast. Such votes will be taken by the use of written ballot. No proposed amendment may be reported by the Committee on Constitution and By-Laws nor can the vote thereon be effective unless and until the same shall have been done according to the following:

A. **An Exact Wording of the Amendment.** Filed in writing, in duplicate, in the form in which it is to read, if adopted, with the District Governor no less than sixty (60) days prior to the convening of the District Convention.

B. **Distribution of the Amendment.** Mailed by U.S. Post to every Club in the District in the form in which it is to read, if adopted. Said Resolution shall be mailed no less than thirty (30) days prior to the convening of the District Convention at which the same is to be voted upon. It shall be the duty of the District Governor, or his/her designee, to accomplish said mailing.

C. **Each Certified Delegate Receives the Amendment.** Each Certified Delegate furnished a copy of the proposed resolution at the time of registration by the Registrar.

D. **Amendment to be Read and Explained.** Read and explained at the District Luncheon Meeting by a member of the Constitution and By-Laws Committee.

E. **Printing and Distribution of Amendments.** Each Amendment that is adopted shall be printed and distributed according to Lions Clubs International's guidelines and to each Lions Club within the District.

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**ARTICLE I
District Nominations and Elections**

Section 1. **District Nominating Committee.** The District Governor shall appoint by October 1st prior to the District Convention a Nominating Committee of the Immediate Past District Governor and one other Lion in good standing in the District, who shall not hold at the time of their appointments any Elected District, Multiple District, or International Office. The Nominating Committee shall receive all nominations for Second Vice District Governor, First Vice District Governor and District Governor, verify that each nominee is qualified to be a candidate according to the requirements for each respective office, and present each qualified Candidate for said office to the District Cabinet for approval to be presented for election at the District Convention.

Section 2. **District Elections Committee.** The District Governor shall appoint annually an Elections Committee composed of a Named Chairperson, the Cabinet Secretary, and one other person to conduct the District Elections according to the Constitution and By-Laws of Multiple District 22 and Lions Clubs International. The Elections Committee shall conduct the election of District 22-D Officers and Candidates for International Offices; and conduct the voting on all proposed Amendments to the Constitution and By Laws of either District 22-D or Multiple District 22.

Section 3. **Candidates for Office of District Governor.** Any member of any club in the District seeking the office of District Governor or First Vice District Governor or Second Vice District Governor, shall file a written notice of intention to seek a specific office with the Nominating Committee at least thirty (30) days prior to the day of its report to the Convention, and furnish therewith evidence of his/her compliance with the qualifications for said office as set-out in Constitution and By-Laws of Lions Clubs International. A Candidate will be eligible only for the specific Office of the application and if elected, shall serve a term of office of one year and cannot succeed himself/herself in office. Each Candidate for the office of District Governor shall serve in sequence as Second Vice District Governor and as First Vice District Governor. If no application is received from the First Vice District Governor to advance and the Second Vice District Governor declines to be a candidate for the office of District Governor, then, and only then, shall nominations of qualified persons for the office of District Governor be made from the floor. If no candidate qualifies for either the office of First Vice District Governor or Second Vice District Governor at least thirty (30) days prior to the Convention, then that office will remain vacant. The Nominating Committee shall place in nomination at the District Luncheon Meeting the names of all candidates so qualified. Each candidate for each office shall be allowed one nominating speech of not more than five (5) minutes duration and two (2) seconding speeches of not more than three (3) minutes duration.

Section 4. **Opposed Candidates Elected by Written Ballots /Unopposed Candidates Elected by Voice Vote.** The elections shall be by written ballot at the District Elections Meeting held at the Multiple District Convention, unless there is only one nominee for each office, in which case a voice vote may be taken to elect by acclamation and direct the Cabinet Secretary-Treasurer, or Cabinet Secretary, to cast a unanimous ballot for the unopposed candidate. Only registered and certified delegates may vote in any election. The candidate receiving a majority of the total votes cast for each office shall be declared elected.

Section 5. **Votes Required in Writing Will Be Taken in Writing.** In each case where the Constitution or By- Laws of either Multiple District 22 or Lions Clubs International direct that the vote shall be by certified delegates and in writing, that vote will be taken accordingly at the District Election Meeting held at the Multiple District Convention.

Section 6. **Filling Vacant District Governor's Office.** In the event of a vacancy in the Office of District Governor, the same shall be filled in accordance with the provisions of Lions Clubs International's Constitution.

Section 7. **First Vice District Governor Serves as the District Governor.** In the event of the absence of the District Governor at a Cabinet Meeting the **First** Vice District Governor shall perform the duties of the District

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Governor at the meeting. In the event of temporary sickness, disability, or resignation of the District Governor the First Vice District Governor shall act as the District Governor until such time as Lions Clubs International may elect to appoint a replacement for the District Governor.

Section 8. Resignation of a Vice District Governor. If either the First or the Second Vice District Governor shall resign or fail to complete the designated term of office as elected, except for an interim promotion due to a vacancy, then that officer surrenders all status and title but at a later date may begin as a candidate for the office of Second Vice District Governor.

Section 9. **Council Chairperson.** The Council Chairperson shall be selected on a rotation basis according to the Multiple District 22 Policy and Procedure Manual, Schedule of Rotation. The office of the Council Chairperson will be open to all Past District Governors who have served as the District Governor of District 22–D and who have not served previously as Council Chairperson. When the MD 22 Schedule of Rotation indicates, the District 22–D Honorary Committee chairperson will oversee the selection of two candidates for the office of Council Chairperson but only one candidate will be presented to the Incoming Council of Governors by March 1st for consideration. If the Incoming Council of Governors rejects the first candidate, then the reserve candidate will be presented.

**ARTICLE II
Duties**

Section 1. **District Governor.** The District Governor, under the general supervision of the International Board of Directors, shall represent The Association in his/her District. In addition, the District Governor shall be the chief administrative officer of this District and shall have direct supervision over the Region Chairpersons, the Zone Chairpersons, the Cabinet Secretary-Treasurer or the Cabinet Secretary and Cabinet Treasurer, and such other Cabinet members as may be provided for in this Constitution and By-Laws. The District Governor's specific responsibilities shall be to:

- (a) Further the purposes and objects of this Association;
- (b) Participate actively and inspire other district officers to promote effective membership growth and new club organization;
- (c) Participate actively and inspire other district officers to administer and promote leadership development at the club and district levels;
- (d) Support and promote the Lions Clubs International Foundation;
- (e) Preside, when present, over the District Convention, the Cabinet, and other District meetings;
- (f) Perform such other functions and acts as required by the International Board of Directors through the District Governor's Manual and other directives;
- (g) Endeavor to visit each Club of District 22-D at least once during his/her term of office and promote cordial relations among the chartered Lions Clubs;
- (h) Exercise such supervision and authority over cabinet officers and District committee appointees as is provided for in this Constitution;
- (i) Assure that a current itemized statement of receipts and expenditures is submitted to the members of the District Cabinet and make such reports available to any Club in the District that may have a justifiable reason for seeing such a statement;

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(j) Deliver, forthwith, at the termination of his/her term of office all District accounts and records to his/her successor in office.

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 to the District Governor. The First Vice District Governor's specific responsibilities shall be to:

- (a) Further the purposes and objects of this Association;
- (b) Play an active role in membership development including extension of new clubs and leadership development within the district;
- (c) Become familiar with the duties of the District Governor so in the event of a vacancy in the office of District Governor he/she will be better prepared to assume the duties and responsibilities of said office;
- (d) Perform the duties of the District Governor at any Cabinet or other scheduled meeting when the District Governor is absent;
- (e) Perform such other functions and acts as may be required by the International Board of Directors through the Vice District Governor's Manual and other directives;
- (f) Perform such administrative duties as may be assigned by the District Governor;
- (g) Attend and actively participate in the MD 22 Leadership Training School for District Governor Candidates;
- (h) Attend and participate in the Council of Governors Meetings as appropriate;
- (i) Participate in the preparation of the District Budget;
- (j) Engage actively in all matters to be continued during the next year;
- (k) Supervise appropriate district committees, at the request of the District Governor, and participate in the review of strengths and weaknesses of the district.

Section 3. Second Vice District Governor. The Second Vice District Governor, subject to the supervision and direction of the District Governor, shall be an administrative assistant to the District Governor. The Second Vice District Governor's specific responsibilities shall be to:

- (a) Further the purposes and objects of this Association;
- (b) Participate actively and inspire other district officers to administer and promote effective membership growth and new clubs organization;
- (c) Perform such duties as assigned by the District Governor, including assisting the district retention chairperson;
- (d) Attend and participate actively in the MD 22 Leadership Training School for District Governor Candidates;
- (e) Perform such other functions and acts as required by the policy of Lions Clubs International;

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(f) Participate actively in all cabinet meetings and conduct all meetings in the absence of the District Governor and the First Vice District Governor;

(g) Participate in the preparation of the District Budget;

(h) Engage actively in all matters to be continued during the following year;

(i) Supervise appropriate district committees, at the request of the District Governor, and participate in the review of strengths and weaknesses of the district.

Section 4. Cabinet Secretary-Treasurer /Cabinet Secretary. Under the supervision and direction of the District Governor, the Cabinet Secretary-Treasurer or Cabinet Secretary shall:

(a) Keep an accurate record of the proceedings of all meetings of the Cabinet and within five (5) days after each meeting forward copies of the same to all members of the Cabinet, the Office of Lions Clubs International and have copies available for inspection by any Club member in the District;

(b) Take and keep minutes of the District Convention meetings and furnish copies of the same to Lions Clubs International, the District Governor, and the District Governor Elect;

(c) Assist the District Governor and the Cabinet in conducting the business of the District and perform such other duties as are specified, or implied, in the Constitution and By-Laws for Multiple District 22, or as may be assigned the Secretary from time to time by the District Governor;

(d) Sign all notices and documents issued by the District;

(e) Make an annual report to the Cabinet and such other reports as the District Governor or Cabinet may require.

Section 5. Cabinet Secretary-Treasurer /Cabinet Treasurer. Under the supervision of the District Governor, the Cabinet Secretary-Treasurer or Cabinet Treasurer shall:

(a) Collect and record all per capita taxes levied hereunder on members and Clubs in the District, and such other monies as may be due the District, deposit same in such Bank or Banks as the Cabinet shall determine, and disburse the same by order of the District Governor or the Cabinet;

(b) Remit to Multiple District 22 Council Treasurer the Multiple District per capita tax collected in the District. Said money shall be paid within thirty (30) days following the closeout dates of September 1st and March 1st, respectively;

(c) Keep accurate books and records of account and permit inspection of the same by the District Governor, any Cabinet member and any Club in the District, or other authorized agent for them, at any reasonable time for any proper purpose. Upon direction of the District Governor, or of the Cabinet, shall furnish such books and records as requested to any competent auditor appointed by the Cabinet;

(d) Secure bond for the faithful performance of the Treasurer's duties in such sum and with such surety as may be required by the District Governor and Cabinet.

Section 6. Region Chairperson. If the position of Region Chairperson is to be utilized during the District Governor's term, the Region Chairperson, under the supervision and direction of the District Governor, shall be the chief administrative officer in his/her Region.

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A. Region Chairperson's Responsibilities. The Region Chairperson's specific responsibilities shall be to:

- (a) Further the purposes and objects of this Association;
- (b) Supervise the activities of the Zone Chairpersons in his/her Region and such District Committee Chairpersons as may be assigned within the Region by the District Governor;
- (c) Play an active role in organizing new clubs and in strengthening weak clubs;
- (d) Visit a regular meeting of each Club in his/her Region at least once during his/her term of office and report his/her findings to the District Governor;
- (e) Visit a regular Board of Directors meeting of each Club in his/her Region at least once during his/her term of Office and report his/her findings to the District Governor;
- (f) Endeavor to have every Club in the Region operating under a duly adopted Club Constitution and By-Laws and as an Incorporated entity;
- (g) Promote representation at International, Multiple District 22, and District Conventions by at least the full quota of delegates to which Clubs in his/her Region are entitled;
- (h) Carry out such official visitations to club meetings and charter nights as shall be assigned by the District Governor;
- (i) Perform such additional assignments as shall be given from time to time by the District Governor;
- (j) Perform such other functions and acts as may be required by the International Board of Directors through the Region Chairperson's Manual and other directives.

B. Region Chairperson Replaced. In the event the Region Chairperson for any reason cannot or does not, in the judgment of the District Governor, perform the duties of his/her office, or in the event the office is for any reason vacated, the District Governor shall appoint a successor to serve for the unexpired term.

Section 7. Zone Chairperson. The Zone Chairperson, subject to the supervision and direction of the District Governor and/or Region Chairperson, shall be the chief administrative officer in his/her Zone.

A. Zone Chairperson's Responsibilities. The Zone Chairperson's specific responsibilities shall be to:

- (a) Further the purposes and objects of this Association;
- (b) Serve as Chairperson of the District Governor's Advisory Committee in his/her Zone and as such Chairperson to call regular meetings of said committee;
- (c) Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to Lions Clubs International, the District Governor and the Region Chairperson;
- (d) Play an active role in organizing new Clubs and keep informed on the activities and well-being of all Clubs in his/her Zone;
- (e) Represent each Club in his/her Zone in any problems with District, Multiple District, or Lions Clubs International;

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(f) Supervise the process of District, Multiple District, and Lions Clubs International projects in his/her Zone;

(g) Endeavor to have every Club within his/her Zone operating under a duly adopted Club Constitution and By-Laws and as an incorporated entity;

(h) Promote representation at International and Multiple District 22 /District Conventions by at least the full quota of delegates to which Clubs in his/her Zone are entitled;

(i) Visit a regular meeting of each Club in his/her Zone once or more during his/her term of office and report his/her findings to the Region Chairperson, particularly with respect to weaknesses he/she may have discovered, with a copy to the District Governor;

(j) Perform such other functions and acts as may be required by the International Board of Directors through the Zone Chairperson's Manual and other directives.

B. Zone Chairperson Replaced. In the event the Zone Chairperson for any reason, in the judgment of the District Governor, cannot or does not perform the duties of his/her office, or in the event the office is for any reason vacated, the District Governor shall appoint a successor to serve for the unexpired term.

Section 8. District Governor's Cabinet. The District Governor's Cabinet shall:

(a) Assist the District Governor in the performance of his /her official duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the District;

(b) Receive from the Region Chairpersons reports and recommendations which concern the Clubs and Zones.

Section 9. District Governor's Advisory Committee. It shall assist in an advisory capacity; procure recommendations affecting the welfare of Lionism and Clubs in the Zone, and relay the same through the Zone Chairperson to the District Governor and the District Cabinet.

Section 10. District Governor's Honorary Committee. The Honorary Committee shall:

(a) Act under the direction of the District Governor to promote harmony throughout the District and its Chairperson shall attend Cabinet meetings and report when requested by the District Governor.

(b) Elect each year one Honorary Committee member to serve on the MD 22 Finance Committee for two years and one Lion to serve on the Lions Vision Research Foundation for three years. Recommend two (2) Lions to serve on District 22-D Budget /Finance Committee.

(c) When the MD 22 Schedule of Rotation indicates, oversee the selection of two candidates for the office of Council Chairperson but only one candidate will be presented to the Incoming Council of Governors consideration.

**ARTICLE III
Committees**

Section I. The Credentials Committee. The Credentials Committee of the District Convention Meetings held at the Multiple District Convention shall be composed of the Cabinet Secretary-Treasurer or Cabinet Secretary and two (2) other non-officers of the District appointed by the District Governor. In the cases where a candidate for an

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International Office is being considered for endorsement, the Multiple District Council of Governors will assign the Credentials Committee to monitor the voting. The Credentials Committee shall have the powers and perform the duties set forth in Robert's Rules of Order Newly Revised.

Section 2. **District Governor Appoints All Committee Members.** The District Governor shall designate the Chairperson of each District Committee and appoint and fill any Committee vacancy. Each named Committee shall perform such duties as the District Governor shall designate. The District Governor shall name Chairpersons to designated Council committees to carry out the work of the Council including the conduct of the Multiple District Convention. The District Governor will name District Lions to membership on the various Multiple District Committees as required by the Council of Governors.

**ARTICLE IV
Rules for Convention Procedure**

Section 1. **Council Arranges Convention Business Agenda.** The Multiple District Council of Governors shall arrange the order of business for the Multiple District Convention and the same shall be the order of the day for all sessions.

Section 2. **Meetings Are Governed by Robert's Rules of Order.** Except as otherwise specifically provided in the Multiple District 22 Constitution and By-Laws and this Constitution and By-Laws or in the Rules of Procedure adopted for a meeting, all questions of Order and Procedure in any District meeting or convention, any meeting of the District Cabinet, Region, Zone, or member Club, or any group or committee of any one of them shall be determined by Roberts Rules of Order Newly Revised.

**ARTICLE V
Nomination and Endorsement of International Director
and Second Vice-President Nominees**

Section 1. **Candidate's Requirements.** Subject to the provisions of the International Constitution and By Laws, any member of a Lions Club in the District seeking endorsement as a candidate for the office of International Director or Second Vice-President shall:

(a) Deliver written notice of intention to seek such endorsement to the District Governor and to the Multiple District Council Secretary no later than October 1st prior to the Multiple District Convention at which the endorsement of the Multiple District will be sought;

(b) Deliver with said notice of intention evidence of fulfillment of the qualifications for such office as set forth in Lions Clubs International Constitution and By-Laws;

(c) In case there are two or more candidates for an International Office the method of endorsement shall be in accordance with the International Constitution Article V, Section 2 and Section 3.

Section 2. **Verification of Candidate's Qualifying Data.** Each Notice of Intention so delivered shall be transmitted forthwith by the District Governor to the Nominating Committee of the respective Convention, which shall review and perfect the same by obtaining from each prospective candidate any additional evidence of such intention and qualifications as may be necessary under the International Constitution and By-Laws, and shall place in nomination at the respective Convention the name of each such prospective candidate who has fulfilled said procedural and Constitutional requirements.

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Section 3. **Candidate's Nominating Speeches.** Each candidate for an International Office, who has been properly endorsed, shall be entitled to five (5) minutes for the nominating speech and three (3) minutes for a seconding speech, with only one of each being permitted. The nominations for Multiple District endorsement will follow the District Business Meeting, at which the formal endorsement was made by the District.

Section 4. **Election of Endorsed Candidate.**

A. **Ballot and Vote to Elect.** The vote on the question of endorsement shall be by secret written ballot, unless there shall be only one nominee seeking the same, in which event a voice vote may be taken. The Multiple District ballot shall include the name of each properly endorsed candidate from all Sub-Districts and include a place for a negative choice if the delegate does not choose to vote for either or any candidate. The nominee receiving the majority of votes cast shall be declared the will of the Convention and candidate of the Multiple District.

B. **Tie Vote or No Majority.** In the event of a tie vote, or failure of one nominee to receive the required majority, on any ballot, balloting shall continue with respect to the two nominees only who received the largest number of votes on the previous ballot until one receives the required majority of votes cast.

Section 5. **Certification of Endorsement to LCI.** Certification of Endorsement by the respective Convention shall be made in writing to Lions Clubs International Office by the District Officials designated and in accordance with the requirements therefore set forth in the International Constitution and By-Laws.

Section 6. **Basis for Validity of Endorsement.** No 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 V have been met.

**ARTICLE VI
Fiscal Year**

Section 1. **Fiscal Year.** The fiscal year of this district shall be from July 1st to June 30th.

**ARTICLE VII
Amendments**

Section I. **Amendment of By-Laws.** These By-Laws may be amended only at a District Convention by a Resolution to Amend reported by the District Committee on Constitution and By-Laws at said Convention and adopted by an affirmative vote of two-thirds of the votes cast.

Section 2. **Distribution of the Amendment.** No amendment shall be so reported or voted upon unless the same has been furnished to each Club in the District in the form in which it is to read, if adopted, no less than thirty (30) days prior to the convening date of the Annual District Convention with notice that the amendment will be voted upon at said Convention.

Section 3. **Delegate Receives the Amendment.** Each Certified Delegate shall be furnished a copy of each Amendment at the time of registration by the Registrar. The same shall be read and explained at the District Meeting by a member of the Constitution and By-Laws Committee.

Section 4. **Effective Date of Amendment.** Each Amendment shall take effect at the close of the Convention at which adopted, unless otherwise specified in the amendment.

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**ARTICLE VIII
Administrative Dues**

Section 1. Administrative Fund Distribution.

General Fund	\$ 2.90
VDG Fund	0.50
DG IC Fund	<u>0.10</u>
Total	\$ 3.50

**ARTICLE IX
Adoption**

Section 1. **Adoption.** This Constitution and By-Laws was adopted by the affirmative vote of two-thirds (2/3) of the votes cast at Dover, DE, on Thursday, May 20, 2009.

**District 22-D
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