

Lions of Alabama - Multiple District 34, Inc.

CONSTITUTION AND BY-LAWS



As Adopted by the MD-34 Annual Convention on April 20, 2024.

Constitution

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Lions of Alabama - Multiple District 34, Inc.

Constitution

ARTICLE I NAME

This organization shall be known as Lions of Alabama - Multiple District 34, Inc, hereinafter referred to as "multiple district."

ARTICLE II PURPOSES

The purposes of this multiple district shall be:

- (a) To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this multiple district.
- (b) To create and foster a spirit of understanding among the peoples of the world.
- (c) To promote the principles of good government and good citizenship.
- (d) To take an active interest in the civic, cultural, social, and moral welfare of the community.
- (e) To unite the members in the bonds of friendship, good fellowship, and mutual understanding.
- (f) To provide a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.
- (g) To encourage service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works, and private endeavors.

ARTICLE III MEMBERSHIP

Section 1. **CLUBS.** The membership of this organization shall consist of all Lions Clubs in the state of Alabama duly chartered by Lions Clubs International.

Section 2. **SUB DISTRICTS.** This multiple district shall consist of three (3) sub- districts, with boundary lines as adopted by a multiple district convention and approved by the International Board of Directors of Lions Clubs International.

ARTICLE IV Emblem, Colors, Slogan and Motto

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



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

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

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

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

ARTICLE V SUPREMACY

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

ARTICLE VI OFFICERS AND COUNCIL OF GOVERNORS

Section 1. **COMPOSITION.** There shall be a Council of Governors composed of all the district governors and first vice district governors in the multiple district and shall also include one past district governor who shall serve as Council Chairperson. The officers of this multiple district shall be 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. The Council Chairperson shall serve for a one-year term only and cannot serve in that capacity again. The Immediate Past Council Chairperson, and the Past International Presidents and International Directors from Alabama shall be non-voting advisory members of the Council. (Note: Article VIII, Section 4 of the International By-Laws permits the multiple district, by provision in its constitution and by-laws, to include certain other Lions as members of the Council of Governors.)

Section 2. OFFICERS. The officers of the Council of Governors shall be a Chairperson and vice-Chairperson, secretary and treasurer and such other officers as the Council of Governors shall deem necessary, all of whom shall be elected annually by the Council of Governors.

Section 3. POWERS. Except where inconsistent with and contrary to the provisions of the articles of incorporation and constitution and by-laws of Lions Clubs International, 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) 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 the 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, and Lions club, or any member of a Lions club, in the multiple district. All such rulings of the Council of Governors 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 cause to incur an unbalanced budget or deficit in any fiscal year.

Section 4. REMOVAL. At the request of the majority of the Council of Governors, A Special Meeting of the Council may be called for the purpose of removal of the Council Chairperson. Regardless of the manner in which the Council Chairperson is selected or elected, the Council Chairperson may be removed from the Council for cause by an affirmative vote of 2/3 of the entire number of the Council of Governors.

ARTICLE VII MULTIPLE DISTRICT OFFICE

There shall be a Multiple District Office conveniently located in Alabama.

ARTICLE VIII FEES AND EXPENSES

Section 1. ANNUAL PER CAPITA TAX

(a) An annual per capita tax shall be levied by Multiple District 34 upon each active member, honorary member, privileged member, member-at-large, associate member, and life member of each Club in each sub-district and shall be paid in two (2) semi-annual payments of twelve dollars twenty-five cents (12.25). The per capita tax shall be based on membership of each club as shown by its Membership Report to Lions Clubs International of June and December, respectively, and shall be paid to the Multiple District Office no later than September 15 and March 15, respectively, of each year. These funds are to be sent directly to the Multiple District Office by the Club Secretary, Treasurer or Secretary/Treasurer.

(b) Upon a club adding a new member, the club shall pay a pro-rata share of the current semi-annual dues payment to the Multiple District Office based upon the month in which the member was reported to Lions Club International. Revenues received from the pro rata dues will be designated to go to the MD-GMT and MD-GLT committees with each receiving an equal share.

(c) Newly chartered club members shall be exempt from the pro-rata dues for the semi-annual billing cycle in which the club is chartered.

Section 2. DISTRIBUTION OF ANNUAL PER CAPITA TAX

The revenue received by Multiple District 34 under Section 1 of this ARTICLE shall be distributed as follows:

(a) District Administrative Fund - three dollars and seventy cents (\$3.70) of the annual per capita tax.

(b) Council Administrative Fund - one dollar and ninety-six cents (\$1.96) of the annual per capita tax. Expenses of the Council Chairperson, in connection with his/her attending the Lions USA/Canada Leadership Forum shall be considered a Council Administrative Expense and in addition he/she shall be reimbursed for expenses related to the performance of his/her duties (per rules of audit) for mileage, food, room, and telephone calls, for visits to Multiple District Clubs, District Cabinet Meetings, District Conventions and Multiple District Convention. Reimbursement shall be on the same basis and shall not exceed the remuneration as outlined in the Rules of Audit for district governors of Lions International, with a limit of one thousand five hundred dollars (\$1,500.00). Vouchers must be furnished to be eligible for such reimbursement.

(c) International Convention Activities Fund - one dollar and twenty-six cents (\$1.26) of the annual per capita tax.

(d) Multiple District Operations Fund - nine dollars and forty cents (\$9.40) of the annual per capita tax.

(e) The Alabama Lion Newsletter, website, and Public Relations - six dollars (\$6.00) of the annual per capita tax.

(f) The Alabama Lions All Star Band - fifty cents (\$0.50) of the annual per capita tax.

(g) Global Membership Team, Global Leadership Team, and Global Service Team, Global Extension Team - one dollar sixty-eight cents (\$1.68) of the annual per capita tax to be distributed among all committees.

Distribution:

District Administration	\$ 3.70
Council Administration	1.96
International Convention	1.26
Multiple District Operations	9.40
The Alabama Lion Newsletter, Website, Public Relations	6.00
The Alabama Lions All Star Band	.50
Global Membership Team Global Leadership Team Global Service Team Global Extension Team	1.68
Annual Total	\$ 24.50

Section 3. RESERVE FUND

There shall be established a Reserve Fund of not less than \$75,000 for use by the Lions of Alabama - Multiple District 34, Inc. for promotion of candidates for international office, or such other purpose as may be determined by the Multiple District Convention in the manner as herein provided. The meaning and intent of this Section is to accumulate a Reserve Fund for use by the Lions of Alabama - Multiple District 34, Inc. for promotion of candidates for international office.

All funds derived hereof, and the funds transferred to the Reserve Fund shall accumulate in reserve to be used only as the Multiple District Convention shall direct by Resolution.

a) The Council shall send to all Clubs, no less than thirty (30) days prior to the Multiple District Annual Convention, any proposed expenditure of money from the Reserve Fund.

(b) Disbursements from the Reserve Fund for "such other purposes as may be determined by the Multiple District Convention" may not exceed 15% of the Reserve Fund in any given year or 5% for any one single purpose, provided however: no "such other purpose" disbursements may result in a Reserve Fund Balance of less than \$75,000.

(c) Disbursements from the Reserve Fund for "such other purposes as may be determined by the Multiple District Convention" shall require a two-thirds (2/3) majority vote of the delegates.

(d) If, in the course of offering a candidate for International Office as provided in Article IX of the MD-34 By-Laws, the principle balance of the Reserve Fund falls below \$75,000, disbursements for "other such purposes as may be determined by the Multiple District Convention" shall be suspended until such time as the principle balance of the Fund rises above the minimum of \$75,000.

(e) No entity, MD-34 adopted project or activity, or organization may request a withdrawal from the Reserve Fund under the provision "such other purposes as may be determined by the Multiple District Convention" more than two (2) times within any given ten (10) year period of time unless extenuating or emergency circumstances are demonstrated.

In order to apply for an exception to the above time period provision, a resolution identifying the conditions of the extenuating or emergency circumstances must first be voted upon and approved by the Lions of Alabama in Annual Convention before adoption of a resolution to withdraw funds under the classification of extenuating or emergency circumstances. The meaning and intent of paragraph (e) is to affirm the purpose of the Reserve Fund and to further provide that the Reserve Fund is not intended to be used for ongoing, recurring operational expenses of Lions of Alabama programs and activities.

(f) A Board of Trustees shall be established to manage the investments of the Reserve Fund, develop investment policies, and ensure adherence to said policy. The Board of Trustees shall be comprised of the Council Chairperson, the current members of The Council of Governors of Multiple District 34, and the current and Past International officers of MD-34.

(g) The Reserve Fund shall be placed in a financial institution within the State of Alabama, whose funds and deposits are insured by an agency of the United States Government, in a separate interest-bearing account.

An amount not to exceed two thirds (2/3) of the reserve fund balance may be withdrawn and invested with a financial institution approved by the Trustees. These monies may be invested in US Government Securities, insured municipal Bonds rated at A or better, and/or Preferred interest-bearing Stock providing guaranteed income.

(h) Interest earned on the principal of the Reserve Fund may be used to pay any general obligation or Multiple District expense as authorized by the Council of Governors or may be allowed to accumulate as principle within the Reserve Fund.

**ARTICLE IX
MULTIPLE DISTRICT CONVENTION**

Section 1. **TIME AND PLACE.** An annual convention of this multiple district shall be held in each year prior to the international convention at a place selected by the delegates of a previous annual convention of this multiple district and at a date and time fixed by the Council of Governors.

Section 2. **CLUB DELEGATE FORMULA.** Each chartered club in good standing in Lions Clubs International, and its district, and this multiple district shall be entitled in each convention of this multiple district to one (1) delegate and one (1) alternate for each ten (10) members, who have been enrolled for at least one year and a day in the club or major fraction thereof, of said club as shown by the records of the international office on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be five (5) or more members. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be an act of the convention. All eligible delegates must be members in good standing of a club in good standing in this district.

Delinquent dues may be paid, and good standing acquired up to fifteen (15) days prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

Section 3. **QUORUM.** A majority of the delegates in attendance at any session of a sub- or multiple district convention shall constitute a quorum.

Section 4. **SPECIAL CONVENTION.** A Special Convention of the clubs of the Multiple District may be called by a two-thirds vote of the Council of Governors at such time and place as they shall determine, provided that such Special Convention shall conclude no less than 15 days prior to the convening date of the International Convention. Written notice of the Special Convention setting forth the time, place, and purpose thereof, shall be provided to each club in the Multiple District by the Multiple District Council Secretary, no less than 30 days prior to the convening date of the Special Convention.

**ARTICLE X
MULTIPLE DISTRICT DISPUTE RESOLUTION PROCEDURE**

All disputes or claims relative to membership, club boundaries, or interpretation, breach of, or application of the multiple district constitution and by-laws, or any policy or procedure adopted from time to time by the multiple district council of governors, or any other internal Lions multiple district matter that cannot be satisfactorily resolved through other means, shall be resolved in accordance with the Dispute Resolution Procedures established by the International Board of Directors.

ARTICLE XI AMENDMENTS

Section 1. **AMENDING PROCEDURE.** This Constitution may be amended only at a Multiple District Convention, by resolution reported by the Constitution and By- laws Committee and adopted by an affirmative vote of at least two-thirds (2/3) of the registered delegates casting votes.

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

Section 3. **NOTICE.** No amendment shall be so reported or voted upon unless the same shall have been published by regular post or electronic means to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention. A copy of all proposed amendments shall be distributed by the Multiple District Administrator to each Lions Club in the Multiple District no less than thirty (30) days prior to the convening date of the Annual Convention at which the proposed amendments are to be presented.

Section 4. **COUNCIL AMENDMENTS** - All proposed amendments and resolutions originating from the Council of Governors shall be submitted in writing to the Constitution & By-Laws Committee for consideration on or before January 1 of each year. Upon receipt of such amendments and resolutions the Committee Chairperson shall call a meeting of the said committee on or before February 1. All proposed amendments and resolutions originating herein shall be presented to the Council for review.

Section 5. **EFFECTIVE DATE.** Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

BY-LAWS

ARTICLE I

Duties of Multiple District Council of Governors and Officers

Section 1. Multiple District Council of Governors

The Council of Governors shall:

- (a) Make all contracts and approve all bills relating to multiple district administrative expenses.
- (b) Designate a depository for multiple district funds.
- (c) Determine the amount of surety bond for the council treasurer and approve the surety company issuing said bond.
- (d) Receive financial reports, semi-annually or more frequently, from the council secretary and treasurer, and provide for a review or audit at the end of the fiscal year of the books and accounts of the council.

Section 2. Council Meetings - The Council of Governors shall hold a regular meeting within sixty (60) 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 chair's direction, shall issue a written call for each meeting of the Council of Governors, with the time and place to be set out in the call and to be determined by the chair. The date of any meeting save the first, which shall be set by the chair, shall be determined by the Council of Governors.

Section 3. Expenses of District Governors/Vice District Governors to Council Meetings

The expenses for attendance at Council Meetings incurred by all District Governors and Vice District Governors shall be reimbursed with funds from the Council Administrative Fund in accordance with the Rules of Audit of Lions Clubs International. No District Governor or Vice District Governor shall be reimbursed for Council Meeting expenses from more than one source of reimbursement.

Note: Reimbursement may be provided by Lions Club International, District, or Multiple District Funds, however, an expense may not be claimed from more than one fund. (Lions Clubs International reimburses District Governors for three Multiple District Council meetings as provided in the District Governor's Operations Manual.)

Section 4. Quorum - The personal presence of a majority of the Council of Governors shall constitute a quorum at any meeting.

Section 5. Multiple District Council Chairperson

(a) Appointment of Council Chairperson

The Council Chairperson shall be appointed by the District Governors of the Multiple District provided that such Lion shall be a current or past district governor when he/she takes office. The Council Chairperson shall serve for a one-year term only and cannot serve in that capacity again.

A meeting of the district governors of the multiple district who will be in office during the term of the Council Chairperson, so appointed, shall be called following the multiple district annual convention, but no later than 30 days following the closing of the International Convention for the purpose of selecting a Council Chairperson. It shall be the duty of the attendees at this meeting to appoint a club member in good standing in a club in good standing in the multiple district as the Council Chairperson. Should a vacancy occur in the office of the Council Chairperson, the above appointment process shall be used to fill the unexpired term.

(b) Duties of Council Chairperson

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

1. Further the Purposes of this association.
2. Serve as the Global Action Team Multiple District Chairperson to administer and promote membership growth, leadership development and humanitarian service throughout the multiple district by:
 - a) Ensuring the selection of a qualified Lion leader for the positions of GST multiple district coordinator, GMT multiple district coordinator and GLT multiple district coordinator.
 - b) Ensure regular meetings to discuss and advance initiatives established by the multiple district Global Action Team.
 - c) Collaborate with area leaders and district Global Action Teams
3. Assist in communicating information regarding international and multiple district policies, programs, and events.
4. Document and make available the goals and long-range plans for the multiple district as established by the council of governors.
5. Convene meetings and facilitate discussion during council meetings.
6. Facilitate the operations of the multiple district convention.
7. 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 district governors.
8. Submit reports and perform such duties as may be required by the multiple district constitution and by-laws.
9. Perform such other administrative duties as may be assigned by the multiple district council of governors; and
10. 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 6. **MULTIPLE DISTRICT COUNCIL SECRETARY**

Under the supervision and direction of the Council of Governors, the council secretary shall:

1. 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 to all members of the Council of Governors, and the office of Lions Clubs International.
2. 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 them from time to time by the Council of Governors.

Section 7. **MULTIPLE DISTRICT COUNCIL TREASURER.**

Under the supervision and direction of the Council of Governors, the council treasurer shall:

1. Receive and give proper receipts for all dues and taxes required to be paid over to them by the sub-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.
2. 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) at any reasonable time for any proper purpose.
3. Secure bond for the faithful performance of their duties in such sum and with such sureties as may be required by the Council of Governors.
4. Deliver, in a timely manner, at the conclusion of their term in office, the general and/or financial accounts, funds and records of the multiple district to their successor in office.

ARTICLE II **Multiple District Office Personnel**

The Council of Governors may employ a part-time Multiple District Administrator, and/or other such administrative office personnel deemed appropriate for the functioning of the Multiple District Office. All such personnel are accountable to the Council of Governors and paid from the Multiple District Operations budget; said budget to be approved by the Council of Governors each year. Employment and compensation of personnel shall be recommended by the multiple district Finance and Operations Committee for approval by the Council of Governors.

ARTICLE III
Multiple District Committees

Section 1. **Multiple District Committees** - The Council of Governors may create and appoint such committees and positions as it deems necessary and appropriate for efficient operation of the multiple district.

Section 2. **Committee Meetings**

(a) No expenses of any committee meeting or member thereof shall be paid except as approved by the Multiple District Council. In no instance shall committee members be reimbursed for authorized expenses that exceed the Rules of Audit of Lions Clubs International.

(b) Any expenses of any committee or committee member for which reimbursement is sought must be submitted in writing to the Multiple District Council in an itemized form and be substantiated by proper receipts.

ARTICLE IV
Council Administrative Fund

The revenue derived from Article VIII, Section 2. (b) of the Constitution shall be used to defray the administrative expenses of the Council not paid by Lions Clubs International and such expenses shall be reimbursed in accordance with the Rules of Audit of Lions Clubs International.

The Council may, in its discretion, pay from the Council Administrative Fund the expense for special meetings as the Council deems necessary in the furtherance of Alabama Lionism, provided such expenses are within the budget of the Council Administrative Fund and are in accordance with the Rules of Audit of Lions Clubs International

ARTICLE V
International Convention Fund

Section 1. **Use of Funds** - The revenue derived from Article VIII, Section 2. (c) of the Constitution shall be used for defraying the expense of publicizing the Multiple District at International Conventions through the use of favors, souvenirs, display booths, bands, and such other expense as in the discretion of the Council are deemed International Convention Fund expenses. Such fund shall not be used for any other purpose and shall be expended only for such items as are approved by the Council and by checks drawn and signed as stipulated in these By-Laws, Article VII, Section 1(b), and the Convention Chairperson or Vice-Chairperson.

Section 2. **Appointments**

(a) The Council shall appoint within sixty (60) days after they officially take office an International Convention Committee. This Committee shall be composed of a Chairperson and Vice Chairperson appointed by the Council, plus one member appointed by each District Governor.

(b) In the event the Chairperson for any reason cannot or does not efficiently and to the best interests of Lionism perform the duties of Convention Chairperson, or in the event the office for any reason becomes vacant, the Council shall appoint a successor to serve for the unexpired term.

Section 3. **Expenses**

(a) Committee operating expenses shall not exceed 15% of the revenue received by the International Convention Committee in the year. Reimbursement to members shall not exceed the Rules of Audit of Lions Clubs International with a maximum Committee member expense of one thousand dollars (\$1,000.00), which must be substantiated by vouchers and receipts from each Committee member.

(b) No member of this Committee has the authority to make contracts that obligate the Multiple District without written authorization of the seated Council.

****NOTE: The intent of this section is to provide reimbursement to the member(s) of the committee attending the International Convention in accordance with Rules of Audit. If only one member attends the International Convention, he/she will have available the entire 15%, and if additional members attend, the committee members will receive a pro-rata share which must be substantiated by vouchers and receipts from each Committee member(s), up to the Rules of Audit, not to exceed available funds

ARTICLE VI

Multiple District Office Operations Fund

Section 1. **Revenue and Use of Funds -**

(a) Revenue derived from Article VIII, Section 2. (d) of the Constitution shall be used to defray the expenses of operating a Multiple District Office, such as rent, utilities, furnishings, stationery, postage, and other expenses deemed necessary and proper for the efficient operations of the Multiple District Office.

(b) There shall be an expense allowance for travel expenses, telephone and other routine expenses related to the duties of the Multiple District Administrator in attendance at Cabinet meetings, Council meetings, Multiple District Conventions, and such other Lions meetings. Reimbursement shall be made within the Rules of Audit and shall not exceed two thousand dollars (\$2,000.00) in any one year.

Section 2. **Compensation for Administrator and Secretary to Administrator**

The Council, at its discretion, may recommend reasonable compensation to the Administrator and the Secretary to the Administrator upon recommendation of the Multiple District Office Review Committee according to the multiple district policy manual. Only upon any changes in compensation shall it be necessary to come to the floor of the annual convention.

ARTICLE VII
Fiscal Accountability and Responsibility

The fiscal year of Multiple District 34 shall be from July 1 through June 30.

Section 1. Approval of All Multiple District Budgets -

(a) The Council shall approve all Multiple District budgets and shall approve and disburse no budget which exceeds the anticipated revenue in a given year.

(b) The expenditure of all Multiple District funds shall be approved by the Council and disbursed by the Multiple District Administrator, or person authorized in that capacity, and require two of the following signatures:

Multiple District Administrator or Administrative Assistant
Multiple District Council Chairperson
Multiple District Council Treasurer

All persons authorized to sign Multiple District 34 checks shall be bonded.

(c) The purchase of fixed assets (outside of budgeted items) by the Multiple District Office from the Contingency Fund must be approved prior to purchase by the Multiple District Council. Purchases of budgeted fixed assets must be approved by the annual MD-34 Convention prior to purchase.

Section 2. Compensation - No officer shall receive any compensation for any service rendered to this multiple district in his/her official capacity except as provided herein, and if any, said compensation shall be fixed by the Council of Governors.

Section 3. Financial Records - The financial records are the responsibility of the Multiple District Administrator, and a ledger shall be kept by the Multiple District Administrator, detailing all income and expenditures in the Office Operations Fund and the Council Administrative Fund, under the direction of the Council of Governors, with monthly reports sent to each member of the Council of Governors for review.

Section 4. Transfer of Funds - All financial records for the fiscal year shall be transferred to the MD Office on July 1, with a final report being made no later than November 15 of each year. At the time of transfer, all funds will be transferred except those that can be documented as needed for expenditures relating to the International Convention.

Section 5. Audit Responsibilities

(a) Upon closing out of the previous fiscal year's financial accounts, the Audit Committee shall conduct a thorough review of the financial statements and accounts for the period of the preceding fiscal year. The review shall be conducted in accordance with routine analytical accounting procedures to the best of the committee's knowledge. The review and report should be completed no later than March 15 of the current fiscal year.

(b) The Audit Committee shall function and perform the duties as provided in the Multiple District Policy Manual – Audit Committee.

Section 6. **Restrictions** - Any time that an individual fills an office or fulfills an appointive duty, for which his/her expenses are reimbursed by Lions Clubs International under Rules of Audit of Lions Clubs International, he/she shall receive no reimbursement of expenses or supplemental allowance of expense reimbursement from District or Multiple District funds. In no event shall any individual receive reimbursement from any combination of Lions Clubs International, Multiple District 34, or District funds, which combination would exceed the Rules of Audit of Lions Clubs International.

ARTICLE VIII

Multiple District Convention

Section 1. **Committee Membership and Duties** - There shall be a Multiple District Convention Committee, the purpose of which shall be to make studies and recommendations as the Committee deems necessary regarding the selection of a site for the Multiple District Convention including financial and other convention arrangements.

(a) The Multiple District Convention Committee shall be composed of five members who may serve for more than one year. The Council shall appoint a Chairperson and Vice Chairperson. Each year, additional members (not to exceed two), who reside in the district where the Convention is to be held, shall be appointed by the Committee. Each additional member of the Committee shall serve for one year.

(b) The duties of the Committee shall be to promote the Convention and to provide the facilities for the program which is prepared by the Council and to make all other arrangements for special events, to provide the gift (on approval of the Council) for the visiting guest speaker, to make necessary arrangements for the speaker's room, provide transportation for the speaker to and from the airport, and such other duties as are necessary, including the printing of the program and hospitality books, registrations and any other items necessary for the successful operation of the Convention.

Section 2. **Committee Financial Responsibilities** -

(a) Convention Committee members, who attend and assist the committee in the responsibilities of the committee, shall be provided two Hospitality Books (one for member and one for spouse) to include convention registration fees.

(b) No member of this Committee has the authority to make contracts that obligate the Multiple District without written authorization of the seated Council.

(c) The Convention Committee shall present a financial report to the Council within sixty (60) days of the close of the Convention with a copy to the Multiple District Office.

Section 3. **Date and Site** - In accordance with Article IX of the Multiple District Constitution, there shall be an Annual Convention to be held at a time and place within the State of Alabama to be decided by previous Annual Conventions, or as otherwise hereinafter provided. The recommendation of a convention site shall be made to the Council of Governors, for presentation to the Annual Convention, not less than 60 days prior to the convening of the Annual Convention at which the site is to be voted upon. The selection of a Convention site shall be made not more than three (3) years in advance. The Convention shall always be held on the three (3) continuous days, Friday, Saturday, and Sunday.

Section 4. **Officers** - The Council of Governors shall be the officers of the Multiple District Convention.

Section 5. **District Meetings** - The meeting of each District may be held at the Multiple District Convention at which financial and other reports by the Cabinet Secretary/Treasurer and the District Governor shall be presented.

Nominations for District Governor shall be made provided that nominations have not been made at a prior meeting of the District for that purpose. The District meeting at the Annual Convention may be designated by the District Governor and his/her Cabinet as the official District Convention. This determination must be made at the first District Cabinet meeting of the fiscal year.

Section 6. **Delegates** –

(a) Each Club shall submit to its respective District Governor a list of its accredited delegates and alternates to the Multiple District Convention, and only such accredited delegates or alternates shall be entitled to vote on any matter coming before said convention. Failure on the part of a club to submit said list of accredited delegates and alternates by 6:00 p.m. of the day preceding the opening day of the convention shall preclude these delegates and alternates of that club from voting, except that the District Governor, with the consent of the delegates of that club present may certify such delegates or alternates, if, in his/her opinion, there are conditions warranting same

(b) Each Present and Past International President and Director and each current District Governor from Multiple District 34, each Past District Governor in good standing and residing in Multiple District 34 shall be entitled to full delegate privileges at each convention of his/her District and the Multiple District. Such delegates shall not be included in the delegate quota of his/her club for any such convention.

Section 7. **Financial Report** - The Convention Committee shall provide a complete financial report of the Multiple District Convention. This financial report shall consist of income and receipts of expenses. These shall be included in the official convention minutes of the Annual Convention Final Report.

Section 8. **Change Date/Location** - The Council shall have the absolute authority to change at any time, for good and sufficient cause, (without the Multiple District or Districts incurring any liability whatsoever), the date, the city or place of holding the Multiple District Convention.

Section 9. **Budget** - The Multiple District Convention Committee shall submit to the Council, for its approval, a budget of all anticipated expenses.

Section 10. **Registration Fee** -A Registration Fee, a one-time charge, the amount of which shall be set by the Council, shall be collected from each Delegate, Alternate Delegate, and other Lions members and guests attending the Multiple District Convention. Said fee shall be collected by the Multiple District Convention Committee under the supervision of and for the Council and shall be used to defray the actual cost of entertainment approved by the Council and provided at the Multiple District Convention, convention ball, meals, liability insurance, decorations and miscellaneous expenses incident to the operation of the Multiple District.

Section 11. **Reservations** - The hospitality fee shall accompany all applications for reservations at the Multiple District Convention. This fee shall apply to registration costs, and this fee shall be refunded if a cancellation of the reservation is made at least ten (10) days before the convention date. If a cancellation is made less than ten (10) days before the convention date, the fee may be transferred to a member who has no reservation, but the member transferring the fee will thereby automatically cancel

his/her room reservation and the member receiving the transferred fee will have to take a room reservation in regular order.

Section 12. **Credentials Committee** - The Credentials Committee of the Multiple District Convention shall be composed of the District Governors of the Multiple District and their Cabinet Secretary or Secretary/Treasurers. The Chairperson of this Committee shall be the Council Vice-Chairperson. The Chairperson may appoint from the regular members of this Committee, with the approval of the members of the Committee, a Vice-Chairperson whose duties shall be to compile the credentials statistics and provide a report to the Multiple District Convention when called for.

Section 13. **Voting** - Voting shall be by secret written ballot. When two or more candidates are placed in nomination, the candidate receiving the simple majority of the votes cast by the registered delegates, whose credentials are certified, present, and voting at the Multiple District Convention, shall be elected.

If, on the first ballot, and subsequent ballots, no candidate receives a majority, the candidate receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority. In voting for the city for the Multiple District Convention, the procedure described in paragraph 1 of this Section shall apply, except that the vote does not have to be by secret ballot.

Section 14. **Parliamentary Procedure** - Robert's Rules of Order, Newly Revised, shall govern all parliamentary procedure except as otherwise provided in the Rules of Procedure adopted by the Multiple District Convention.

ARTICLE IX

International Candidate Procedure

Section 1. **Qualifications** - No person shall be eligible to offer him/herself as a candidate for the office of International Director or International Vice President unless he/she is an active member in good standing of a Lions Club in Multiple District 34 and has fulfilled all the necessary qualifications for that particular office.

Section 2. **Offering a Candidate** - A candidate for Lions International Director or Vice President may be offered by any Club in Multiple District 34 by petitioning the Council of Governors to activate the Liaison Committee to study the feasibility of running such a candidate, and to open it up to all qualified candidates in the other Sub Districts.

Section 3. **Liaison Committee** - The Committee shall be composed of all Past and Present International Presidents, all Past and Present International Directors from Multiple District 34, along with the seated Council Chair and District Governors and Vice Governors, and the Immediate Past Council Chairperson and District Governors. The seated Council Chairperson shall serve as Chairperson of the Committee and the Immediate Past Council Chairperson shall serve as Committee Vice-Chairperson. The Committee shall be activated by the seated Council upon petition by a Club or Sub District pursuant to Section 2 of this Article.

The Committee will study and determine the year that a candidate is to be submitted for the office of Lions International Director or Vice President. When it is determined that a candidate will be offered, all Clubs in the Multiple District shall be notified.

Section 4. **Order of Endorsement** - Any candidate seeking endorsement at the Multiple District Convention must first have secured the endorsement of his/her sub-district.

Subject to the provisions of the International Constitution and By-Laws, any member of a Lions club in the multiple district seeking endorsement of the convention of the multiple district as a candidate for the office of international director or international vice-president shall:

(a) Deliver (by mail, email, or in person) written notice of intention to seek such endorsement to the Multiple District Council Chairperson and Sub-District Governor no less than sixty (60) days prior to the convening date of the convention (sub- or multiple) at which such question of endorsement is to be voted upon. In the event a determination by the Liaison Committee to offer a candidate for International Office is made within sixty (60) days of the convening of a sub-district convention, this requirement may be waived. However, notification of intent to seek endorsement shall be required prior to the convening of the sub-district convention.

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

Section 5. **Nominating and Voting Procedure** - Each notice of intention so delivered shall be transmitted by the Council Chairperson and Sub-District Governor to the Nominating Committee of the respective convention, which shall review and perfect the same by obtaining from each prospective candidate any additional evidence of such intention and qualifications as may be necessary under the International Constitution and By-Laws, and shall place in nomination at the respective convention the name of each such prospective candidate who has fulfilled said procedural and constitutional requirements. Each such nominee for endorsement shall be entitled to one seconding speech of no more than three (3) minutes in duration. The vote on the question of endorsement shall be by secret written ballot, unless there shall be only one nominee seeking the same, in which event a voice vote may be taken. The nominee receiving a majority of the votes cast shall be declared endorsed (elected) as the candidate of the multiple district convention. In the event of a tie vote, or failure of one nominee to receive the required majority, on any ballot, balloting shall continue with respect to the two nominees only who received the largest number of votes on the previous ballot until one receives the required majority of the votes cast.

Section 6. **Certification of Endorsement.** - Certification of endorsement by the multiple district convention shall be made in writing to the international office by the multiple district officials designated, and in accordance with the requirements set forth, in the International Constitution and By-Laws.

Section 7. **Number of Candidates** - in accordance with Article II, Section 4(b) of the International By-Laws, no district (single, sub-, and multiple) shall have more than one (1) endorsement pending for more than one (1) office of the International Board of Directors.

Section 8. **Validity** - No endorsement of any candidacy of any member of a Lions club in this multiple district shall be valid unless and until the provisions of this Article have been met.

Section 9. **Suspension of Selections** - After the multiple district has endorsed a candidate for Vice President of the Association and he/she has been duly elected at the International Convention, the provisions of Section 3. above shall not apply until such time as the officer assumes the position of President of the Association.

Section 10. **Campaign Committee and Budget** - After the Candidate has received the endorsement of the multiple district, he/she shall consult with the Council Chairperson about his/her selection of an International Candidate Campaign Committee. This Committee shall consist of Present and Past

International Presidents and Directors from Multiple District 34, and at least one Lion from each District. The Chairperson and Vice-Chairperson of the Committee shall be selected by the candidate. The Committee shall present a budget to the Council of Governors and request a Resolution for funds from the Reserve Fund be presented to the MD Annual Convention.

Within thirty (30) days after the conclusion of the International Convention, a complete statement of all income and expenses, including canceled checks, vouchers, and paid receipts will be forwarded to the Multiple District Office to be presented to the Multiple District Audit Committee for examination in accordance with Rules of Audit of Lions Clubs International.

Section 11. **Modification of Candidacy** - Notwithstanding anything to the contrary contained in the By-Laws, regardless of the year for running of the candidate for International Director and/or Vice-President designated by the Liaison Committee, the candidate may in his/her sole discretion change the time for running as said candidate at any time before being assigned a position on the ballot at the International Convention; subject, however, to the limitations contained in the Constitution and By-Laws of Lions Clubs International, and any amendments thereof.

ARTICLE X Miscellaneous Regulations

Section 1. Prohibition of Tele-Marketing –

(a) It shall be prohibited for any individual Member, Lions Club or Lions District (single or multiple) or any entity organized and/or controlled by any Lions Club or group to sell or otherwise authorize any non-Lion group the use of the name, good-will, emblem, or Lions Club name or in any other way be identified as associated with any such Lions organization for the purpose of telephone solicitation of contributions.

(b) The intent of this provision is to eliminate "tele-marketing" by paid fund-raisers, whether they are Lions or others, or to use the Lions Club name for the purpose of telephone solicitation of contributions by paid solicitors. It does not prohibit an individual Lion Member acting on behalf of his/her Club from telephone solicitation from which he/she is not being paid or reimbursed in any way.

Section 2. **Robert's Rules of Order** - The rules contained in the current edition of *Robert's Rules of Order - Newly Revised* shall govern the Multiple District and Sub District in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order which the Multiple or Sub District may adopt.

ARTICLE XI Constitution and By-Laws Committee

The Constitution and By-Laws Committee shall be required to establish and keep current a table of contents to the Multiple District 34 Constitution and By-Laws. Said Committee is hereby authorized to make such changes and designations as is necessary to perpetuate the uniform method of citation and reference through the table of contents.

The Multiple District Constitution & By-Laws Committee shall receive for its consideration all proposed amendments and resolutions referred to it. It shall be the further duty of the committee to also consider

amendments and resolutions originating within the committee, which if approved by the committee will be presented to the Multiple District Convention. The committee shall evaluate the merits of the proposed amendments and resolutions and determine by vote of the Committee which proposed amendments and resolutions have sufficient merit to be presented to the Multiple District Convention for consideration by that body. The Constitution By-Laws Committee shall report on all amendments and resolutions submitted to it by the Council of Governors. The Committee Chairperson shall call timely meeting(s) of the Committee.

ARTICLE XII Amendments

Section 1. **AMENDING PROCEDURE** - The Multiple District 34 By-Laws may be amended only at the Annual Multiple District Convention, by resolution reported by the Constitution and By-Laws Committee and adopted by an affirmative majority vote of the registered delegates casting votes.

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

Section 3. **NOTIFICATION**. - No amendment shall be so reported or voted upon unless the same shall have been published by regular post or electronic means to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

Section 4. **EFFECTIVE DATE** - Each By-Law amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.