



**THE INTERNATIONAL
ASSOCIATION
OF LIONS CLUBS**

**MULTIPLE DISTRICT 29
WEST VIRGINIA**

CONSTITUTION AND BY-LAWS

**AS AMENDED
BY THE 2016 CONVENTION
MULTIPLE DISTRICT 29
APRIL 9, 2016**

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CONSTITUTION—MULTIPLE DISTRICT 29, LIONS CLUBS INTERNATIONAL

ARTICLE I NAME

This organization shall be known as “Multiple District 29, State of West Virginia, Lions International,” hereinafter referred to as “Multiple District.”

ARTICLE II PURPOSE

The purpose of this Multiple District shall be to provide an administrative structure with which to advance the Purposes and Objects of The International Association of Lions Clubs in this Multiple District.

ARTICLE III MEMBERSHIP

The membership of this organization shall be all Lions Clubs in the state of West Virginia chartered by Lions Clubs International. This Multiple District shall consist of three Districts, to-wit: District 29L, including Lions Clubs in Brooke, Cabell, Calhoun, Doddridge, Gilmer, Hancock, Jackson, Marion, Marshall, Mason, Monongalia, Ohio, Pleasants, Putnam, Ritchie, Roane, Tyler, Wetzels, Wirt, and Wood Counties; District 29C, including Lions Clubs in Boone, Braxton, Clay, Fayette, Greenbrier, Kanawha, Lincoln, Logan, McDowell, Mercer, Mingo, Monroe, Nicholas, Pocahontas, Raleigh, Summers, Wayne, Webster, and Wyoming Counties; and District 29I, including Barbour, Berkeley, Grant, Hampshire, Hardy, Harrison, Jefferson, Lewis, Mineral, Morgan, Pendleton, Preston, Randolph, Taylor, Tucker, and Upshur Counties; which boundary lines were adopted by the 2014 Multiple District Convention and approved by the Board of Directors of Lions Clubs International on October 8, 2014.

ARTICLE IV COUNCIL OF GOVERNORS

Section 1. Membership.

There shall be a Council of Governors composed of the District Governors and one Immediate Past District Governor, who shall serve as Chairperson. The officers of this multiple district shall be the members of the Council of Governors. Each member of the Council of Governors, including the Council Chairperson, shall have one (1) vote on each question requiring action of the Council of Governors.

Section 2. Officers.

The officers of the Council of Governors shall be a Chairperson and Vice Chairperson. The Chairperson shall be elected at the close of the Multiple District Convention by the current Council of Governors and the District Governors Elect. The Council Chairperson shall serve a one-year term only and cannot serve in that capacity again.

The Vice Chairperson shall be elected at the close of the Multiple District Convention, from the District Governors Elect, by the District Governors Elect. The officers shall take office immediately after the close of the next succeeding International Convention.

Section 3. Quorum.

A majority of the Council of Governors shall constitute a quorum. In an emergency, any member of the Council who participates fully in the meeting using an electronic device shall be considered to be in attendance, just as if he or she personally attended.

Section 4. Meetings.

The Council shall hold a regular meeting within forty-five (45) days after the date on which the District Governors officially take office, and such other meetings as it deems advisable. The Council Chairperson, or the Secretary at the Chairperson's direction, shall issue a written call for each meeting of the Council, with the time and place thereof to be set out in the call and to be determined by the Chairperson. The date of any meeting save the first, which shall be set by the Chairperson, shall be determined by the Council.

Section 5. Powers.

Except where inconsistent with and contrary to the provisions of the Articles of Incorporation and Constitution and By-Laws of The International Association of Lions Clubs, the powers granted therein to the Board of Directors of said Association, and the policies and acts of said Board of Directors, the Council of Governors shall:

- A. Have jurisdiction and control over all officers and agents, when acting as such, of the Council of Governors and all committees of the Multiple District and Multiple District Convention;
- B. Have management and control over the property, business, and funds of the Multiple District;
- C. Within the limits prescribed by the Constitution and By-Laws of this Multiple District, have jurisdiction, control and supervision over all phases of the Multiple District Convention and all other meetings of the Multiple District;
- D. Have original jurisdiction, when authorized under policy of said International Board of Directors and under rules of procedure prescribed by said Board, to hear and rule upon any complaint of a Constitutional nature raised by any Sub-District or Districts, any Lions Club, or any member of a Lions Club, in the Multiple District. All such rulings of the Council shall be subject to review and decision by said International Board;
- E. Have control and management of all budgetary matters of the Multiple District and committees of the Multiple District and Multiple District Convention. No obligation may be approved or made which shall effect an unbalanced budget or deficit in any fiscal year.

Section 6. Removal.

At the request of the majority of the Council of Governors, a Special Meeting of the Council shall be called for the purpose of removal of the Council Chairperson. The Council Chairperson

may be removed from the Council for cause by the affirmative vote of two-thirds (2/3) of the entire number of the Council of Governors.

ARTICLE V MULTIPLE DISTRICT SECRETARY-TREASURER

There shall be a Multiple District Secretary-Treasurer elected by the incoming Council of Governors at the close of the Multiple District Convention. The Secretary-Treasurer shall serve as an ex-officio member, without vote, of all Multiple District Committees. The official duties of the Multiple District Secretary-Treasurer, as well as the amount of any stipend and administrative expenses, shall be as prescribed by the Multiple District Policy Manual.

ARTICLE VI CONVENTIONS

Section 1. Multiple District Convention.

An annual convention of this Multiple District shall be held in each year prior to the International Convention at a place selected by a previous annual convention of this Multiple District and at a date and time fixed by the Council of Governors.

Section 2. Invitations to Host.

The Chairperson of the Council of Governors shall receive invitations in writing from places desiring to entertain the annual convention. All invitations shall set forth such information as the Council shall from time to time prescribe and shall be delivered to the Chairperson no later than thirty (30) days prior to the convening date of the convention at which the future convention site shall be voted upon by the delegates of said convention. Procedure to be followed in investigation of bids and in presentation of the same to conventions, as well as action to be taken by a convention in the event no bids are acceptable to or so received by the Council of Governors shall be determined by the Council of Governors.

Section 3. Multiple District Convention Officers.

The members of the Council of Governors shall be the presiding officers at all meetings of the Multiple District Convention unless otherwise delegated by the Council.

Section 4. District Conventions.

A convention of each District in this Multiple District shall be held, annually, in conjunction with the Multiple District convention, or at such other date, time and place prior thereto as determined by the District Cabinet. A meeting of the registered delegates of a District in attendance at a Multiple District convention may constitute the annual convention of said District. The agenda for the District Convention shall include the nomination and election of a District Governor, First Vice District Governor, Second Vice District Governor, Sight Foundation Trustee and any members of Multiple District Committees requiring elected District representation. At any District Convention, awards and financial and other reports may be presented by the District Governor, Cabinet Secretary-Treasurer or others.

Section 5. Sergeants-at-Arms.

A Sergeant-at-Arms and such Assistant Sergeants-at-Arms as are deemed necessary for a Convention may be appointed by the Council of Governors or District Governor, as appropriate.

Section 6. Convention Delegates.

Each chartered club in good standing in Lions Clubs International, and its District, and this Multiple District shall be entitled in each convention of its District or this Multiple District to one (1) voting 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 may 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 its District. Delinquent dues may be paid and good standing acquired at any time prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention. The District Governors and all Past District Governors of the Multiple District in good standing in attendance at any District or Multiple District Convention, shall have full delegate powers and privileges without reference to the number of delegates to which the clubs of which they are members would otherwise be entitled, but nothing herein contained shall be construed to allow any person more than one vote upon any occasion or in connection with any question before the Convention.

Section 7. Convention Quorum.

Fifty (50) delegates present and registered will constitute a quorum for a Convention.

Section 8. Convention Relocation.

The Council of Governors shall retain and have the absolute power to change at any time, for good and sufficient reason, the city or place of holding the Multiple District Convention without the Multiple District or individual District or Districts incurring any liability whatsoever.

ARTICLE VII REVENUE

Section 1. Multiple District Dues.

Multiple District Dues of twelve dollars (\$12.00) per member shall be levied upon each club in the Multiple District, except campus clubs and new and reorganized clubs, in two (2) semi-annual payments as follows: six dollars (\$6.00) per member on July 1 and January 1 of each year, billings of same to be based upon the roster of each club as of the first day of July and January, respectively. These dues shall be collected from the clubs in each District by the respective Cabinet Secretary-

Treasurer, and be turned over to the respective treasurer of each fund. Transfer of funds collected to date shall be made by October 15, January 15, April 15 and July 15, of that particular year.

New and reorganized clubs shall be billed for the Multiple District Dues the same as established clubs, except that any new or reorganized club which shall be organized after October 1 of any fiscal year shall pay only the January 1 semi-annual billings for that fiscal year, and any club organized after April 30 shall not be required to pay any Multiple District Dues for that fiscal year.

Campus clubs shall be exempt from paying the Annual Multiple District Dues.

The Multiple District Dues shall be divided into the following funds: (1) District Administrative Fund; (2) Multiple District Convention Fund; (3) International Convention Fund; (4) Council of Governors Administrative Fund. Four dollars twenty cents (\$4.20) per member of the Multiple District Dues shall be placed in the District Administrative Fund. The remainder of the Multiple District Dues shall be distributed to the other funds within the limitations prescribed by the Multiple District By-Laws.

Section 2. District Administrative Fund.

The District Administrative Fund shall remain in the custody of the Cabinet Secretary-Treasurer. This fund shall be disbursed only for administrative expenses of the District as are approved by the District Governor's Cabinet. Payment out of said Fund shall be by checks drawn and signed by the Cabinet Secretary-Treasurer and countersigned by the District Governor. The District Governor and Cabinet shall not incur any obligations in any fiscal year which will effect an unbalanced budget or deficit in said fiscal year. Any balance remaining at the end of any year shall be placed in the hands of the next succeeding Cabinet Secretary-Treasurer.

Section 3. Multiple District Convention Fund.

The Multiple District Convention Fund shall be used exclusively for defraying the Multiple District Convention expenses. Said fund shall not be used for any other purpose, and shall be expended only for such items as are approved by the Council of Governors. The Convention Handbook portion of the Multiple District Policy Manual as approved by the Council of Governors will govern the preparation and operation of the Multiple District Convention insofar as the Handbook does not abrogate any provision of this Constitution or the Multiple District By-Laws.

Section 4. International Convention Fund.

The International Convention Fund in its entirety shall be turned over to the Treasurer of the West Virginia Past District Governors after collection from the Cabinet Secretary-Treasurers. This fund shall be used for the purpose of promoting West Virginia Lionism and participation in the International Convention. Expenditures of these International Convention Funds are subject to the approval of the West

Virginia Past District Governors.

Section 5. Multiple District Council Administrative Fund.

The Multiple District Council Administrative Fund is to be used in defraying the administrative expenses of the Multiple District. The fund shall be disbursed only for administrative expenses of the Multiple District and only upon approval by the Council of Governors. Disbursement therefrom shall be by checks drawn and signed by the Multiple District Secretary-Treasurer and countersigned by the Council Chairperson or other designated Council member. Any balance remaining in the fund at the end of the year shall be added to the fund collected for the next year and become available for future Multiple District administrative expenses

Section 6. Compensation.

No officer of this Multiple District or any District in this Multiple District shall receive any compensation for any service rendered in his/her official capacity, with the exception of the Multiple District Secretary-Treasurer, whose compensation, if any, shall be fixed by the Council of Governors.

Section 7. General.

All treasurers of Multiple District or District funds, including the Multiple District Secretary-Treasurer, Cabinet Secretary-Treasurers, and any other person whose duties include receiving or disbursing funds collected from Lions clubs in the Multiple District shall be bonded in such amount and with such surety company as shall be approved by the Council of Governors or District Cabinet, and the cost of the same shall be an administrative expense. The Council of Governors and each Cabinet, board or committee shall provide for an annual or more frequent audit of their books and accounts, and statements of financial condition shall be sent to Lions International, the Council of Governors, and each club in the Multiple District or District, as appropriate, at the close of the fiscal year.

ARTICLE VIII DISTRICT ORGANIZATION

Section 1. Cabinet and Officers.

- A. Each District shall have a District Cabinet composed of the District Governor, the Immediate Past District Governor, First Vice District Governor, Second Vice District Governor, a Cabinet Secretary-Treasurer, and such Region Chairpersons, Zone Chairpersons and district committee chairpersons as shall be appointed by the District Governor. The members of the District Cabinet shall be the officers of the District. Each such officer shall be a member in good standing of a Lions Club in good standing in the District.
- B. The District Governor, First Vice District Governor, and Second Vice District Governor of each District shall be elected at the annual convention of the District. The District Governor may appoint a Region Chairperson for each Region, and shall appoint a Zone Chairperson for each Zone in the District. These appointments shall be

made by the time the District Governor takes office.

- C. Any vacancy in any district office, except that of district governor, first vice district governor, and second vice district governor shall be filled by appointment of the district governor for the unexpired term thereof.

In event of a vacancy occurring in the office of District Governor, the vacancy shall be filled in accordance with the provision of the International Constitution.

In filling any vacancy arising in the office of first or second vice district governor, the district shall convene a meeting of the members of the existing cabinet as provided for in the International Constitution and By-Laws and all past international officers who are members in good standing of a chartered Lions club in good standing in the district. It shall be the duty of the attendees at this meeting to appoint a qualified club member as 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 to attend said meeting and to preside as chairperson of the meeting. The chairperson shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion who is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one vote for the Lion of his/her choice.

- D. Each region and zone chairperson shall:

1. Be an active member in good standing in the respective region or zone; and
2. 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.

- E. 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 or 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 or Zone Chairperson for the remainder of the term.

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 thirty (30) days after the adjournment of the preceding International Convention. Ten (10) days written notice of meetings setting forth a date, time and place determined by the District Governor shall be given to each member by the Cabinet Secretary-Treasurer.

- B. **Special.** Special meetings of the Cabinet may be called by the District Governor at the Governor's discretion, and shall be called upon written request made to the District Governor or the Cabinet Secretary-Treasurer by a majority of the members of the Cabinet. Not less than five (5) nor more than ten (10) days written or electronic notice of special meetings, setting forth the purpose thereof and a date, time and place determined by the District Governor, shall be given to each member by the Cabinet Secretary-Treasurer.
- C. **Quorum and Vote.** The attendance of a majority of the Cabinet shall constitute a quorum for any meeting thereof. In all such meetings, the voting privilege shall extend to all the members of the Cabinet.

Section 3. Regions and Zones.

- A. Each District Governor shall divide the District into Zones of no more than ten (10) and no less than (4) Lions Clubs, giving due regard to the geographical locations of the clubs. Zones may be grouped into Regions of no more than twenty (20) and no less than ten (10) Lions Clubs. All such Regions and Zones shall be subject to change by the District Governor, when in the sole discretion of the Governor, such change is deemed necessary to the best interests of the Association.
- B. **Regional Meetings.** 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 of the respective Region.
- C. **Zone Meetings.** In addition to meetings of the District Governors Advisory Committee, meetings of representatives of all the clubs in a Zone, with the Zone Chairperson presiding, may be held during the fiscal year at times and places fixed by the Zone Chairperson.

Section 4. District Committees.

District Governor's Advisory Committee. In each Zone, the Zone Chairperson and the Presidents and Secretaries of the clubs in the Zone shall compose a District Governor's Advisory Committee, with the Zone Chairperson as Chairperson thereof. At a date, time and place called by the Zone Chairperson, this Committee shall hold a first meeting within sixty (60) days after the adjournment of the preceding International Convention; a second meeting in the month of November; a third meeting in the month of February or March; and a fourth before the International Convention at a time when the officers of the coming year have been elected and invited to attend the meeting. It shall assist the Zone Chairperson in an advisory capacity, procure recommendations affecting the welfare of Lionism and the clubs in the zone, and relay the same through the Zone Chairperson to the District Governor and his/her cabinet.

- B. **District Past District Governor's Committee.** In each District there shall be a Past District Governor's

Committee composed of Past District Governors within the District who are members in good standing of clubs within the District. The Chairperson of this committee shall be appointed by the District Governor and shall serve as a member of the District Cabinet. This Committee shall meet at least twice a year at the call of the Chairperson or District Governor.

ARTICLE IX WEST VIRGINIA PAST DISTRICT GOVERNORS

Section 1. Membership.

- A. Active Members. All Past District Governors in the following categories shall be active members of the West Virginia Past District Governors (PDG) Association:
1. Any Past District Governor who is a member of a Lions Club in Multiple District 29.
 2. Any Past District Governor of Multiple District 29 who is a member of a Lions Club outside of West Virginia.
- B. Honorary Members. The spouse of a deceased Lion who was an Active Member may be granted Honorary Membership in the Association by a majority vote of the Active Members present at any official business meeting. An Honorary Member shall be entitled to all the privileges of membership, except the right to vote or hold office in the Association.

Section 2. Officers.

The officers shall be a Chairperson, Vice Chairperson, Secretary and Treasurer, who shall be elected annually at the Multiple District Convention by the PDG Association. The current officers of the Association, the immediate Past Chairperson, and all West Virginia Past Directors of Lions Clubs International shall be an executive committee to conduct the business affairs between meetings of the Past District Governors Association. Their actions shall be subject to approval of the PDG Association at its next regular meeting.

Section 3. Quorum.

Ten (10) members shall be considered a quorum for any meeting of the West Virginia Past District Governors. A majority of the Executive Committee shall be considered a quorum.

Section 4. Objects.

The PDG Association shall work to increase the stature of Lionism in the state of West Virginia. It shall promote attendance at, and formulate all plans for, the Multiple District's participation in International Conventions. Said plans shall be subject to approval by the Council of Governors.

Section 5. International Convention Fund.

The PDG Association shall administer the International Convention Fund in accordance with the provisions of Article VII, Section 4. The Treasurer of the PDG Association shall be bonded and audits shall be conducted as provided for in Article VII, Section 7.

ARTICLE X AMENDMENTS

Section 1. Method.

This Constitution may be amended only at a Multiple District Convention, by resolution reported by the Committee on Constitution and By-Laws and adopted by the affirmative vote of two-thirds (2/3) of the delegates present and voting.

Section 2. Procedure and Timing.

No amendment shall be so reported or voted upon unless the same shall have been published by regular post or electronic means to the President and Secretary of each club, all Past District Governors, all Multiple District Coordinators and Chairpersons, and all Cabinet officers no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

Section 3. Automatic Update.

When amendments to the International Constitution and By-Laws are passed at the International Convention, any amendments that would affect this Multiple District Constitution shall automatically be updated in this Multiple District Constitution at the close of said International Convention. The Multiple District Committee on Constitution and By-Laws will determine the exact wording and placement of the automatic amendment, and report same to the Council of Governors.

Section 4. Effective Date.

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

BY-LAWS, MULTIPLE DISTRICT 29

ARTICLE I. DISTRICT NOMINATIONS AND ELECTIONS

Section 1. District Governor, First Vice District Governor, and Second Vice District Governor.

Any qualified member of a club in a District intending to seek the office of District Governor, First Vice District Governor, or Second Vice District Governor shall file a notice of his/her intention to so run in writing with the State Secretary-Treasurer prior to the convening of the district or multiple district convention at which the election will be held, and furnish therewith evidence of compliance with the qualifications for the office sought as set out in the International Constitution and By-Laws. The Elections Committee shall place in nomination at the District convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, qualified persons may be nominated from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3)

minutes duration.

Section 2. Other District Elections.

Elections for District representatives to Multiple District committees or boards of trustees may be conducted separately from or simultaneously with elections for District Governor, First Vice District Governor, and Second Vice District Governor.

Section 3. Form of Election.

Each 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. In the event of a tie vote, or if no candidate receives the required majority, 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 the votes cast. The results of the election shall be verified to the District Governor and become a part of the minutes of that Convention. The ballots shall be delivered to the Multiple District Secretary-Treasurer to be held until the elected candidate takes office.

ARTICLE II. DUTIES

Section 1. Multiple District Council Chairperson.

The Council Chairperson shall be the administrative facilitator of the Multiple District. All actions are subject to the authority, direction and supervision of the Council of Governors. In cooperation with the Council of Governors, the Council Chairperson shall:

- a) Further the Purposes of this Association;
- b) Assist in communicating information regarding International and Multiple District policies, programs, and events;
- c) Document and make available the goals and long range plans for the Multiple District as established by the Council of Governors;
- d) Convene meetings and facilitate discussion during meetings of the Council of Governors;
- e) Facilitate the operations of the Multiple District convention;
- f) Support efforts initiated by the International Board of Directors or the Council of Governors that are intended to create and foster harmony and unity among Districts;
- g) Submit reports and perform such duties as may be required by the Multiple District Constitution and By-Laws and the International Board of Directors;
- h) Perform such other administrative duties as may be assigned by the Council of Governors;
- i) Facilitate, at the close of his/her term of office, the timely presentation of all Multiple District accounts, funds and records to his/her successor in office.

Section 2. Multiple District Secretary-Treasurer.

Under the supervision and direction of the Council of Governors, the Multiple District Secretary-Treasurer shall:

- a) Keep an accurate record of the proceedings of all meetings of the Council of Governors, and within ten (10) days after each meeting forward copies thereof to all members of the Council of Governors, the office of Lions Clubs International, and all Past District Governors in the Multiple District.
- b) Assist the Council of Governors in conducting the business of the Multiple District, and perform such other duties as are specified or implied in the Constitution and By-Laws, or as may be assigned to him/her from time to time by the Council of Governors.
- c) Receive and give proper receipts for all Multiple District Dues required to be paid over hereunder by the District Cabinet Secretary-Treasurers, deposit the same in a bank or banks designated by the Council of Governors, and disburse the same under the supervision and control of the Council of Governors by checks drawn against said deposits signed by himself/herself and countersigned by the Council Chairperson or other duly authorized Council member.
- d) Keep accurate books and records of accounts and minutes of all Council of Governors and Multiple District meetings, and permit inspection of the same by any member of the Council of Governors or any club in the Multiple District (or any duly authorized agent of either) at any reasonable time for any proper purpose.
- e) Secure bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the Council of Governors.
- f) Deliver, in a timely manner, at the conclusion of his/her term in office, the general and/or financial accounts, funds, and records of the multiple district to his/her successor in office.

Section 3. Multiple District Council.

The Council of Governors shall:

- a) Make all contracts and approve all bills relating to Multiple District Convention administrative expenses;
- b) Designate a depository for Multiple District funds;
- c) Determine the amount of surety bond for the Multiple District Secretary-Treasurer, and approve the surety company issuing said bond;
- d) Receive financial reports, semi-annually or more frequently, if necessary, from the Multiple District Secretary-Treasurer, and provide for a review or audit at the end of the fiscal year of the books and accounts of the Multiple District Sec-treas.

Section 4. Multiple District Protocol Chairperson.

The Council of Governors shall appoint annually a protocol chairperson for the Multiple District. Under supervision and direction of the Council of Governors, the protocol chairperson shall:

- a) At all events attended by visiting dignitaries, provide seating charts in keeping with the association's official protocol; insure that spoken introductions are based on the same; and ensure that dress requirements are clear for all events.
- b) Arrange for proper airport (or other arrival) greetings; arrange suitable transportation to hotel or other lodging, inspect hotel room in advance to ensure its suitability, and provide appropriate amenities (flowers, fruit, etc.).
- c) Arrange for the proper escort of visitors to each function on the schedule.
- d) Arrange courtesy calls on local government leaders (or regional and/or national leaders if the location suggests this as a possibility), as the visitor's schedule permits.
- e) Coordinate public relations media exposure such as television, radio and print media, as necessary.
- f) Coordinate departure from hotel, and transportation to airport (or other departure venue).

Section 5. District Governor.

Under the general supervision of the International Board of Directors, the District Governor shall represent the Association in the District. In addition, the Governor shall be the chief administrative officer in the District and shall have direct supervision over the Vice District Governors, Region Chairpersons, Zone Chairpersons, the Cabinet Secretary-Treasurer and such other Cabinet members as may be appointed within the District. The District Governor shall have authority to dismiss any appointed officer within the District for good and sufficient reason. The District Governor shall:

- a) Administer and promote membership growth and new club development.
- b) Administer and promote leadership development at the club and District levels.
- c) Promote the Lions Clubs International Foundation and all service activities of the Association.
- d) Preside, when present, over Cabinet, convention and other District meetings. During any period the District Governor is unable to so preside, the presiding officer at any such meeting shall be the First Vice District Governor, or in his/her absence the Second Vice District Governor, but if he/she is not available the District officer chosen by the attending members shall preside.
- e) Promote harmony among the chartered Lions clubs.

- f) Exercise such supervision and authority over Cabinet officers and District committee appointees as is provided in this Constitution and By-Laws.
- g) Ensure that each Lions club in the district is visited by the District Governor or other District officer once every year to facilitate successful administration of the club, and that the visiting officer submit a visitation report to the International Headquarters for each visit.
- h) Submit a current itemized statement of total District receipts and expenditures to the annual meeting of his/her District at the Multiple District Convention.
- i) Deliver, in a timely manner, at the conclusion of his/her term in office, the general and/or financial accounts, funds, and records of the District to the successor District Governor.
- j) Report to Lions Clubs International all known violations of the use of the Association's name and emblem.
- k) Perform such other functions and acts as shall be required by the International Board of Directors through the District Governor's Manual and other directives, and as set forth in the International Constitution and By-Laws.

Section 6. First and Second Vice District Governors.

A. 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. Specific responsibilities of the First Vice District Governor shall be, but are not limited, to:

- a) Further the purposes of this Association.
- b) Perform such administrative duties as may be assigned by the district governor.
- c) Perform such other functions and acts as may be required of him/her by the International Board of Directors and other directives,
- d) Actively participate in all cabinet meetings, conduct meetings in the absence of the District Governor, and participate in Council meetings as appropriate.
- e) Assist the District Governor in the review of the strengths and weaknesses of the clubs in the District, identifying the existing and potential weak clubs and establishing plans to strengthen them.
- f) Conduct club visitation as the representative of the District Governor when requested by the District Governor.
- g) Serve as the District Governor Team liaison between the District Global Membership Team, working as an active member of the District Global Membership Team along with the District Governor, Second Vice District Governor and other Global Membership

Team members to establish and implement a District-wide plan for membership growth.

- h) Work with the District Governor, Second Vice District Governor, and the Global Leadership Team to develop and implement a District-wide plan for leadership development.
- i) Work with the District Conference/Convention Committee and assist the committee to plan and conduct the annual District Conference/Convention and assist the District Governor to organize and promote other events within the District.
- j) At the request of the District Governor, supervise other District committees.
- k) Participate in the planning of the next year, including the district budget.
- l) Familiarize himself/herself with the duties of the District Governor so that, in the event of a vacancy in the office of District Governor, he/she would be better prepared to assume the duties and responsibilities of said office as the Acting District Governor until the vacancy is filled according to these By-Laws and rules of procedure adopted by the International Board of Directors.

B. Second Vice District Governor. The Second Vice District Governor, subject to the supervision and direction of the District Governor, shall be an assistant in the administration of the District, and representative of the District Governor. His/her specific responsibilities shall be, but are not limited, to:

- a) Further the purposes of this association.
- b) Perform such administrative duties as are assigned by the District Governor.
- c) Perform such other functions and acts as are required by the International Board of Directors.
- d) Participate in cabinet meetings, and conduct meetings in the absence of the District Governor and the First Vice District Governor.
- e) Familiarize himself/herself with the health and status of the clubs in the district, review the monthly financial report and assist the District Governor and the First Vice District Governor in identifying and strengthening the existing and potential weak clubs.
- f) Conduct club visitation, as the representative of the District Governor, when requested by the District Governor.
- g) Assist the District Governor and First Vice District Governor in planning and conducting the annual District Conference/Convention.
- h) Serve as the District Governor Team liaison between the District Global Leadership Team, working as an active member of the District Global Leadership Team along with the District Governor, First Vice

District Governor, and other Global Leadership Team members to establish and implement a District-wide leadership development plan.

- i) Work with the District Governor, First Vice District Governor, and the Global Membership Team to develop and implement a District-wide plan for membership growth.
- j) Work with the District LCIF Coordinator and assist the committee to achieve the goals of the year through regular distribution of LCIF information and materials to increase understanding and support of LCIF.
- k) Work with the District Information Technology Committee and assist the committee to promote the use of the Association's web site and the Internet among the clubs and members to obtain information, file reports, purchase club supplies, etc.
- l) At the request of the District Governor, supervise other district committees.
- m) Assist the District Governor, First Vice District Governor, and the cabinet in planning of the next year, including the District budget.
- n) Familiarize himself/herself with the duties of the District Governor so that, in the event of a vacancy in the offices of District Governor and First Vice District Governor, he/she would be better prepared to assume the duties and responsibilities of said offices as the Acting District Governor or Acting First Vice District Governor until the vacancies are filled according to these By-Laws and rules of procedure adopted by the International Board of Directors.

Section 7. Cabinet Secretary-Treasurer.

The Cabinet Secretary-Treasurer shall be under the supervision of the District Governor and the Cabinet. The specific responsibilities of the office shall be to:

- a) further the Purposes and Objects 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 five (5) days after each meeting forward copies of the same to all members of the Cabinet, all Past District Governors within the District, and the office of Lions Clubs International.
 - 2) Take and keep minutes of the District Convention and furnish copies of the same to Lions Clubs International, the District Governor, the Multiple District Cabinet Secretary-Treasurer, and the Secretary of each club in the District.

- 3) Make reports to the Cabinet as the District Governor or Cabinet may require.
 - 4) Collect and receipt for all Multiple District Dues levied hereunder on members and clubs in the District, deposit the same in such 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 Secretary-Treasurer the Multiple District Convention Fund, International Convention Fund, and Council of Governors Administrative Fund collected in the District.
 - 6) Keep accurate books and records of account, and minutes of all Cabinet and District meetings, and permit inspection of same by the District Governor, any Cabinet member and any club (or authorized agent of any of them) at any reasonable time for any proper purpose. Upon direction of the District Governor or the Cabinet, he/she shall furnish any such books and records as requested to any auditor appointed by the District Governor.
 - 7) Secure bond for the faithful performance of the duties of the office in such sum and with such sureties as may be required by the District Governor or the Cabinet.
 - 8) Deliver, in a timely manner, at the conclusion of his/her term in office, the general and/or financial accounts, funds, and records of the District to his/her successor in office.
- c) Perform such other functions and acts as may be required of each by directives of the International Board of Directors.

Section 8. Region Chairperson.

If appointed by the District Governor, the Region Chairperson, subject to the supervision and direction of the District Governor, shall be the chief administrative officer in his/her Region. 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 of the Region.
- c) In coordination with the District GMT Coordinator, play an active role in organizing new clubs and strengthening weak clubs.
- d) Visit a regular meeting of each club in his/her Region at least once during his/her term of office, reporting his/her findings to the District Governor, District GMT Coordinator, and District GLT Coordinator.

- e) Visit a regular board of directors meeting of each club in his/her Region at least once during his/her term of office, reporting his/her findings to the District Governor, District GMT Coordinator, and District GLT Coordinator.
- f) Endeavor to have every club in his/her Region operating under a duly adopted club constitution and by-laws.
- g) Promote the Club Excellence Process to the clubs within the Region and work in concert with the District GMT Coordinator, the District GLT Coordinator, and the District Governor Team to implement the program within the Region.
- h) In coordination with the District GLT Coordinator, play an active role in supporting leadership initiatives by informing Lions within the Region about leadership development opportunities at the Region, District, or Multiple District.
- i) Promote representation at International, Multiple District, and District Conventions by at least the full quota of delegates to which clubs in his/her Region are entitled.
- j) Carry out such official visitations to club meetings and charter nights as shall be assigned to him/her by the District Governor.
- k) Perform such additional assignments as shall be given to him/her from time to time by the District Governor.
- l) Perform such other functions and acts as may be required by the International Board of Directors through a region chairperson's manual and other directives.

In the event the Region Chairperson for any reason cannot or does not, in the judgment of the District Governor, perform the duties of the office, the District Governor may remove the Region Chairperson. In the event the office is for any reason vacated, the District Governor may appoint a successor to serve for the unexpired term.

Section 9. Zone Chairperson.

The Zone Chairperson, subject to the supervision and direction of the District Governor and Region Chairperson (if appointed), shall be the chief administrative officer in his/her Zone. 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 the Zone and as such Chairperson to call regular meetings of said committee.
- c) Endeavor to include the District GMT Coordinator and District GLT Coordinator and the District

Governor Team as special guests to a District Governor's Advisory Committee meeting to discuss needs related to membership and leadership development within the Zone.

- d) Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to Lions Clubs International and to the District Governor, Vice District Governors, District GMT Coordinator, District GLT Coordinator, and Region Chairperson (where applicable).
- e) Promote the Club Excellence Process to the clubs within the zone and work in concert with the District GMT Coordinator, the District GLT Coordinator, and the District Governor Team to implement the program within the Zone.
- f) In coordination with the District GMT Coordinator, play an active role in organizing new clubs and keep informed on the activities and well-being of all clubs in his/her Zone.
- g) In coordination with the District GLT Coordinator, play an active role in supporting leadership initiatives by informing Lions within the Zone about leadership development opportunities at the Zone, District, or Multiple District.
- h) Represent each club in his/her Zone in any problems with District, Multiple District, or Lions Clubs International.
- i) Supervise the progress of District, Multiple District, and Lions Clubs International projects in his/her Zone.
- j) Endeavor to have every club within the Zone operating under a duly adopted Club Constitution and By-Laws.
- k) Promote representation at International, District and Multiple District Conventions by at least the full quota of delegates to which clubs in the Zone are entitled.
- l) Visit a regular meeting of each Club in the Zone once or more during his/her term of office, reporting his/her findings to the District Governor and Region Chairperson (where applicable), particularly with respect to weaknesses he/she may have discovered.
- m) Perform such additional assignments as shall be given to him/her from time to time by the District Governor.
- n) Perform such other functions and acts as may be required by the directives of the International Board of Directors.

In the event the Zone Chairperson for any reason cannot or does not, in the judgment of the District Governor, perform the duties of the office, the District Governor may remove the Zone Chairperson. In the event the office is for any reason vacated,

the District Governor may appoint a successor to serve for the unexpired term.

Section 10. District Governor's Cabinet.

The District Governor's Cabinet shall:

- a) Assist the District Governor in the performance of his/her duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the District.
- b) Receive, from the Region Chairpersons and/or Zone Chairpersons, reports and recommendations which concern the clubs and Zones.
- c) Supervise the collection of all dues by the Cabinet Secretary-Treasurer, designate a depository(s) for said funds and authorize the payment of all legitimate expenses pertaining to the administration of the affairs of the District.
- d) Secure, set the amount of and approve the surety company issuing, the surety bond for the Cabinet Secretary-Treasurer.
- e) Secure, semi-annually or more frequently, District financial reports from the Cabinet Secretary-Treasurer;
- f) Provide for an audit, as provided in the Multiple District Constitution, of the books and accounts of the Cabinet Secretary-Treasurer.
- g) Under the District Governor's leadership, set up a definite schedule of dates, times and places of Cabinet meetings to be held during the fiscal year.

Section 11. District Past District Governors Committee.

The District Past District Governors Committee shall act under the direction of the District Governor in the promotion of harmony throughout the District. The members may be called upon by the District Governor to help with weak clubs, install officers, induct members and any other special mission which the District Governor desires. The chairperson of this committee shall attend meetings of the District Governor's Cabinet when and as called upon by the District Governor to do so; and the Chairperson may be ex-officio member of the District Governor's Cabinet. The official actions of this committee or of its individual members shall be under the supervision of the District Governor. The members of this Committee shall be all Past District Governors who are members of clubs in the District.

Section 12. Sergeant-at-Arms.

The Sergeant-at-Arms shall maintain order and decorum at the respective conventions and meetings and perform such other duties as are incident to the office under Robert's Rules of Order Newly Revised.

ARTICLE III. COMMITTEES

Section 1. Multiple District Convention Committees.

At the first regular meeting of the Council of Governors, the Council shall appoint the following Multiple District Convention Committees: Credentials, Resolutions, Elections, and Rules. Each District of the State shall have one representative on each committee. These committees shall perform such duties as the Council shall designate and as are defined in the State Policy Manual.

Section 2. Constitution and By-Laws Committee.

The permanent Constitution and By-Laws Committee shall be composed of four members, one from each District, plus a chairperson appointed by the Council of Governors. The member from each District shall be appointed by the Governor of the District, and will serve a three-year term. Members may be reappointed. The chairperson will serve a two-year term and may be reappointed for one additional two-year term. Members will be appointed at the first regular meeting of the Council in the years in which vacancies exist.

This committee shall receive, write, rewrite, and present for approval any and all amendments to the Constitution and By-Laws of Multiple District 29. Upon direction from the State Council it shall from time to time cause new editions of the Constitution and By-Laws to be published and distributed. It shall be the duty of the Committee member in whose District the Council of Governors is meeting to attend the meeting of the Council and serve as Parliamentarian.

If a member of the Committee is unwilling or unable to fulfill the duties of the position, the District Governor of that District shall declare a vacancy and appoint a replacement member to fill the unexpired term. In the event of a vacancy in the Chairperson's position, the Council will appoint a replacement Chairperson to fill the unexpired term. A Chairperson who is appointed to fill an unexpired term of more than one year will be eligible for reappointment to one additional two-year term.

Section 3. Long Range Planning Committee.

There shall be a Multiple District Long Range Planning Committee composed of four members: one from each District, plus a chairperson appointed by the Council of Governors. The member from each District shall be appointed by the Governor of the District, and will serve a single three-year term. The chairperson will serve a two-year term and may be reappointed for one additional two-year term. Members will be appointed at the first regular meeting of the Council in the years in which vacancies exist.

Each member of the Long Range Planning Committee shall have served as President of a Lions Club, served on a District Cabinet, attended previous Council meetings, attended two or more District Conferences, attended two or more Multiple District 29 Conventions, and attended at least one West Virginia Lions Leadership School. Attendance at a USA/Canada Lions Leadership Forum and/or a Lions Clubs International Convention shall be considered an optional, but recommended, qualification.

The Committee shall meet at least quarterly at a time and place to be established by the Chairperson of the Committee. A

quorum shall consist of 3 members.

If a member of the Committee is unwilling or unable to fulfill the duties of the position, the District Governor of that District shall declare a vacancy and appoint a replacement member to fill the unexpired term. In the event of a vacancy in the Chairperson's position, the Council will appoint a replacement Chairperson to fill the unexpired term. A Chairperson who is appointed to fill an unexpired term of more than one year will be eligible for reappointment to one additional two-year term.

The Long Range Planning Committee will develop plans to enhance the future of Lionism in Multiple District 29. It will consider items or issues that the Committee identifies and/or that are referred to the Committee by the Council and/or others. The Chairperson shall report on the activities of the Committee at each meeting of the Council.

The Committee may submit an annual budget request to the Council for consideration.

Section 4. Youth Camps and Exchange Committee.

There shall be a State Youth Camps and Exchange Committee consisting of two members from each District plus a Chairperson appointed by the Council of Governors. The Committee shall be responsible for the Multiple District Lions Youth Exchange Project. It shall plan the Youth Exchange program and provide for the funding thereof. In each District, one (1) member shall be elected by the District Convention, and one (1) member shall be the Youth Camps and Exchange Chairperson appointed by the District Governor. The elected members from each District shall be elected for staggered three (3) year terms. The Chairperson shall have served at least one year as a District member of the Youth Camps and Exchange Committee prior to being appointed as Chairperson. The Chairperson shall be appointed to a two (2) year term, and may be appointed for up to three (3) additional terms. The terms of office of members of this committee shall begin on September 1 and terminate on August 31, to better facilitate the committee's operation and permit the members to continue through the Youth Exchange season.

The Committee shall present its annual operating budget to the meeting of the Council of Governors next following August 31. It shall operate under policies and procedures prescribed by the Multiple District Policy Manual. The Committee may recommend to the Council such changes to the Policy Manual as it deems necessary.

Section 5. Other Committees.

The Council of Governors shall appoint, or in the case of positions requiring multi-year terms, affirm the Multiple District GLT Coordinator, GMT Coordinator, and LCIF Coordinator. The respective District Chairpersons shall serve as Committee members for those activities. The Council may appoint such other activity Committees as it shall deem necessary from time to time. The Council shall designate the Chairperson of each Committee appointed by it, and have the power to fill all vacancies in any Committee so appointed. Activity Chairpersons shall submit their budget requests prior to the first Council

meeting following the International Convention.

ARTICLE IV. RULES FOR CONVENTION PROCEDURE

Section 1. Order of Business.

The 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. Fund Raising Projects.

The sale of tickets, chances, merchandise, and donations for individual club activities shall be prohibited at District Conferences and Conventions and the State Convention.

Section 3. Parliamentary Procedure.

Roberts' Rules of Order shall govern all parliamentary procedure except as otherwise specifically provided in this Constitution and By-Laws.

ARTICLE V. DUES, FINANCE AND FISCAL YEAR

Section 1. Dues.

The Council shall allocate the Multiple District portion of the Multiple District Dues as follows: one dollar seventy cents (\$1.70) to the Multiple District Convention Fund, three dollars (\$3.00) to the International Convention Fund, and three dollars ten cents (\$3.10) to the Council of Governors Administrative Fund.

Section 2. Budget.

The Council of Governors shall adopt a budget annually, at its first meeting following the International Convention.

Section 3. Fiscal Year.

The fiscal year of this Multiple District and each District shall be from July 1 to June 30, inclusive of the following year.

ARTICLE VI. MULTIPLE DISTRICT PROJECTS

Lions projects that have significant impact in the Multiple District, the scope of which exceed the capacity of any club or District, may be approved as Multiple District Projects. The Council of Governors will annually approve projects meeting the requirements set forth in the Multiple District Policy Manual.

ARTICLE VII. PAST DISTRICT GOVERNORS

The West Virginia Past District Governors Association shall promote harmony and fellowship among its members and promote Lionism in West Virginia. It shall be the deliberative and assisting body in the formulation of administrative plans and policies affecting the International Conventions. It shall make all plans for the Multiple District's participation in any International Conventions, including: gifts, if any, for the International Family, District Governors and District Governors-Elect; Hospitality Rooms; Floats; Caucus Rooms; Gifts for Hospitality Room; etc. and any other expenses the West Virginia Past District Governors deem necessary. It shall designate a depository for the International Convention Fund and approve the surety bond for the Treasurer. It shall demand and receive from the Treasurer financial reports,

semi-annually or more frequently, if necessary, and shall make provisions for a detailed audit at the end of the fiscal year of the books and accounts of the West Virginia Past District Governors' Treasurer.

The PDG Association shall hold such social and business meetings as it deems necessary. It may establish its own policies and procedures, which shall be included in the Multiple District Policy Manual.

ARTICLE VIII. NOMINATION AND ENDORSEMENT OF CANDIDATES FOR INTERNATIONAL OFFICE

Section 1. Council Decision.

After recommendation by the Past District Governors Association, the Council of Governors shall, at their January meeting, make a decision whether or not the Multiple District shall present a candidate for International Office.

Section 2. Notice of Intent and Qualification.

Subject to the provisions of the International Constitution and By-Laws a member of the Lions Club in Multiple District 29 seeking endorsement as a candidate for International Director or to Second Vice President shall:

- a) File by mail, or in person, written notice of intent to seek endorsement by the Multiple District Convention to the Multiple District Secretary-Treasurer no less than thirty (30) days prior to the convening of such convention.
- b) Deliver with said notice of intent evidence of fulfillment of qualifications of such office as required by the International Constitution and By-Laws and as required by this Article.

Section 3. Required Endorsements.

Any candidate seeking endorsement of the Multiple District Convention must have the endorsement of a Convention of his/her District. Certification of endorsement by the Convention of the District must be made in writing by the District Governor and Cabinet Secretary-Treasurer to the Multiple District Secretary-Treasurer. Only one certification of endorsement may be submitted by a District.

Section 4. Nominating Speeches.

Each nominee seeking endorsement may be entitled to one nominating speech of no more than five (5) minutes duration and one seconding speech of no more than three (3) minutes duration.

Section 5. Election Process.

The vote on the question of endorsement shall be by secret ballot by delegates only unless there shall be only one (1) candidate in which event a voice vote may be taken. The nominee receiving a majority of votes cast shall be declared endorsed as the candidate of the Multiple District. In the event of a tie vote 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 nominee receives the required majority of the votes cast.

Section 6. Term of Multiple District Endorsement.

Any endorsement by the Multiple District Convention will be effective for the next two (2) succeeding International Conventions to which the endorsement can be certified.

Section 7. Certification of Multiple District Endorsement.

Certification of endorsement by the respective Convention (District or Multiple-District) shall be made in writing to the International Office by District and Multiple District officers designated and in accordance with, the requirements of the International Constitution and By-Laws.

Section 8. Validity of Endorsement.

No endorsement of a candidacy of any member of a Lions Club in Multiple District 29 shall be valid unless and until the provisions of this Article have been met.

ARTICLE IX. AMENDMENTS

Section 1. Method of Amendment.

These By-Laws may be amended only at a Multiple District Convention, by resolution reported by the Committee on Constitution and By-Laws, and adopted by a two-thirds (2/3) affirmative vote of the votes cast.

Section 2. Automatic Update.

When amendments to the International Constitution and By-Laws are passed at the International Convention, any amendments that would affect this Multiple District's By-Laws shall automatically be updated in the Multiple District By-Laws at the close of said International Convention. The Multiple District Committee on Constitution and By-Laws will determine the exact wording and placement of the automatic amendment, and report same to the Council of Governors.

Section 3. Notice Requirement.

No amendment shall be so reported or voted upon unless the same shall have been published by regular post or electronic means to the President and Secretary of each club, all Past District Governors, all Multiple District Coordinators and Chairpersons, and all Cabinet officers 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 of Amendment.

Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment or by the Convention at the time of voting.