

CONSTITUTION AND BY-LAWS



**MULTIPLE DISTRICT 31
STATE OF NORTH CAROLINA
LIONS INTERNATIONAL
Adopted June 12, 1939**

REVISED MAY 30, 2010

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In the event the language of this Constitution and By-Laws conflicts with the International Association of Lions Clubs Constitution, the International Association Constitution takes precedence.

LIONS INTERNATIONAL STATE ORGANIZATION CONSTITUTION & BY-LAWS

ARTICLE I

Name

Section 1. This Organization shall be known as MULTIPLE DISTRICT NO. 31, State of North Carolina, Lions International, hereinafter referred to as "State."

ARTICLE II

Objects

Section 1. To provide this State with an efficient organization headed by International's representatives, the District Governors in the State, for the express purpose of advancing Lionism and providing proper administration throughout the State.

ARTICLE III

Membership

Section 1. The membership of this Organization shall consist of all Lions Clubs in this State duly Chartered by Lions International and in good standing with Lions International and their respective District.

The State shall consist of eight Districts and said Districts shall be comprised of counties as follows:

District 31-A: Cherokee, Clay, Macon, Jackson, Transylvania, Henderson, Graham, Swain, Haywood, Buncombe, Madison, Polk, Cleveland, Lincoln, and Rutherford.

District 31-B: McDowell, Yancey, Mitchell, Avery, Iredell, Alexander, Caldwell, Wilkes, Alleghany, Ashe, Watauga, Catawba and Burke.

District 31-D: Rockingham, Guilford, Randolph, Davie, Forsyth, Stokes, Yadkin and Surry.

District E: Rowan, Cabarrus, Stanly, Union, Anson, Davidson, Gaston, and Mecklenburg.

District F: Harnett, Lee, Montgomery, Moore, Richmond, Scotland, Hoke, Cumberland, Robeson, Columbus, Bladen and Sampson.

District G: Vance, Franklin, Wake, Chatham, Alamance, Caswell, Person, Durham, Granville, Orange and Warren.

District H: Brunswick, New Hanover, Pender, Duplin, Wayne, Lenoir, Craven, Pamlico, Jones, Onslow, Carteret, Greene, Pitt and Johnston.

District J: Nash, Wilson, Halifax, Northampton, Edgecombe, Martin, Bertie, Hertford, Gates, Beaufort, Hyde, Dare, Tyrrell, Washington, Chowan, Perquimans, Pasquotank, Camden and Currituck.

These eight Districts shall constitute and comprise Multiple District 31 of the International Association of Lions Clubs.

ARTICLE IV

State Officers

Section 1. The Officers of the State shall be the Council Chairperson and the District Governors. The State Secretary-Treasurer shall serve as a non-voting member of the Council.

ARTICLE V

State Council

Section 1. The Council Chairperson position shall be filled by an active Past District Governor with preference given to the Immediate Past District Governor who has not served as a Council Chairperson. Consideration may also be given to any active Past District Governor who has not served as Council Chairperson.

This Council Chairperson position shall be filled in accordance with the Policy and Procedures Manual.

Section 2. The New State Council shall elect a State Council Secretary-Treasurer, who in the discretion of the State Council, may be other than a State Council member, to a one-year term. No Lion may serve as State Council Secretary-Treasurer for more than five (5) consecutive one-year terms. The new State Council may, at its discretion, consult with the outgoing State Council concerning the performance of that Council's Secretary-Treasurer in considering the election of the Secretary-Treasurer for the new State Council.

Section 3. A majority of the State Council shall constitute a quorum.

Section 4. The State Secretary-Treasurer, in conference with the newly elected District Governors, shall call the first meeting of the State Council to be held within sixty (60) days after the adjournment of the preceding International Convention, for the purpose of approving the State Council Secretary-Treasurer, deciding the date of the holding of the State Convention three years hence, extending an invitation to an International Lions Officer or Director as honored guest speaker two years hence, and other phases of Convention procedure, to approve Statewide Committees and to appoint and approve the Chairperson of each committee, and for discussion of other matters pertaining to the State. Subsequent meetings shall be held at such times and places as deemed necessary and advisable, notice of which shall be given each District Governor.

Section 5. The State Council, in its discretion, can appoint a State Liaison Officer. The State Liaison Officer when appointed will interact with Lions International at the International Convention as required by the State Council and must be reappointed if necessary each year by the current State Council, if the funds are available. Also see Article VIII, Section 3.

ARTICLE VI

State Convention

Section 1. A convention of this State shall be held each year, which shall conclude no less than thirty (30) days prior to the convening date of the annual International Convention, at a place selected by the vote of delegates present, qualified and registered at the annual convention of this State; the time to be fixed by the State Council and the Host Club.

Section 2. The Secretary-Treasurer of the State Council shall receive all invitations in writing from places desiring to entertain the Convention three years hence. All invitations should be in the hands of the Secretary-Treasurer at least thirty (30) days before the date set for the first intervening State Convention, and should state how many hotel and private rooms are available and the prices of same, whether adequate police protection, parking facilities, and Convention halls are available. After the invitations have been received it shall be the duty of the District Governor in whose District the bidding city is located, to investigate from all view points the places extending the invitations. The Council Secretary-Treasurer shall certify to the State Convention next following, the places able, ready and willing to entertain the third next succeeding Convention. In the event no invitations from places desiring to entertain the Convention three years hence have been received at the time the Convention convenes, the names of cities able, ready and willing may be presented to the Council Secretary-Treasurer or may be presented on the floor of the Convention.

Section 3. The State Council shall have supervision over all phases of the State Convention; shall have complete charge of the State Convention Administrative Fund and shall disburse same in payment of State Convention Administrative expenses as approved by the State Council. (See Article VII, Section 2.)

Section 4. The members of the State Council shall be the officers of the Annual State Convention.

Section 5. A meeting of each District in the State shall be held at the State Convention. The District Governor and First and Second Vice District Governors shall be elected prior to or at the Annual State Convention, as provided in Article IX, Section 6, of the International By-Laws. (See also Article IX, Section 2 and 3 of the North Carolina State Constitution). Financial and other reports by the Cabinet Secretary-Treasurer and the District Governor shall be presented.

Section 6. A Sergeant-at-Arms and such Assistant Sergeants-at-Arms as are deemed necessary for the State Convention shall be appointed by the State Council.

Section 7. Each chartered Club in the State in good standing shall be entitled to one voting delegate and one alternate for each ten members who have been enrolled for at least one year and a day in the Club, or major fraction thereof, 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 or more members. Each District Governor and every Past District Governor in good standing in the state shall be a full delegate in his/her own right at any and all conventions, shall have all privileges of every description that any other delegate has and this in no way will affect the number of delegates or alternates to which each club is entitled. Each such vote based on membership as well as each vote based on being a District Governor or Past District Governor can be cast only by a delegate present in person at the convention, registered, qualified, and certified, and no delegate shall cast more than one vote on each question.

Section 8. A majority of the delegates in attendance shall constitute a quorum of the convention.

Section 9. The State Council shall retain and have the absolute power to change at any time for good and sufficient reason, without the State or individual District or Districts incurring any liability whatsoever, the city or place of holding the State Convention.

Section 10. Each year the General Chairperson of the State Convention two years hence shall be appointed by the President of the Host Club with the advice and consent of the State Council.

ARTICLE VII

State Convention and State Council Fund

Section 1. There shall be three separate and distinct kinds of State Convention expenses: (1) State Administrative expenses, (2) Host Club Administrative expenses, and (3) the actual cost of entertainment provided.

Section 2. In lieu of a State Convention registration fee, an annual per capita State Convention and State Council Administration Tax of \$3.50 shall be levied upon each member in the State and shall be paid in advance by each club, in two (2) semi-annual payments as follows: \$1.75 per member on September 10th and \$1.75 per member on March 10th of each year. Billings of said tax will be based upon the roster of each club as of the first day of July and the first day of January respectively. This tax shall be collected from the clubs in each District of the State by the respective Cabinet Secretary-Treasurers, who shall place the money so collected in a special account to be turned over to the State Council Secretary-Treasurer upon order by the Council Chairperson. Said fund shall be used exclusively for defraying the State Convention and the State Council Administrative Expenses such as postage, reporting proceedings, printing Credential Certificates, Official Convention Program, ballots, Convention proceedings, delegate, alternate, and registration cards, badges, office rent, and such other expenses as in the discretion of the State Council are deemed State Convention and State Council Administrative expenses. Said fund shall not be used for any other purpose, and shall be expended only for items approved by the State Council Secretary-Treasurer and countersigned by one other member of the Council, preferably the Chairperson. None of said funds shall be paid, remitted or returned in any manner to any Sub-District for any purpose whatever.

New and Reorganized Clubs shall be billed for State Convention and State Council Administrative Fund Tax the same as old established clubs, except that any New or Reorganized Club shall pay pro-rated Per Capita State Convention and State Council Administrative Fund Tax beginning the first day of the second month following the date of their Organization.

Section 3. In the event there is a balance left in the State Convention and State Council Administrative Fund after payment of all State Convention and State Council Administrative Expenses, the balance shall remain in the State Convention and State Council Administrative Fund and shall be placed in the hands of the next succeeding State Council.

Section 4. The Host Club administrative expenses shall be the responsibility of the State Convention Host Club and shall include such expenses as are incurred by the Host Club committee in arranging for the various entertainment features, convention hall, headquarter rooms for the District Governors, committee rooms, liability insurance, decorations, and miscellaneous expenses incident to the running of a convention. The State Council may appropriate whatever funds they deem advisable to assist with Host Club Administrative expenses.

Section 5. A Hospitality Fee, the amount of which may be set by the State Council, and in their discretion collected from each delegate, alternate and guests attending the State Convention, shall be collected by the Host Club under the supervision of the State Council, and shall be used to defray the actual cost of entertainment approved by the State Council and provided at the State Convention.

Section 6. In the event there is a balance left in the State Convention Hospitality Fund (collected under provision set forth in Section 5 of this article) after payment of all entertainment provided at the State Convention which had previously been approved by the State Council, the balance shall remain in the State Convention Hospitality Fund and shall be placed in the hands of the next succeeding State Council.

Section 7. The State Council Secretary-Treasurer shall be required to make bond in such amount and with such sureties as shall be approved by the State Council.

Section 8. The State Council shall provide for an audit of the State Convention and State Council Administrative Fund to be made annually, or at more frequent intervals if necessary, by a competent auditor, and report of such audit shall be made to the annual State Convention.

ARTICLE VIII

Committee and Fund for the Promotion of North Carolina at the International Convention

Section 1. To provide revenue to defray the costs of promoting North Carolina at the International Convention, a North Carolina Lions Promotion Fund Tax shall be levied annually upon each member in each District and shall be paid in advance by each club in the District in two (2) semi-annual payments as follows: one-half (1/2) on September 10th and one-half (1/2) on March 10th. Billings of same to be based upon the roster of each club as of the first day of July and the first day of January, respectively. This tax shall be collected from the clubs in each District of the State by the respective Cabinet Secretary-Treasurer, and each Cabinet Secretary-Treasurer shall place the money so collected in a special account to be turned over to the Treasurer of the Committee for the Promotion of North Carolina at the International Convention. New and reorganized clubs shall pay pro-rated per capita tax beginning the first day of the second month following the date of their organization. Twenty-five percent (25%) of the North Carolina Lions Promotion Fund collected each year shall be placed in a special Campaign Savings Account, and such amount in that account, as shall be approved by the Committee, will be used to promote a Candidate for International Office following his/her endorsement by the North Carolina Lions State Convention. Any balance left in the Fund after all indebtedness has been paid shall remain in the Fund and shall be placed in the hands of the next succeeding such committee. The amount of the annual North Carolina Lions Promotion Fund Tax beginning July 1, 1979, shall be \$1.00 per member

Beginning July 1, 2005, an additional tax of \$2.00 shall be levied annually upon each member in each District and shall be paid in advance by each club in the District in two (2) semi-annual payments as follows: one-half (1/2) on September 10th and one-half (1/2) on March 10th, with all proceeds there from, through June 30, 2012, being placed in the Executive Officer Campaign Savings Account. If a North Carolina Lion is elected International Second Vice President in 2007, all proceeds there from during the period July 1, 2005 through June 30, 2012, shall be used, as approved by the Promotions Committee, to promote and Honor said International Executive Officer through his/her term as Immediate Past International President. If no North Carolina Lion is elected International Second Vice President in 2007, or ceases to be a viable candidate, this additional tax shall terminate June 30, 2007; otherwise it will terminate June 30, 2012.

Section 2. The Committee for the Promotion of North Carolina at the International Convention shall be composed of the Council Chairperson, the District Governors, and each District Governor shall appoint one additional member to the Committee from their District. Preference shall be given to the Immediate Past District Governor, but if he/she should choose not to stand for appointment, the District Governor may appoint another Lion in good standing to the committee. The State Council shall also appoint a Secretary-Treasurer, who shall then become a full member of the committee, and a General Chairperson, who shall be appointed from the Immediate Past District Governors on the Committee. The expenses of the General Chairperson and the Secretary-Treasurer may be paid as approved by the committee.

Section 3. The expenses of the State Liaison Officer, as approved by the Committee, shall be paid from the Fund for the Promotion of North Carolina at the International Convention.

Section 4. The Committee Treasurer shall be required to make bond in such amount and with such sureties as shall be approved by the Committee.

Section 5. The Committee shall provide for an audit of the funds for the Promotion of North Carolina at the International Convention to be made annually, or at more frequent intervals if necessary, by a competent auditor, and report of such audit shall be made to the annual State Convention.

ARTICLE IX

District Officers

Section 1. The officers of the District shall be the District Governor, who shall be the presiding officer, the First and Second Vice District Governors, the Cabinet Secretary-Treasurer, Regional Chairpersons, Zone Chairpersons, and the Presidents and Secretaries of the clubs in the District.

Section 2. The District Governor of each District shall be elected prior to or at the Annual State Convention, as provided in Article IX, Section 6(a) of the International By-Laws and shall take office immediately on adjournment of the International Convention next succeeding his/her election, serving until the adjournment of the next following International Convention.

No incumbent District Governor, elected or appointed and serving a full term, may stand for election or be appointed to succeed himself/herself from the same district (Single, Sub, Transitional or Provisional). He/she may hold the same office, after the passing of at least one association year, for one additional term only, and only for special, urgent or serious circumstances as approved by the International Board of Directors.

Section 3. The First and Second Vice District Governors of each District shall be elected prior to or at the annual State Convention, as provided in Article IX, Section 6(b) and 6(c) of the International By-Laws, and shall take office at the adjournment of the International Convention next succeeding his/her election, serving until the adjournment of the next following International Convention.

Section 4. The District Governor shall appoint, within sixty (60) days after he/she officially takes office, one Zone Chairperson in each Zone of his/her District.

Section 5. Each officer appointed by the District Governor shall be a member in good standing of a chartered Lions Club in good standing within the District.

Section 6. In the event of a vacancy in the District Governor's Cabinet, except that of District Governor, First Vice District Governor, and Second Vice District Governor, the District Governor shall have the power to fill such vacancy for the unexpired term thereof.

Section 7. There shall be no salary paid to any officer of any District in this State; nor shall any officer of this State be paid a salary.

ARTICLE X

District Governor's Cabinet

Section 1. There shall be a District Governor's Cabinet in each District, as provided in Article VIII, Section 6 of the International By-Laws, composed of the District Governor as Chairperson, the Immediate Past District Governor, the First and Second Vice District Governors, the Cabinet Secretary-Treasurer, the Region Chairpersons, and the Zone Chairpersons in the District, and such other club members as may be provided for in the respective District (Single, Sub or Multiple) Constitution and By-Laws. Provided, however, each respective District Governor shall have the authority to determine whether the position of Region Chairperson will be utilized during his/her term.

Section 2. In the event any Region Chairperson shall, during his/her term of office, move into a Club in a Region other than the one from which he/she was appointed, the term of office of such Region Chairperson shall terminate immediately, and his/her successor for the remaining term shall immediately be appointed by the District Governor.

Section 3. The District Governor shall appoint a Cabinet Secretary-Treasurer, who shall be a member of the same Lions Club of which the District Governor is a member, or of a Lions Club in close proximity thereto. The Cabinet Secretary-Treasurer shall be a member of the District Governor's Cabinet.

Section 4. A majority of the District Governor's Cabinet shall constitute a quorum.

Section 5. The District Governor shall call at least one regular meeting of the District Governor's Cabinet each quarter during the year, and the first of these meetings shall be held within thirty (30) days after the adjournment of the preceding International Convention. Ten (10) days' written notice of meetings of the District Governor's Cabinet shall be given to each member by the Cabinet Secretary-Treasurer.

Special meetings of the District Governor's Cabinet may be called by the District Governor at his/her discretion, or shall be called upon written request made either to the District Governor or to the Cabinet Secretary-Treasurer by a majority of the members of the cabinet. Not less than five (5) days' and not more than ten (10) days' written or telegraphic notice of special meetings of the District Governor's Cabinet shall be given to each member by the Cabinet Secretary-Treasurer.

ARTICLE XI

District Organization

Section 1. Each District shall be divided by its District Governor, into Regions of sixteen (16) or less Lions Clubs each, due regard having been given to the geographical locations of the clubs, and shall be subject to change by the District Governor as is deemed necessary for the best interests of Lionism and the individual Lions Clubs.

Section 2. Each Region shall be divided by the District Governor into Zones, which Zones shall be composed of eight (8) or less Lions Clubs each, due regard having been given to the geographical locations of the clubs, and shall be subject to be changed by the District Governor as is deemed necessary for the best interests of Lionism and the individual Lions Clubs.

Section 3. Meetings of all the member clubs in a Region shall be designated and known as Regional Meetings, and Regional Meetings shall be held throughout the District during the year at times and places to be fixed by the Region Chairperson and Zone Chairperson of the respective Regions, with the Region Chairperson in active charge. Such Regional Meetings shall be so arranged and of such a number as will make it possible and

convenient for the members of each Club in the District to attend at least one of such meetings each year. All such Regional Meetings shall be under the supervision of the District Governor.

Section 4. Meetings of all the member clubs in a Zone shall be designated and known as Zone Meetings, and Zone Meetings shall be held throughout the District during the year at times and places to be fixed by the Zone Chairperson of each individual zone, who shall be in active charge, under the supervision of the Region Chairperson of the Region of which the zone is a part. Such Zone Meetings shall be so arranged and of such a number as will make it possible and convenient for the members of each Club in each Zone to attend at least two of such meetings each year.

Section 5. Every new club must be sponsored by a Club, District, Cabinet, or a District Committee as provided by the Multiple District Constitution and By-Laws. The new club sponsor shall be provided for from within the boundaries of the District in which the club is located. The new Club sponsor shall be thoroughly indoctrinated in its responsibilities.

ARTICLE XII

District Governor's Advisory Committee

Section 1. There shall be a District Governor's Advisory Committee in each Zone, composed of the Zone Chairperson and the Presidents and the Secretaries of the Clubs in the Zone.

Section 2. In the event any Zone Chairperson shall during his/her term of office move into a Club in a Zone other than the one from which he/she was appointed, the term of office of such Zone Chairperson shall terminate immediately, and his/her successor for the remaining term shall be appointed by the District Governor.

Section 3. The Zone Chairperson in each particular Zone shall call no fewer than four quarterly meetings of this District Governor's Advisory Committee during each year, and the first of these meetings shall be held within sixty (60) days after the adjournment of the preceding International Convention.

ARTICLE XIII

District Governor's Honorary Committee

Section 1. There shall be in each District a District Governor's Honorary Committee. The membership of this Committee shall consist of Past International Officers, Past International Directors and Past District Governors within the District. The Immediate Past District Governor shall be the Chairperson of this Committee.

Section 2. This District Governor's Honorary Committee shall meet when and as called upon by the District Governor to do so, but the first such meeting shall be called within thirty (30) days after the adjournment of the International Convention.

ARTICLE XIV

District Revenue

Section 1. The District Governor of each District, promptly after taking office, shall appoint a Budget Committee for the purpose of preparing an annual revenue and expense budget for the District. This committee shall be composed of the Immediate Past District Governor, acting as Chairperson, the District Governor and three Past District Governors, active in the District. The budget must be approved at the first District Cabinet Meeting of the year.

To provide revenue to defray the administrative expenses of each District, an annual per capita District Administrative Tax shall be levied upon each member in the District. The amount needed will be pro-rated on a per capita basis for the year. It shall be the duty of the Budget Committee to determine the amount of the per capita tax for the year. The Committee, with the advice of the District Governor, will determine the expense items needed in the budget, including a reasonable year-end balance to carry over into the following year. The amount of the Administrative Fund balance carried over from the prior year will be subtracted to arrive at the net amount of the per capita tax needed.

The District Administrative Tax shall be paid in advance by each Club in the District in two semi-annual payments as follows: One-half of the per member amount on September 10th and one-half on March 10th of each year, billings of same to be based upon the membership of each Club as of the first day of July and the first day of January respectively. Said tax shall be collected from each Club by the District Cabinet Secretary-Treasurer, except new and reorganized Clubs, which Clubs shall pay pro-rated per capita tax beginning the first day of the second month following the date of their organization. (Also see Article VII)

Section 2. Said per capita tax collected in each District shall become and remain a fund of said 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 and countersigned by the District Governor.

Section 3. The expenses of the Retiring District Governor and the retiring Cabinet Secretary-Treasurer in connection with either or both of them attending the International Convention shall be considered a District Administrative expense, and at the discretion of the District Governor's Cabinet can be paid out of District funds.

Section 4. The Cabinet Secretary-Treasurer shall be required to make bond in such amount as shall be approved by the District Governor's Cabinet.

Section 5. The District Governor's Cabinet shall provide for an audit of the books and accounts of the Cabinet Secretary-Treasurer annually or at more frequent intervals if necessary. The report of said audit shall be made by the Immediate Past District Governor at the first District Cabinet Meeting in the new year.

ARTICLE XV

Adoption

Section 1. This Constitution and By-Laws shall become in full force and effect when it has been adopted by a majority affirmative vote of the delegates registered in the State Convention of MULTIPLE DISTRICT NO. 31, State of North Carolina, Lions International, present in person, qualified, and voting.

ARTICLE XVI

Amendments

Section 1. This Constitution can be amended only at the State Convention by resolution reported by the Committee on Constitution and By-Laws at such annual meeting and adopted by two-thirds (2/3) affirmative vote of those delegates who have been certified and who are also present in person at that business session of the State Convention indicated in the Convention Program for the consideration of the report of the Constitution and By-Laws Committee.

Section 2. Any proposed amendment for consideration pursuant to Section 1 of this Article must be submitted, in writing, to each chartered Lions Club at least thirty days prior to the first business session of the next State Convention.

Section 3. Upon approval of any changes to the Constitution (By-Laws) by the State Convention, the State Council that processes the approved changes will have the responsibility to distribute via the North Carolina Lions Foundation newsletter or by mail all changes to the Constitution and By-Laws no later than September 30th of each year. An up-to-date copy of the complete Constitution and By-Laws shall be available to all Lions Clubs, District Governors, Vice District Governors, Past District Governors, Past and current International Officers in the State at the District Conventions on request. A copy will be sent to the International Association of Lions Clubs.

BY-LAWS

ARTICLE I

District Nominations and Elections, State Council Chairperson Selection Process, and Endorsement for International Office.

Section 1. Each District Governor shall appoint, and they shall receive notification of their appointment at least sixty (60) days prior to the Annual State Convention, a nominating committee of not more than five (5) members who shall each be a member of a different regularly chartered Lions Club in good standing within the District, and shall not at the time of their appointment hold any State, District, or International Office.

Section 2. The personnel of these Committees with their addresses shall be included in the official call for the Annual State Convention.

Section 3. A candidate for the office of District Governor shall: (a) Be an Active Member in good standing of a chartered Lions Club in good standing in their Single or Sub-District. (b) Secure the endorsement of their club or a majority of the clubs in their Single or Sub-District. (c) Currently be serving as the First Vice District Governor within the District from which they are to be elected. (d) Only in the event the current First Vice District Governor does not stand for election as District Governor, or if a vacancy in the position of First Vice District Governor exists at the time of the District Convention, any club member who fulfills the qualifications for the office of Second Vice District Governor as set forth in Article IX, Section 5(c) of the International By-Laws and who is currently serving or who has served one (1) additional year as a member of the District Cabinet, shall fulfill the requirements of Subsection (c) of this section.

Section 4. The Nominating Committee shall receive the written nomination of any member in good standing of any chartered Lions Club in good standing within the District for Second Vice District Governor, provided that the nomination is endorsed by their club or a majority of the clubs in the District, and they have served or will have served at the time of taking office, (a) 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, and (b) as Zone Chairperson or Region Chairperson or Cabinet Secretary and/or Treasurer for a full term or major portion thereof, (c) with none of the above being accomplished concurrently. The Nominating Committee shall nominate and report to either a duly constituted district convention or to its respective district meeting at the State Convention, the names of such nominees as may be qualified, including those that were filed at any time before the report is rendered.

Section 5. Speeches in behalf of duly certified candidates for the office of District Governor and First Vice District Governor, and Second Vice District Governor may be made from the floor at the District convention, but such nominating speeches shall be limited to one of not over five minutes duration and one seconding speech of not over three minutes for each candidate.

Section 6. The election shall be by secret written ballot, and a majority of the votes cast will be required for election. In case there are more than two candidates and neither of them receives a majority on the first ballot, balloting will continue until one candidate has received a majority of the votes cast, with the candidate receiving the smallest number of votes on each ballot being dropped on the following ballot. In case of a tie, balloting shall continue until one candidate is elected.

Section 7. In the event a vacancy occurs in the office of District Governor, the First Vice District Governor shall act as the District Governor and shall perform the duties of, and have the same authority as, the District Governor until such time as said vacancy is filled by the International Board of Directors for the remainder of the term. In the event of a vacancy occurring in the office of First or Second Vice District Governor, follow the procedure in Article III, Section 6, of the Standard District By-Laws. Should a vacancy of an appointed position or office occur within a District Cabinet, it shall be the duty of the District Governor to appoint a qualified successor.

Section 8. Any Lion of the State seeking endorsement, or for whom endorsement is sought, for International Office, must be an active Lion in good standing and a member of a Lions Club of the State in good standing and who meets the requirements set forth in Article II, Section 2, and Section 3 of the International By-Laws, and is properly endorsed by a majority vote of the District, qualified to endorse a candidate, of which he/she is a member. The certified endorsement shall be sent to the Secretary of the Lions State Council not less than thirty (30) days prior to the date set for the convening of the State Convention. The Secretary of the Lions State Council shall advise the State Elections Committee of all Lions who have been properly certified for endorsement for International Office not less than fifteen (15) days prior to the date set for the convening of the State Convention.

In the event only one Lion is properly certified for endorsement for International Office, the State Elections Committee will advise the State Resolutions Committee of the name of such Lion for proper resolution to be presented to the Convention.

In the event more than one Lion is properly certified for endorsement for International Office, the State Elections Committee will proceed with an election as provided in Section 5 of this Article. The name of the Lion receiving a majority of the votes cast shall be referred by the State Elections Committee to the State Resolutions Committee for proper Resolution to be presented to the Convention. The Lion receiving the majority of the votes cast shall be the only Lion to be considered by the State Resolutions Committee for proper resolution to be presented to the Convention.

ARTICLE II

Duties

Section 1. District Governor. The District Governor shall preside at all meetings of the Cabinet, and as Chief Executive shall supervise the work and activities of his/her District, and shall perform such other duties as pertain to that office, and as set forth in the International Constitution and By-Laws. 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 Governor at the meeting. The District Governor shall have authority to dismiss any Region Chairperson, Zone Chairperson, or any other officer appointed by him/her, for good and sufficient reason.

Section 2. Cabinet Secretary-Treasurer. Under the supervision and direction of the District Governor and his/her Cabinet, the Cabinet Secretary-Treasurer shall keep an accurate record of the proceedings of meetings of the Cabinet, and shall within five (5) days after each meeting forward copies of the minutes of same to all members of the Cabinet, and the office of Lions International. He/She shall assist the District Governor and Cabinet in conducting the business of the District, and shall perform such duties as are specified or implied in the Constitution and By-Laws of this Organization, or as may be assigned to him/her from time to time by the Cabinet. He/She shall sign all notices and documents issued by the District, keep the accounts, receive all monies paid to the District, and shall make an annual report to the Cabinet at the meeting of the Cabinet immediately preceding the State Convention, and at such other times as said Cabinet may require. He/She shall deposit all monies received by him/her in such bank, or banks, as may be designated by the Cabinet and shall disburse the same by order of said Cabinet. He/She shall turn over to the State Council Treasurer the State Convention and State Council Administrative Fund collected in the District; shall turn over to the Treasurer of the Statewide committee for promotion of North Carolina at the International Convention of the North Carolina Promotion Fund collected in the district, keeping same until such time as he/she turns it over, after securing of proper receipt. His/her accounts, books and records shall at all times be open to the inspection of the Cabinet, the District Governor, and any auditors named by the Cabinet. He/She shall give bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the District Governor's Cabinet.

Section 3. State Council Secretary-Treasurer. Under the supervision of the State Council, the State Council Secretary-Treasurer shall keep an accurate record of all meetings of the Council, and shall within ten (10) days after each meeting, forward copies of the minutes to all members of the Council, and the office of Lions International. The State Council Secretary-Treasurer shall keep an accurate record of the proceedings of the State Convention, making a copy of same a part of the State records. The State Council Secretary-Treasurer shall assist the State Council in conducting the business of the State, and shall perform such 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 State Council. Under the supervision of the State Council, the State Council Secretary-Treasurer shall have control of receipts and disbursements as regards to the State Convention and State Council Administrative Fund which is turned over to him/her by the various Cabinet Secretary-

Treasurers of the State (See Article VII, Section 2, of the State Constitution), and all checks drawn by the State Council Secretary-Treasurer against the State Convention and the State Council Administrative Fund shall be countersigned by at least one member of the State Council, preferably the Chairperson. The State Council Secretary-Treasurer shall deposit all monies received by him in such bank or banks as may be designated by the Council, and shall disburse the same by order of said Council. The State Council Secretary-Treasurer's accounts, books and records shall at all times be open to inspection of the Council and any auditors named by the Council. The State Council Secretary-Treasurer shall give bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the State Council.

Section 4. Region Chairperson (Optional). The Region Chairperson shall be a member of the District Governor's Cabinet, and shall attend the regular and special meetings and deliberations of the Cabinet. He/She shall assist the District Governor in the promotion of Lionism in his/her Region by performing such other duties as may be delegated to him/her from time to time by the District Governor and the District Governor's Cabinet. He/She shall recommend to the District Governor the Zone Chairpersons to be appointed in his/her Region. It shall be his/her duty to see that every club in his/her Region is efficiently operating under the Lions International Club Standard Organization Plan. It shall be his/her duty to promote the annual State and International Conventions among the clubs in his/her Region, and he/she shall endeavor to have them represented at each of the Conventions by at least the full quotas of delegates to which they are entitled. He/She shall supervise and assist the Zone Chairpersons of his/her Region in the performance of their official duties; and he/she shall cooperate with them in holding regularly scheduled meetings of the District Governor's Advisory Committees. He/She shall also cooperate with his/her Zone Chairpersons in arranging Zone meetings (meetings to which all Lions in the Zone are invited), and he/she may attend same when called upon to do so. He/She shall further cooperate with his/her Zone Chairpersons in promoting attendance at Charter Nights of newly organized clubs. In order to further develop good fellowship in his/her Region, he/she shall cooperate with his/her Zone Chairpersons in promoting such social activities as golf, bowling and softball tournaments; banquets, anniversary celebrations; special functions such as honoring Key Members, Old Monarchs, etc.; installation of officers; induction of new members; ladies' nights; outings and other similar functions. The official actions of the Region Chairperson shall be under the supervision of the District Governor.

In the event the Region Chairperson for any reason cannot or does not efficiently and to the best interest of Lionism 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 5. Zone Chairperson. The Zone Chairperson shall be a member and the Chairperson of the District Governor's Advisory Committee (Committee composed of club presidents and secretaries) of his/her Zone. The Zone Chairperson shall hold regularly scheduled Advisory Committee meetings, the first of which shall be held within

sixty (60) days after the adjournment of the preceding International Convention. He/She shall be the presiding Officer of these meetings. The Zone Chairperson shall make a report of each Advisory Committee Meeting and send copies within five (5) days thereafter to his/her Regional Chairperson, his/her District Governor, and the office of Lions International. It shall be his/her duty to see that every club within his/her Zone is efficiently operating under the Lions International Club Standard Organization Plan. He/She shall arrange, with the cooperation of his/her Regional Chairperson, regular scheduled Zone meetings (meetings to which all Lions in the Zone are invited) and he/she shall be the presiding officer of these meetings. He/She shall encourage the clubs in his/her Zone to hold inter-club meetings (meetings of Lions Clubs with other Lions Clubs) and such other social activities as golf, bowling and softball tournaments; banquets, anniversary celebrations; special functions such as meeting in observance of District Governor Week, honoring Key Members, Old Monarchs, etc.; installation of officers, induction of new members, ladies' nights; outings and other similar functions. He/She shall promote attendance at Charter Nights of newly organized clubs. It shall be his/her duty to promote the Annual State and International Conventions among the clubs in his/her Zone and he/she shall endeavor to have his/her clubs represented at each of these conventions by at least the full quotas of delegates to which they are entitled. The official actions of the Zone Chairperson shall be under the supervision of the District Governor and of the Regional Chairperson of the Region of which his/her Zone is a part.

In the event the Zone Chairperson for any reason cannot or does not efficiently and to the best interest of Lionism 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 6. State Council. The State Council is the deliberative and assisting body in the formulation of administrative plans and policies affecting the State, including the Annual State Convention. It shall make all contracts and approve all bills relating to the State Convention and State Council Administrative expenses. It shall designate a depository of said funds, and set the amount of corporate surety bond for the Council Secretary-Treasurer, and approve the surety company with which he/she shall be bonded. It shall demand and receive from the Secretary-Treasurer financial reports, semi-annually or more frequently, if necessary, and shall make provisions for an audit of the Council Secretary-Treasurer. It shall, in the event of a surplus in the State Convention and State Council Administrative fund, make provision for placing same in the hands of the succeeding State Council. When deemed or found necessary, it shall recommend to the State Convention changes pertaining to the amount of State Per Capita Tax collected for administrative expenses of the Districts, and/or State Convention and State Council Fund Tax. It shall appoint a Sergeant-at-Arms and such Assistant Sergeants-at-Arms for the State Convention as necessary.

Section 7. District Governor's Cabinet. The District Governor's Cabinet is the deliberative and assisting body to the District Governor in the formulation of administrative plans and policies affecting the welfare of Lionism within the District. It

shall serve in an advisory and administrative capacity only. Through the Region Chairperson it shall receive reports and recommendations which emanate from the concern the Clubs and Zones in the respective Regions of the Region Chairpersons. It shall supervise the collection of all stipulated per capita tax pertaining to this organization, including the State Convention and State Council Administrative Fund and Fund for the Promotion of North Carolina at the International Convention, by the Cabinet Secretary-Treasurer, and it shall designate a depository for all said funds. When deemed or found necessary it shall recommend to the State Council, changes pertaining to the amount of State per capita tax collected to defray the administrative expenses within the District. It shall authorize the payment, out of the funds of the District, of all legitimate expenses pertaining to the administration of the affairs of the District. It shall set the amount of corporate surety bond for the Cabinet Secretary-Treasurer and shall approve the surety company with which shall be bonded. It shall demand of and receive from the Cabinet Secretary-Treasurer, financial reports semi-annually or more frequently if necessary. It shall make provisions for an audit at the end of the fiscal year, of the books and accounts of the Cabinet Secretary-Treasurer, a copy of which audit shall be mailed to each Club in the District, to the District Governor, to the First and Second Vice District Governors, and the office of Lions International. It shall receive such other reports from the Cabinet Secretary-Treasurer as are found necessary from time to time. At the first meeting of this Cabinet there shall be agreed upon a definite schedule of cabinet meetings to be held during the year, and insofar as possible, definite date and places of such meetings.

Section 8. District Governor's Advisory Committee. This Committee is an advisory body from its Zone to the District Governor and his/her Cabinet, and it represents all the clubs in the Zone in this capacity. It shall serve in an advisory and administrative capacity only. From the Club Presidents and Secretaries, which club officers, with the Zone Chairperson, constitute its membership, this committee shall receive recommendations affecting the welfare of Lionism and the Clubs in the Zone.

It shall relay to the District Governor and his/her Cabinet, through its Region Chairperson, information and recommendations affecting the welfare of Lionism in its Zone, its Region and District. It shall hold at least four (4) quarterly meetings. It shall assist the Zone Chairperson in his/her endeavor to have every club within the Zone operating efficiently under the Lions International Club Standard Organization Plan. It shall promote attendance from the clubs in the Zone at the Annual State and International Conventions. It shall assist the Zone Chairperson in promotion among the clubs of the Zone inter-club meetings (meetings of Lions Clubs with other Lions Clubs) and such other social activities as golf, bowling and softball tournaments; banquet, anniversary celebrations; special functions such as meetings in observance of District Governor Week, honoring Key Members, Old Monarchs, etc.; installation of officers, induction of new members, ladies' nights, outings and other similar functions.

Section 9. District Governor's Honorary Committee. The chief mission of this Committee shall be to promote harmony throughout the District. In this connection the members of this Committee shall be known as "Ambassadors of Good Will." The members 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 an ex-

officio member of the District Governor's Cabinet. The official actions of this Committee or its individual members shall be under the supervision of the District Governor.

Section 10. Sergeant-at-Arms. The Sergeant-at-Arms shall be responsible for the maintenance of proper order and decorum at the Annual State Convention and shall perform such other duties as are incident to that office.

ARTICLE III

Committees

Section 1. At the Annual State Convention or prior thereto, each District Governor shall appoint in addition to the Nominating Committee provided for in Section 1 of Article 1 of these By-Laws, a District Credentials Committee of not more than five members who shall each be a member of a different regularly chartered Lions Club in good standing within the District. The Chairpersons of these District Credential Committees shall constitute the State Credentials Committee, the Chairperson of which shall be designated by the State Council.

Section 2. The State Council shall appoint, prior to the Annual State Convention, the following State Convention Committees: Attendance, Elections, International Convention, Resolutions, and Rules. Each District of the State will have at least one representative on each committee appointed by the State Council.

Section 3. From time to time, each District Governor shall appoint such special District Committees as may be necessary in his/her judgment.

Section 4. Each District Governor shall designate the Chairperson of each committee appointed by him/her, and shall have power to fill all vacancies in any committee so appointed.

Section 5. The State Council shall designate the Chairperson of each committee appointed by it, and have the power to fill all vacancies in any committee so appointed.

Section 6. No Lion shall serve more than three consecutive years on the same Statewide Committee.

Section 7. A Convention Planning Committee shall also be appointed by the State Council for the purpose of evaluating invitations for the State Conventions from cities and towns, and to work with the Host Lions Club(s) in asking for bids from caterers, convention centers, etc., and generally help the Host Lions Club(s) to promote a smooth convention. Section 6, Article III of the By-Laws shall not apply to members of this Committee. There shall be one member from each District in Multiple District 31, appointed by the District Governor after consulting with his/her Cabinet. Members shall be appointed for three (3) years. Two (2) terms of three (3) years shall be the limit of continuous service

on this Committee. For the initial appointments, Districts A, D, and G shall appoint members for three (3) years, District B, E, and H shall appoint members for two (2) years, and District C, F, and J shall appoint members for one (1) year. All subsequent appointments shall be for a period of three (3) years. Members of this Committee should be experienced Lions. All plans for the State Convention shall be submitted to the State Council for final approval. The State Council shall appoint a Chairperson of this Committee from the members appointed by the Districts for one (1) year, subject to two (2) reappointments. Three (3) continuous years shall be the limit of service by the Chairperson.

Section 8. The State Council shall appoint a Constitution and By-Laws Committee to serve throughout the year. Each District of the State will have at least one representative on this committee, which shall also serve as the By-Laws Committee of the North Carolina Lions Foundation. District Governors may consult with the President of the Foundation in making appointments to this committee. Members shall be appointed for three (3) years, and service is limited to one (1) three-year term. The State Council shall appoint a Chairperson of this committee from among the members appointed by the Districts for one (1) year, subject to two (2) reappointments.

Section 9. The Council of Governors shall appoint annually a Protocol Chairperson for the multiple district. Under the 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. Insure that dress requirements are clear for all events.
- (b) Arrange for proper airport (or other arrival) greetings; arrange suitable transportation to the hotel or other lodging, inspect hotel room in advance to insure 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 possibility), as the visit or 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 10.

a. BOYS AND GIRLS HOMES

This Committee shall provide information and guidance to the Multiple District regarding the activities of homes for children. This committee shall encourage the support of the Multiple District Lions.

b. CONSTITUTION AND BY-LAWS

This Committee shall be an advisory committee to the Council of Governors. Its duties are largely interpretive in nature and it acts generally only when called upon by the Council of Governors. It shall review the State Constitution and recommend changes when appropriate.

This committee shall review the MD-31 Lion's Policy and Procedures Manual and recommend changes when appropriate. They shall compose new and revised Policies and Procedures as requested by the State Council for their approval. After approval, they shall follow through to revise the Manual and make sure it is available through NCLF Office, MD-31 Web Site, and NCLF Web Site.

c. EXTENSION

This Committee shall be responsible for promoting and developing new clubs in the state. It shall review communities for potential new clubs and select areas of concentration for potential new clubs. It shall promote extension at the Fall and Mid-Winter Conventions of North Carolina Lions.

d. HISTORY

The District Committee Chairperson will accumulate, identify, and classify old records, old photographs, district awards and other historical items. These may be preserved locally or transferred to the NC Lions' facility at Camp Dogwood for storage and display.

Each year the District Chairperson will procure and file district newsletters, cabinet minutes, the district directory, a midwinter or fall convention program, photographs and other collectible items. These annual records will be sent to the NC Lions' facility at Camp Dogwood at the end of the fiscal year.

The State History Committee will be responsible for assembling, cataloging, screening, displaying and storing significant artifacts and documents which have been submitted by the committee members and other Lions.

e. INFORMATION TECHNOLOGY

This Committee shall stay abreast of the latest technology and develop, or help to develop, and implement the latest technology for use by the Multiple District, Districts, and Clubs. This Committee shall oversee the Multiple District Web page and share appropriate information with District and Club Web pages. It shall, when possible, provide assistance and technical oversight to the Districts and Clubs.

f. LEADERSHIP DEVELOPMENT

This Committee shall design, organize, promote and conduct leadership development seminars and workshops. It shall promote and conduct leadership development seminars and workshops. It shall promote the development of leadership in the Districts and Clubs. It shall assist the District Governors in establishing effective and centralized leadership operations within the Multiple District.

g.LEO CLUBS

This Committee shall formulate plans for sponsoring and organizing Leo Clubs. By doing so it shall provide an opportunity for young people to contribute to their local communities by conducting civic programs and social activities. The Committee shall promote the Leo Club Program in the Multiple District.

h.LCIF/SIGHTFIRST

This Committee shall educate the Lions about the Lions Clubs International Foundation and SightFirst to include its operation, its projects and the benefits it provides. It shall promote this Lionistic program at all Lions functions.

i.LIBERTY DAY

This Committee shall work with local Clubs in their respective Districts to encourage the youth of today to become fully participating citizens of tomorrow. This shall be accomplished by working with local school systems, along with elected or previously elected officials and veterans, to instruct students about how our country was established and how our system of government functions and to provide students with information concerning the rights and responsibilities of citizens of the United States. This information is contained in the Declaration of Independence and Constitution. The Liberty program is a non-partisan program which continues throughout the year.

j.MEMBERSHIP

This Committee shall know the clubs in the Districts, their problems, weak points and potential. They shall promote the International Membership Programs. They shall provide a sound membership stabilization program by developing present members into active members.

k.NOMINATING

This Committee shall seek qualified Lions of North Carolina to serve in the elected offices of the Multiple District. It shall encourage these Lions to offer themselves in service. It shall present a qualified slate of nominees at the appropriate state meetings.

Also, members of this committee will assist their District Governors in seeking qualified active Past District Governors as candidates for the position of State Council Chairperson. Such candidates' names and resumes of service shall be submitted to the State Nominating Committee Chairperson. (See Policy & Procedures Manual).

l.PROMOTION

This Committee shall promote North Carolina at the International Convention. In order for the state to have its voice in association matters, this Committee shall also promote

attendance by the Lions of North Carolina. This committee is composed of the current Council of Governors and the Immediate Past Council of Governors.

m. RESEARCH AND LONG RANGE PLANNING

This Committee shall investigate, study and provide planning guidance to the Council of Governors which will further the objects of Lionism.

n. RETENTION

This Committee shall know the Clubs in the Districts, their strengths and weaknesses. It shall set retention goals for the Multiple District and Districts. It shall promote the achievement of LCI, Multiple District and District retention goals by conducting educational seminars, workshops, and conferences. This Committee shall work in concert with the Membership, Extension, and Leadership Committees.

o. STATE CONVENTION

This Committee shall educate and motivate Lions to participate in conventions at all levels of Lionism. It shall serve in an advisory and leadership role to a club and/or city hosting the State Convention.

p. LIONS QUEST

This Committee shall promote a long-term approach to the elimination of drugs, alcohol and alcohol abuse through activities that emphasize prevention and education while concentrating on our young people who are most seriously affected by drug abuse. It shall help young people develop essential life and citizenship skills.

q. YOUTH EXCHANGE

This Committee shall formulate plans to accomplish goals of improving international understanding through Youth Exchanges between cooperating Lions Clubs in different countries. Lions Youth Exchange is a short-term, cultural exchange offering home stays with Lions approved host families.

ARTICLE IV

Rules for State Convention Procedure

Section 1. The State Council shall arrange a program for the State Convention, and the same shall be the order of the day for all sessions.

Section 2. Robert's Rules of Order shall govern all parliamentary procedures except as otherwise provided in the Rules of Procedure adopted by the Convention.

ARTICLE V

Fiscal Year

Section 1. The fiscal year of this State shall be from July 1st to June 30th, inclusive, of each year.

ARTICLE VI

Amendments

Section 1. These By-Laws can be amended only at the State Convention by resolution reported by the Committee on Constitution and By-Laws at such annual meeting and adopted by a two-thirds (2/3) affirmative vote of those delegates who have been certified and who are also present in person at that business session of the State Convention indicated in the Convention Program for the consideration of the report of the Constitution and By-Laws Committee.

Section 2. Any proposed amendment for consideration pursuant to Section 1 of this Article must be submitted, in writing, to each chartered Lions Club at least thirty days prior to the first business session of the next State Convention.

Section 3. Upon approval of any changes to the Constitution & By-Laws by the State Convention, the State Council that processes the approved changes will have the responsibility to distribute via the North Carolina Lions Foundation newsletter or by mail all changes to the Constitution and By-Laws no later than September 30th of each year. An up-to-date copy of the complete Constitution and By-Laws shall be available to all Lions Clubs, District Governors, First and Second Vice District Governors, Past District Governors, Past and current International Officers in the State at the District Conventions on request. A copy will be sent to the International Association of Lions Clubs.