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LIONS OF OKLAHOMA
CONSTITUTION
Adopted April 25, 2009

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**CONSTITUTION
LIONS OF OKLAHOMA**
As adopted at State Convention April 25, 2009

**ARTICLE I
NAME**

SECTION 1. This organization will be known as Multiple District No. 3, Lions of Oklahoma, 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 members of this Organization shall be all Lions Clubs in this Multiple District chartered by Lions International.

SECTION 2. This Multiple District shall consist of five (5) Sub-Districts, hereinafter referred to as "Districts," with boundary lines as adopted by Multiple District Convention and approved by the Board of Directors of Lions International, effective July 1, 1994.

SECTION 3. Wherever the male gender or pronoun presently appears in the Lions of Oklahoma Constitution and By-laws, it shall be interpreted to mean both male and female.

**ARTICLE IV
COUNCIL OF GOVERNORS**

SECTION 1. OFFICERS The officers of this Multiple District shall be members of the Multiple District Council of Governors, which shall be composed of the District Governors and Chairperson who shall be selected in accordance with Article IV Section 3.

SECTION 2. ORGANIZATION The District Governors-elect shall meet during the Multiple District (State) Convention and organize by electing a Council Chairperson, State Treasurer, State Secretary and conducting such other business as shall be necessary. The Council Chairperson, State Secretary, State Treasurer, Office Secretary, and any additional state employees shall be given written job descriptions, which may be modified or updated by any Council of Governors. In the event that the elected Council Chairperson is unable to perform his/her duties, the State Secretary shall preside at a called or regular meeting of the Council to elect a temporary Council Chairperson from among the sitting Governors, who shall preside until the Council Chairperson can resume the duties of the office. In case

of complete disability of the Council Chairperson, the Council may elect a replacement Council Chairperson from among the sitting governors or Past District Governors of Multiple District No. 3. The newly elected Chairperson shall begin his duties as prescribed.

SECTION 3. ELECTED POSITIONS The Council Chairperson shall be a Past District Governor who has served within the past 5 years and shall be elected for a one year term and shall not serve in that capacity again.

SECTION 4. ADVISORY BOARD There shall be an Advisory Board composed of the Immediate Past District Governors (District Advisors) and one other Past District Governor (Council Advisor) from each District who shall be appointed by the respective District Governors. The Council Advisor shall not be eligible for a second term without an intervening period of one year.

SECTION 5. PAST DISTRICT GOVERNORS Any Past District Governor who shall move into the State of Oklahoma shall be recognized as a Past District Governor, except that they shall not be eligible to hold the office of Council Chairperson.

SECTION 6. QUORUM A majority of the Governors on the State Council shall be required to constitute a quorum for the transaction of any business of the Council.

SECTION 7. MEETINGS The Council 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. All meetings shall be open to the membership except those pertaining to personnel matters. The Council Chairperson or the Secretary, at the Chairperson's direction, shall issue a ten (10) day notice for each Special Meeting of the Council, with the time and place thereof to be set out in the call as determined by the Chairperson. The date and place of any regular meeting, save the first, which shall be set by the Chairperson, shall be determined by the Council. Emergency meetings may be held by verbal notification to the Governors of the time, place, and agenda of the meeting or by a conference call to all Governors who are available for such communication. An effort must be made to contact all Governors. All action taken by the Council at such emergency meetings must be ratified by two-thirds (2/3) of the entire Council at the next regular or special Council meeting.

SECTION 8. POWERS Except where inconsistent with and contrary to the provision of the Articles of Incorporation and Constitution and By-laws of the International Association of Lions Clubs, the powers granted therein to the Board of Directors of said Association, and the policies and acts of said Board of Directors, the Multiple District Council shall:

- (a) Have jurisdiction and control over all officers and agents, when acting as such, of the Multiple District Council and all committees of the Multiple 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 said International Board and under rules of procedure prescribed by said Board, to hear and rule upon any complaints of a Constitutional nature raised by any District or Districts, any Lions Club or any member of a Lions Club, in the Multiple District. All such rulings of the Council shall be subject to review and decision by said International Board.
- (e) Have control and management of all budgetary matters of the Multiple District and committees of the Multiple District and Multiple District Conventions. No obligation may be approved or made which shall affect an unbalanced budget or deficit in any fiscal year.

ARTICLE V STATE CONVENTIONS

SECTION 1. AUTHORIZATION At least one State Convention shall be held each year to conclude not later than fifteen (15) days prior to the convening date set for the International Convention, at a place selected by the State Council from invitations extended by a Lions Club of Oklahoma or by the State Convention Planning Committee, the time to be fixed by the State Council and the Host Committee; provided, however, that selection of a convention site shall not be made more than three years in advance. The State Council may call for more than one State Convention within the same year to comply with requirements of Lions International in the event the State Council decides to present a candidate for an International Office, or for an emergency declared by the Council.

SECTION 2. SITE The Chairperson of the Council shall receive invitations in writing from Lions organizations desiring to entertain the Annual Convention. All invitations shall set forth such information as the Council shall from time to time prescribe and shall be delivered to the Chairperson no later than thirty (30) days prior to the Council Meeting at which they are to be voted upon. Procedure to be followed in investigation of bids as well as action to be taken in the event no bids are acceptable to or so received, shall be determined by the Council, with the cooperation of the State Convention Planning Committee.

SECTION 3. OFFICERS The members of the State Council shall be officers of the State Convention.

SECTION 4. SERGEANT-AT-ARMS The State Council shall appoint a Sergeant-at-Arms and such Assistant Sergeant-at-Arms that they deem necessary for the State Convention.

SECTION 5. VOTING Each club in good standing shall be entitled to one (1) delegate and one (1) alternate for each ten (10) members of said club, or a major fraction thereof which is five (5) or more members, who have been enrolled in the club for one (1) year and a day. A delegate to be qualified for voting at a State Convention must have paid his or her fee and must represent a club that has paid its District per capita dues and International dues in full. The number of delegates allotted to each club for voting shall be based upon said club membership as reflected by the records of the International Office as of the first day of the month preceding the convention date. Past International Presidents and Directors who

are members of Oklahoma Lions Clubs shall be entitled to full delegate status in addition to the delegates allowed their home club.

SECTION 6. QUORUM A majority of the delegates, certified and in attendance, at each regularly announced business session shall constitute a quorum of the Convention.

SECTION 7. INTERNATIONAL OFFICER The State Council shall determine when the Lions of Oklahoma shall present a candidate for International Office. Any district desiring to present one of its Lion members at an annual State Convention for nomination as a candidate for an International Office is required to have an election and notify the State Secretary of the Lions of Oklahoma, in writing, of such intentions at least thirty (30) days prior to that Convention. The State Secretary of the Lions of Oklahoma shall thereupon inform each member of the State Council concerning the receipt of such notification. If the State Council decides to present a candidate and an endorsement from at least one (1) District is received, an election shall be held at any State Convention to select the State Candidate. In the event of a tie vote, or failure of one (1) nominee to receive the required majority, balloting shall continue with respect to the two (2) nominees only, who received the largest number of votes on the previous ballot until one (1) receives a majority. Regardless of only one or several candidates being endorsed, the ballot shall also include an opportunity for the delegates to vote "no candidate at this time."

ARTICLE VI DISTRICT CONVENTIONS

SECTION 1. AUTHORIZATION A District Convention shall be held each year. It shall be a voting delegate Convention in the same manner as the State Convention with corresponding rights, privileges and requirements.

SECTION 2. SITE The District Governor shall receive invitations in writing from places desiring to entertain the District Convention. All invitations shall set forth such information as the District Cabinet shall from time to time prescribe and shall be delivered to the Governor no later than thirty (30) days prior to the cabinet meeting at which they are to be voted upon. Procedure to be allowed in investigation of bids, as well as action to be taken in the event no bids are acceptable to or so received shall be determined by the District Cabinet. The selection of a convention site shall be made annually.

SECTION 3. ORGANIZATION The District Cabinet shall conduct, plan, and be responsible for the overall phases of the District Convention or shall appoint a District Convention Planning Committee to plan and conduct the Convention with the approval of the Cabinet. The District Cabinet shall retain and have absolute power to change at any time, for good and sufficient reason, without the District incurring any liability whatsoever, the city or place of holding the Convention. There shall be NO Committee or Board meetings of any kind held at a District Convention without prior approval of the District Governor or the District Cabinet.

SECTION 4. OFFICERS The members of the District Cabinet shall be officers of the District Convention.

SECTION 5. SERGEANT-AT-ARMS A Sergeant-at-Arms and such Assistant Sergeant-at-Arms which are deemed necessary for the District Convention shall be appointed by the District Governor.

SECTION 6. VOTING Each Club in good standing shall be entitled to one (1) delegate and one (1) alternate for each ten (10) members of said Club, or a major fraction thereof which is five (5) or more members. A delegate to be qualified for voting at a District Convention must have paid his or her fee to the Host Club or District Convention Planning Committee when applicable and must represent a Club that has paid its District per capita dues and International dues in full. The number of delegates allotted to each Club for voting shall be based upon said Club's membership as reflected by the records of the International Office as of the first of the month preceding the District Convention. Past International Presidents and Directors shall be entitled to full delegate privileges in their home District in addition to the delegates allowed their home Club. All voting will be by secret ballot.

SECTION 7. QUORUM A majority of the delegates, certified and in attendance, at each regularly announced business session shall constitute a quorum of the Convention.

SECTION 8. ELECTIONS At the District Convention, nominations and elections shall be held for District Governor, First and Second Vice District Governor, for a member of the Board of Directors of the Oklahoma Lions Sight Conservation Foundation, Inc., commonly identified as the Oklahoma Lions Eye Bank, for a trustee and member of the Board of Directors of the Oklahoma Lions Boys Ranch as provided by its Constitution and By-laws, for a trustee of the Dr. Eugene S. Briggs Living Memorial Fund as provided by its policy or constitution, a member of the Board of Directors of the Oklahoma Lions Service Foundation, and a member of the State Convention Planning Committee. Such a Convention of each District in the State may consider such District matters or other matters as may be brought before it by the District Governor or recognized delegates.

ARTICLE VII REVENUE

SECTION 1. STATE DUES Annual per capita dues of fifteen dollars (\$15.00) shall be collected from each Lion in the Multiple District (State). The Oklahoma Lions State Office shall bill each Club on July 15 and January 15, for one-half (1/2) year's dues based on membership as reported on the monthly membership reports. Said dues shall be collected and remitted to the State Office by August 15 and February 15.

SECTION 2. DISTRICT DUES Annual per capita dues shall also be collected from each Lion in each District for District dues which shall be billed as levied under Section 1 based on membership. The amount of these dues shall be determined by a vote of certified delegates in attendance at the District Convention, but it shall not be less than one dollar and fifty cents (\$1.50) per year per Lion.

SECTION 3. STATE FUNDS The per capita funds collected in accordance with this article shall be placed in eight (8) separate funds, which are listed in this section. Any funds remaining in funds a, b, f or h, which are not obligated at the end of the fiscal year, shall be transferred to the Operations Fund. Excess non-obligated funds in fund (c) shall be transferred to the Operations Fund at the end of the fiscal year in accordance with separate disposition instructions contained in its paragraphs.

- (a) **STATE NEWSPAPER FUND** Three dollars (\$3.00) shall be used for the purpose of printing and distributing the Oklahoma Lions Newspaper to every Lions member in the Multiple District (State). Any Lion may waive this distribution by contacting the State, District, or Club Secretary.
- (b) **INTERNATIONAL CONVENTION FUND** Fifty cents (\$0.50) shall be used for the activities of the Lions of Oklahoma at the International Convention.
- (c) **PROMOTION FUND** Twenty-five cents (\$0.25) shall be placed annually in a restricted fund for the promotion of Oklahoma Lions and that fund shall be carried over from year to year and be cumulative up to \$10,000.00. These funds shall be used for funding the campaigns of Oklahoma's candidate for the International Board and to provide elected International Board Officers from Oklahoma with friendship banners, pins, etc. The funds shall be expended by a vote of the Council of Governors or the Lions of Oklahoma in Convention. Funds above \$10,000.00 will be transferred to the Operations Fund.
- (d) **BUILDING FUND** Twenty-five cents (\$0.25) shall be placed in a restricted building fund and such funds shall be carried over from year to year and be cumulative. The fund shall be expended by a vote of the Council of Governors or the Lions of Oklahoma in Convention.
- (e) **OPERATIONS FUND** Nine Dollars and twenty cents (\$9.20) shall be used for the purpose of promoting the economical, cultural, recreational and educational advancement of the Lions of Oklahoma and will be disbursed as directed by the Council of Governors. From this fund: Two hundred dollars (\$200.00) shall be remitted to each District Governor in attendance at the International Convention held in the United States except Hawaii and Alaska, which will be considered outside the United States; five hundred dollars (\$500.00) shall be remitted to each District Governor attending an International Convention outside the United States; and twenty (\$20.00) shall be remitted to each current District Governor for each District Mid-Year Convention which they attend other than their own District.
- (f) **STATE DIRECTORY** Thirty cents (\$0.30) shall be used for the purpose of printing and distributing the Oklahoma Lions State Directory.
- (g) **STATE CONVENTION FUND** One dollar (\$1.00) shall be used for the activities of the Lions of Oklahoma at the State Convention. The Fund shall be carried over from year to year and be cumulative and will be capped at \$10,000. Any amount in this fund above \$10,000 at the end of each fiscal year will be transferred to the Operations Fund.
- (h) **MD-3 GOVERNOR-ELECT SCHOOL FUND** Fifty cents (\$0.50) shall be used to fund the annual MD-3 District Governor-elect school.

SECTION 4. EXTENSION ACCOUNT Money received, from Lions Clubs International, for this account will be used as directed by the State Council. This account shall be cumulative.

SECTION 5. DISTRICT FUNDS All District per capita dues collected by the District Cabinet Secretary or Cabinet Secretary/Treasurer shall be expended only as authorized by the District Cabinet. Any funds accumulated and not obligated at the end of each fiscal year shall be remitted to the succeeding District Cabinet Secretary or Secretary/Treasurer for use by the District.

SECTION 6. INTERNATIONAL DUES The semi-annual per capita dues shall be based upon the membership of each club as shown by its membership report of June and December, respectively, and shall be paid to the International office not later than July 21 and January 21, respectively, of each year.

ARTICLE VIII DISTRICT OFFICERS

SECTION 1. The Officers of each District shall be their District Governor, who shall be the presiding officer, First and Second Vice District Governors, the Cabinet Secretary, the Cabinet Treasurer, or Cabinet Secretary/Treasurer, the Region Chairpersons, and the Zone Chairpersons.

SECTION 2. The District Governor and the First and Second Vice District Governor of each District shall be elected by a secret ballot at the Annual District Convention, as provided in the International By-Laws, and shall take office immediately on adjournment of the International Convention held in the calendar year following their election. No District Governor or Vice District Governor may succeed himself or herself without approval of the International Board of Directors.

SECTION 3. By the time they officially take office, the District Governors shall appoint or the District shall have elected under procedures provided in the District Constitution and By-laws, a Cabinet Secretary/Treasurer or a Cabinet Secretary and a Cabinet Treasurer, a Council Advisor who shall be a Past District Governor, one Region Chairperson in each Region of their District and one Zone Chairperson in each Zone of their District, who must be a member in good standing in a club of said Zone or Region. 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 4. Each Officer appointed by the District Governor shall be a member in good standing of a chartered Lions Club within the District.

SECTION 5. In the event of a vacancy in the District Governors Cabinet, or in any appointed office, except that of District Governor and the First or Second Vice District Governors, the District Governor shall have the power to fill such vacancy for the unexpired term thereof.

SECTION 6. There shall be no salary paid to any officer of any District in the State nor shall any officer of this State be paid a salary except the State Secretary of the Lions of Oklahoma.

ARTICLE IX DISTRICT GOVERNOR'S CABINET

SECTION 1. There shall be a District Governor's Cabinet in each District composed of the District Governor as its presiding officer, First and Second Vice District Governors, Region Chairpersons, if the position is utilized during the District Governor's term, the Zone Chairpersons, the Cabinet Secretary, and Cabinet Treasurer or Cabinet Secretary/Treasurer and the Immediate Past District Governor.

SECTION 2. In the event any Region Chairperson or Zone Chairperson shall, during their term of office, move their membership into a Region or Zone other than the one from which they were appointed, the term of office of such Region Chairperson or Zone Chairperson shall terminate immediately and their successor for the remainder of the term shall be appointed at once by the District Governor.

SECTION 3. The District Governor shall appoint a Cabinet Secretary and Cabinet Treasurer or Cabinet Secretary/Treasurer who should 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.

SECTION 4. A majority of the District Governor's Cabinet being present at any Cabinet Meeting shall constitute a quorum.

SECTION 5. The District Governor shall call at least one (1) regular meeting of the District Governor's Cabinet each quarter during the year and the first of these meetings shall be held within sixty (60) 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 or Cabinet Secretary/Treasurer.

ARTICLE X 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 being given to the geographic locations of the Clubs, and shall be subject to change by the District Governor as is deemed necessary for the best interest of Lionism and the individual Lions Club.

SECTION 2. Each Region shall be divided by the District Governor into Zones; these Zones shall be composed of eight (8) or less Lions Clubs each, due regard being given to the geographic 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 Club.

SECTION 3. Meetings of all member Clubs in a Region shall be designated and known as Region meetings, and Region meetings shall be held throughout the District during the year at times and places to be fixed by the Region Chairperson in active charge. Such Region 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 such meeting each year. All such Region meetings shall be under the supervision of the District Governor.

SECTION 4. Advisory meetings of all the member Clubs in a Zone shall be designated and known as Zone meetings, and a Zone Chairperson of each individual Zone shall be in active charge, under the supervision of the Region Chairperson 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 such meetings each year.

ARTICLE XI ADOPTION

SECTION 1. This Constitution and By-laws becomes in full force and effect when it has been adopted by majority vote of the delegates registered at Convention of Multiple District No. 3, Lions of Oklahoma, Lions International, present in person, qualified and voting.

ARTICLE XII AMENDMENTS

SECTION 1. This Constitution can be amended only by the State Convention by resolution presented by the Committee on Constitution and By-laws, after being approved by the Council of Governors, or by petition of at least fifty (50) members of clubs in the state, not more than ten (10) of such members being from one Club, such resolutions or petition shall be furnished to each Club no less than fifteen (15) days prior to the State Convention, where it is to be voted upon, or read at a State Convention to be voted on at the next State Convention. If the proposed amendments shall carry by a two-thirds (2/3) vote of the delegate members registered at said convention, present in person, qualified and voting, said amendment shall be declared adopted and shall become effective immediately.

SECTION 2. No amendment shall be so reported or voted upon unless the same shall have been furnished to each Club no less than fifteen (15) days prior to the convening date of the Annual Convention with notice that the same will be voted upon at said Convention.

SECTION 3. Each amendment shall take effect at the close of the Convention at which adopted unless otherwise specified in the amendment.

**ARTICLE XIII
CORRECTIONS**

SECTION 1. Corrections of typographical errors, omissions, or incorrect additions may be made to the Constitution and By-Laws, without voting in Convention so long as it does not change the meaning and intent of the provision as originally voted by Oklahoma Lions in Convention

SECTION 2. The Constitution and By-Laws Committee may present amendments to the Oklahoma Constitution and By-Laws, mandated by changes to the International Association of Lions Clubs Constitution and By-Laws, to the Council of Governors for adoption, without the requirement of presenting such amendment or change as a resolution at the next State Convention.

* * * * *

BY-LAWS

ARTICLE I DISTRICT NOMINATIONS AND ELECTIONS

SECTION 1. Each District Governor shall appoint a Lion each year to serve a two (2) year term on the State Credentials and Elections Committee, each of whom shall be a member of good standing of the Lions Club in the District from which they were appointed. Such appointees shall be involved in the certification of delegates and elections in their District. The names and addresses of Lions so appointed shall be sent to all Clubs in their respective Districts.

SECTION 2. Any member of a Club in the District seeking either the offices of District Governor or First and Second Vice District Governor shall file notice of their intention to run in writing with the Credentials and Elections Committee, the District Governor, and the State Secretary, thirty (30) days prior to the Convention, and furnish therewith evidence of their service to a Club and District in compliance with the qualifications for said office as listed in the International By-Laws. The Credentials and Elections Committee shall report at the District Convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. Each competing candidate shall be allowed one nomination speech, no longer than five (5) minutes, and one (1) seconding speech, no longer than three (3) minutes.

SECTION 3. The election shall be by secret written ballot, with the candidate required to secure a simple majority of the affirmative votes cast by the delegates present and voting in order to be declared elected. In the event of a tie vote, or failure of one (1) nominee to receive the required majority, on any ballot, balloting shall continue with respect to the two (2) nominees only who received the largest number of votes on the previous ballot until one (1) receives the required majority of votes cast. The ballot shall also include an opportunity for the delegates to vote "no candidate at this time."

SECTION 4. In the event of a vacancy in the office of District Governor, the First Vice District Governor shall act as and perform the duties of the District Governor until the vacancy is filled by the International Board of Directors in accordance with the provisions of the International By-Laws.

SECTION 5. In the event of a vacancy in the office of First or Second Vice District Governor, said vacancy shall be filled in the same manner as provided for the District Governor in the International Constitution; except, the convening body of District Lions, as listed in the International Constitution, shall be called together by the District Governor and shall directly appoint the Lion to be First or Second Vice District Governor.

ARTICLE II DUTIES

SECTION 1. DISTRICT GOVERNOR. The District Governor shall act under the general supervision of the International Board of Directors as representatives of Lions International in their District and shall have general supervision over all Lions Clubs, therein. In addition, in their District they shall:

- (a) Further the Purposes of this Association;
- (b) Supervise organization of new Lions Clubs.
- (c) Promote cordial relations among the chartered Lions Clubs.
- (d) Preside over all Cabinet, Convention and other District meetings.
- (e) Endeavor to visit each Club at least once during their term of office.
- (f) Exercise such supervision and authority over Cabinet officers and District committee appointees as is provided in this Multiple District Constitution.
- (g) Submit a current itemized statement of total District receipts and expenditures to their District Convention (or annual meeting of their District at a Multiple District Convention).
- (h) Submit such other reports and perform such other duties as may be required by the International Board of Directors.
- (i) Deliver, forthwith, at the termination of their term of office, all District accounts, funds and records to their successor in office.
- (j) Shall be a voting member of the Council of Governors.

SECTION 2. FIRST VICE DISTRICT GOVERNOR The First Vice District Governor, subject to the supervision and direction of the District Governor, shall be chief administrative assistant to the District Governor. His/her specific responsibilities shall be to:

- (a) Further the Purposes of this Association;
- (b) Familiarize himself/herself with the duties of the District Governor so, in the event of a vacancy in the office of District Governor, he/she will be better prepared to assume the duties and responsibilities of said office;
- (c) Perform such administrative duties as may be assigned to him/her by the District Governor,
- (d) Perform such other functions and acts as may be required of him/her by the International Board of Directors through the Vice District Governor's Manual and other directives.

SECTION 3. SECOND VICE DISTRICT GOVERNOR The Second Vice District Governor is subject to the supervision and direction of the District Governor. His/her specific responsibilities shall be to:

- (a) Further the Purposes of this Association;
- (b) Actively participate and inspire other District officers to administer and promote effective membership growth and new club organization.
- (c) Perform such duties as assigned by the District Governor, including assisting the District Retention Chairperson.
- (d) Perform such other functions and act as required by the policy of the Association.
- (e) Actively participate in all Cabinet meetings and conduct all meetings in the absence of the District Governor and the First Vice District Governor.

- (f) Participate in the preparation of the District budget and actively engage in all matters to be continued during the following year.
- (g) At the request of the District Governor, supervise appropriate District committees and participate in the review of strengths and weaknesses of the District.

SECTION 4. CABINET SECRETARY, CABINET TREASURER OR CABINET SECRETARY/TREASURER The duties of the Cabinet Secretary and the Cabinet Treasurer or the Cabinet Secretary/Treasurer shall be assigned by the District Governor and shall consist of:

- (a) Keep accurate records of the proceedings of all meetings of the Cabinet, and within five (5) days after each meeting forward copies of the same to all members of the Cabinet, and the office of Lions International.
- (b) Take and keep minutes of the District Convention and furnish copies of the same to Lions International, the District Governor in office, and the Secretary of each Club in the District.
- (c) Assist the District Governor and the Cabinet in conducting the business of the District and perform such other duties as are specified or implied in this Constitution and By-laws, or as may be assigned to them time to time by the District Governor or the Cabinet.
- (d) Sign all notices and documents issued by the District.
- (e) Make an annual report to the Cabinet at its meeting immediately preceding the District Convention, and such other times as the District Governor or Cabinet may require.
- (f) Collect and receipt all per capita dues levied hereunder on members and Clubs in the District, deposit the same in such bank or banks as the Cabinet shall determine and disburse the same by order of the District Governor or Cabinet.
- (g) Remit and pay over to the Multiple District Council Secretary the Multiple District per capita dues collected in the District, and secure a proper receipt therefore.
- (h) Keep accurate books and records of account, and minutes of all Cabinet and District meetings, and permit inspection of the same by the District Governor, and Cabinet members and any Club (or authorized agent of any of them) at any reasonable time for proper purposes. Upon direction of the District Governor or the Cabinet, they shall furnish any such books and records as requested to any auditor appointed by the Cabinet.
- (i) Secure bond for the faithful performance of their duties in such sum and with such sureties as may be required by the Cabinet.

SECTION 5. REGION CHAIRPERSONS If the position is utilized during the District Governor's term, they shall:

- (a) Attend the regular and special meetings of the Cabinet.
- (b) Assist the District Governor in promoting Lionism in their Region by performing such duties as may be delegated to them from time to time by the District Governor and the Cabinet.
- (c) Recommend qualified Lions in their Region for appointment as Zone Chairperson.
- (d) Endeavor to have every Club in their Region operating under a duly adopted Club Constitution and By-laws.

- (e) Promote representation at International, State, and District Conventions by at least the full quotas of delegates to which Clubs in their Region are entitled.

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

SECTION 6. ZONE CHAIRPERSONS Under the control and supervision of the District Governor and their Region Chairperson, they shall:

- (a) Make a report of each District Governor's Advisory Committee Meeting and send copies within five (5) days thereafter to Lions International, and their District Governor and Region Chairperson.
- (b) Endeavor to have every Club within their Zone operating under a duly adopted Club Constitution and By-laws.
- (c) Arrange, with the cooperation of their Region Chairperson, regularly scheduled Zone meetings.
- (d) Encourage inter Club meetings and social activities.
- (e) Promote attendance at charter nights of newly organized Clubs.
- (f) Promote representation at International, State, and District Conventions by at least the full quotas of delegates to which Clubs in their Zone are entitled.

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

SECTION 7. DISTRICT GOVERNOR'S CABINET The District Governor's Cabinet shall:

- (a) Assist the District Governor in the performance of their duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the District.
- (b) Serve in an advisory and administrative capacity only.
- (c) Receive, from the Region Chairpersons and the Zone Chairpersons, reports and recommendations, which concern the Clubs and Zones.
- (d) Supervise the collection of all per capita dues by the Cabinet Secretary or Cabinet Treasurer or Cabinet Secretary/Treasurer, designate a depository (ies) for said funds and authorize the payment therefrom of all legitimate expenses pertaining to the administration of the affairs of the District.
- (e) Secure, semiannually or more frequently, District Financial Reports from the Cabinet Treasurer or Cabinet Secretary/Treasurer.
- (f) Secure, set the amount of and approve the surety company issuing the surety bond for the Cabinet Secretary and Treasurer or Secretary/Treasurer.
- (g) Provide for an audit of the books and accounts of the Cabinet Treasurer or Cabinet Secretary/Treasurer.
- (h) With the District Governor's approval, set a definite schedule of dates, times and places for Cabinet meetings to be held during the fiscal year.

SECTION 8. DISTRICT GOVERNOR'S ADVISORY COMMITTEE It shall assist the Zone Chairperson in an advisory capacity; procure recommendations affecting the welfare of Lionism and the Clubs in the Zone, and relay the same through the Zone Chairperson to the District Governor and the Cabinet. It shall consist of the Presidents, Secretaries and Membership Chairpersons of each of the Clubs in the Zone.

SECTION 9. DISTRICT GOVERNOR'S HONORARY COMMITTEE The membership of this committee shall consist chiefly of Past International Officers, Past International Directors, and Past District Governors within the District; and said membership of this committee shall be appointed by the District Governor. The Immediate Past District Governor may be Chairperson of this committee. It shall act under the direction of the District Governor in the promotion of harmony throughout the District. The Chairperson of this committee shall attend meetings of the Cabinet when requested by the District Governor.

SECTION 10. SERGEANT-AT-ARMS The Sergeant-at Arms shall maintain order and decorum at the respective conventions and meetings and perform such other duties as are incident to their office under Robert's Rules of Order (Newly Revised).

SECTION 11. MULTIPLE DISTRICT COUNCIL It shall:

- (a) Make all contracts and approve all bills relating to State Convention and administrative expenses and subject to the provisions of this Constitution and By-laws and the powers herein granted to, and the policies of, the International Board of Directors and the Annual International Convention, each Multiple District Council shall supervise the administration of all Multiple District affairs, and may choose such officers, hold such meetings, administer such funds, authorize such expenditures and exercise such other administrative powers as are provided in this Multiple District Constitution.
- (b) Designate a depository for Multiple District funds.
- (c) Determine the amount of a surety bond for the Council Secretary and Treasurer, and approve the surety company issuing said bond.
- (d) Receive financial reports, semi-annually or more frequently, from the Council Treasurer, if necessary, and provide for an audit at the end of the fiscal year of the books and accounts of the Council Treasurer.

SECTION 12. MULTIPLE DISTRICT COUNCIL SECRETARY AND TREASURER Under the supervision and direction of the State Council, the State Secretary and Treasurer shall perform the following duties. The Council may divide these duties as they deem fit and select a State Secretary and State Treasurer:

- (a) Keep an accurate record of the proceedings of all meetings of the Council, and within ten (10) days after each meeting forward copies thereof to all members of the Council and the office of Lions International.
- (b) Assist the Council in conducting the business of the District and perform such other duties as are specified or implied in this Constitution and By-laws, or as may be assigned to them from time to time by the Council.
- (c) Receive and give receipts for all per capita dues required to be paid over to them hereunder by the District Cabinet Secretary or Cabinet Treasurer or Cabinet

Secretary/Treasurer, deposit the same in a bank or banks designated by the Council, and disburse the same under the supervision and control of the Council by checks drawn against said deposits signed by themselves and counter signed by the Council Chairperson or other duly authorized Council Member.

- (d) Keep accurate books and records of accounts and minutes of all Council and Multiple District meetings, and permit inspection of the same by any member of the Council or any Club in the Multiple District (or any duly authorized agent of either) at any reasonable time for any proper purpose.
- (e) Secure bond for the faithful performance of their duties in such sum and with sureties as may be required by the Council.
- (f) The State Treasurer must turn the books and funds over to the new Treasurer by August 1 and an audit to be completed by September 15.

SECTION 13. MULTIPLE DISTRICT COUNCIL CHAIRPERSON Under the general supervision of the International Board of Directors the Multiple District Council Chairperson shall be the coordinator of the Multiple District and shall act on behalf of and upon delegation from the Council of Governors. His/her specific responsibilities shall be to:

- (a) Further the Purposes of this Association;
- (b) Provide leadership, direction, and initiative for International and Multiple District programs, goals, and long range planning;
- (d) Create and foster harmony and unity among District Governors, and assist them in solving issues;
- (d) Chair the Multiple District convention and all Council meetings;
- (e) Submit reports and perform such duties as may be required by the Multiple District Constitution and By-Laws;
- (f) Perform such other administrative duties as may be assigned by the Multiple District Council of Governors; and
- (g) 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.
- (h) Shall be a voting member of the Council of Governors.

ARTICLE III COMMITTEES

SECTION 1. Each District in Multiple District No. 3 of Lions International shall have two (2) members on, and each District Governor shall appoint each year a two (2) year representative to succeed the member whose term has expired and fill any vacancies occurring in the following standing Multiple District Committees: Constitution and By-laws, Credentials and Elections, Drug Awareness, Extension, Finance and Audit, Long Range Planning, Leadership Development, Membership, Retention, Women's Membership Development and Participation, Public Relations, Lions Information and Resolutions, Sight Conservation (includes Lions World Services for the Blind and Leader Dogs), State Building and Youth Endeavors. The Chairperson of each committee, except for those appointed by Lions International, shall be designated by the Multiple District Council.

The following suggested committees shall have one member appointed each year by the District Governor for a one year term (the District Governors Elect will determine at District Governors' School the committees to be utilized during that year and to be listed in the State Directory): Campus Club, Cultural and Community Activities, Diabetes Awareness, Drug Awareness, Hearing & Speech Action & Work With the Deaf, Information Technology, LCIF, Legal, Lions Services for Children, Leo, Environmental, International Understanding and Cooperation, and Peace Poster.

SECTION 2. MD-3 District Governor School Committee shall consist of the sitting Council Chairperson as Chairperson of the Committee, the State Leadership Chairperson as Vice-Chairperson of the Committee, and as additional members of the Committee: the Immediate Past Council Chairperson, the State Secretary, the State Membership Chairperson, one seated District Governor to be appointed by the Council of Governors and the seated International Director, or, if there is not a sitting International Director, an Oklahoma Past International Director shall be appointed by the Council of Governors.

The MD-3 District Governor School shall be held after completion of all District Mid-Winter Conventions and prior to the Oklahoma Lions State Convention.

SECTION 3. Job description of State and District Disaster Committees.

- (a) The current District Governors, First and Second Vice District Governors, State Secretary, and Immediate Past District Governors of each District of Multiple District No. 3 shall constitute the State Disaster Committee for the Lions of Oklahoma. The committee will elect its own Chairperson and its duty is to assist and facilitate the formation and organization of the District Committees and their disaster plans.
- (b) The District Disaster Committees shall consist of the above officers from each District, with the First Vice District Governor acting as Chairperson. Their duties shall be to develop a manpower readiness team within the geographic area of their Committees, to serve as needed during any major catastrophe or disaster, and to disburse, administer and account for all funds contributed, donated, grants solicited or funds otherwise received in connection with the tragedy.

Definition: Any calamity that affects a large number of persons. To be considered on a case by case basis.

Qualifications: Any calamity that results in an outpouring of funds from concerned citizens for the victims of that event, shall be administered by this Committee. Money received shall be deposited and disbursed at the direction of this Committee from a separate fund maintained by the Lions State Treasurer.

Section 4: The State Convention Planning Committee (SCPC) shall be made up of two (2) members from each District, elected alternately for a two (2) year term at Conventions of the District. In addition, the Committee will include as voting members the State Council Chairperson, the State Secretary, the State Treasurer, the Immediate Past State Convention Planning Chairperson, the sitting International Director or if there is not a seated International Director, a Past International Director shall be appointed by the

Council of Governors. The Host Committee Chairperson shall be an ex-officio member. The Committee Chairperson will only vote when a tie exists to break such ties.

The Host Committee Chairperson shall serve as Liaison to the Host Committee. He/she will keep the State Convention Planning Committee informed of Host Committee meetings and plans.

One member shall be elected at each District Convention for a two (2) year term.

The committee members will elect a Chairperson of the State Convention Planning Committee from among its members or, alternatively, may select as Chairperson a Lion with exceptional skills and experience but who is not an appointed or elected member of the Committee. If the Committee members cannot decide upon a Chairperson, the Council Chairperson may appoint one.

The State Convention Planning Committee also will select from among its members, or a Lion with exceptional skills and experience but who is not an appointed or elected member of the committee, a Vice Chairperson whose primary duty will be to assist the Chairperson for the upcoming Convention and do planning for the following Convention. The Vice Chairperson will be the liaison with the Host Committee of the succeeding Convention and will assist in preparation for that Convention. The Vice Chairperson will participate in the visit to the host site and may be elected Chairperson of the Committee the following year.

ARTICLE IV RULES FOR CONVENTION PROCEDURE

SECTION 1. The Multiple District Council, with the support of the State Convention Planning Committee, shall arrange the Order of Business for the Multiple District Convention, and the same shall be the order of the day for all sessions.

SECTION 2. Except as otherwise specifically provided in this Constitution and By-laws, or in the rules or procedure adopted for a meeting, all questions of order and procedure in any District meeting or convention, any meeting of the Council, District Cabinet, Region, Zone or member Club or of any group or committee of any one of them shall be determined by Robert's Rules of Order (Newly Revised).

ARTICLE V NOMINATION AND ENDORSEMENT: INTERNATIONAL DIRECTOR AND SECOND VICE PRESIDENT NOMINEES

SECTION 1. Subject to the provisions of the International Constitution and By-laws any member of a Lions Club in the Multiple District seeking endorsements of Conventions of their District and the Multiple District as a candidate for the office of International Director or Second Vice President shall secure the endorsement of their District in the following manner:

(a) Deliver (by mail or in person) written Notice of Intention to seek such endorsement to

the District Governor of their District, and the State Secretary no less than 30 days prior to the convening date of the convention at which such endorsement is to be voted on.

- (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 2. Each Notice of Intention so delivered shall be transmitted forthwith by the District Governor to the Credentials and Election Committee of the respective convention, which shall review and perfect the same by obtaining from such prospective candidate any additional evidence of such intention and qualifications as may be necessary under the International Constitution and By-laws, and shall report at the respective convention the name of each such prospective candidate who has fulfilled said procedural and constitutional requirements.

SECTION 3. Each such nominee for endorsement shall be entitled to one nominating speech of no more than five (5) minutes and one (1) seconding speech of not more than three (3) minutes duration.

SECTION 4. The vote on the question of endorsement shall be by secret written ballot. The nominee receiving a majority of the votes cast shall be declared endorsed as a candidate of the respective convention and district. In the event of a tie vote, or failure of one nominee to receive the 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 majority of votes cast. The ballot shall also include an opportunity for the delegate to vote "no delegate at this time."

SECTION 5. Certification of endorsement by the District Convention shall be made in writing to the State Council Chairperson and State Secretary by the District Governor.

SECTION 6. 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 V have been met. Each District shall be entitled to endorse one candidate to the State Convention.

ARTICLE VI FISCAL YEAR

SECTION 1. The fiscal year of this Multiple District and each District shall be from July 1 to June 30.

ARTICLE VII AMENDMENTS

SECTION 1. These By-laws may be amended only at a State Convention, by resolution reported by the Committee on Constitution and By-laws and adopted by a majority of the votes cast, and such amendments shall take effect at the end of the Convention at which they were adopted.

SECTION 2. No amendment shall be so reported or voted upon unless the same shall have been furnished to each Club no less than fifteen (15) days prior to the convening date of the Annual Convention with notice that the same will be voted upon at said Convention.

SECTION 3. Each amendment shall take effect at the close of the Convention at which adopted unless otherwise specified in the amendment

EXHIBIT A MEMBERSHIP CATEGORIES

Membership in a Lions club shall be as follows:

- a. **ACTIVE:** A member entitled to all rights and privileges and subject to all obligations which membership in a Lions club confers or implies. Without limiting such rights and obligations, such rights shall include eligibility to seek, if otherwise qualified, any office in this club, district or association and the right to vote on all matters requiring a vote of the membership; and such obligation shall include regular attendance, prompt payment of dues, participation in club activities and conduct reflecting a favorable image of this Lions club community. As provided in the Family Membership Program criteria, qualifying family members shall be Active Members and be entitled to all rights and privileges thereof.
- b. **MEMBER-AT-LARGE:** A member of this club who has moved from the community, or because of health or other legitimate reason, is unable regularly to attend club meetings and desires to retain membership in this club, and upon whom the board of directors of this club desires to confer this status. The status shall be reviewed each six months by the board of directors of this club. A Member-at-Large shall not be eligible to hold office or to vote in district or international meetings or conventions, but shall pay such dues as the local club may charge, which dues shall include district and international dues.
- c. **HONORARY:** An individual, not a member of this Lions club, having performed outstanding service for the community of this Lions club, upon whom this club desires to confer special distinction. This club shall pay entrance fees and international and district dues on such a member, who may attend meetings, but shall not be entitled to any privilege of active membership.
- d. **PRIVILEGED:** A member of this club who has been a Lion fifteen or more years, who, because of illness, infirmities, advanced age or other legitimate reason, as determined by the board of directors of this club, must relinquish his/her active status. A Privileged Member shall pay such dues as the local club may charge, which dues shall include district and international dues. He/she shall have the right to vote and be entitled to all other privileges of membership except the right to hold club, district or international office.

- e. **LIFE MEMBER:** Any member of this club who has maintained Active membership as a Lion for 20 or more years and has rendered outstanding service to this club, his/her community, or this association; or any member who is critically ill; or any member of this club who has maintained such active membership for 15 or more years and is at least 70 years of age; may be granted Life Membership in this club upon:

- (1) recommendation of this club to the association,
- (2) payment to the association of \$500.00 or its equivalent in the respective national currency, by this club in lieu of all future dues to the association, and
- (3) approval by the International Board of Directors. Nothing herein shall prevent this club from charging a Life Member such dues as it shall deem proper.

A Life Member shall have all privileges of active membership so long as he/shee fulfills all obligations thereof.

A Life Member who desires to relocate and receives an invitation to join another Lions club shall automatically become a Life Member of such club.

- f. **ASSOCIATE MEMBER:** A member who holds his/her primary membership in another Lions club but maintains a residence or is employed in the community served by this club. This status may be conferred by the invitation of the board of directors and shall be reviewed annually. The club shall not report an Associate Member on its Membership Report.

An Associate Member may be eligible to vote on club matters, at meetings where he/she is present in person, but may not represent the club as a delegate at district (single, sub-, provisional and/or multiple) or international conventions. He/she shall not be eligible to hold club, district or international office nor district, multiple district or international committee assignments through this club. International and district (single, sub-, provisional, and/or multiple) dues shall not be assessed on an Associate; PROVIDED, however, nothing shall prevent this club from assessing an Associate such dues as it shall deem proper.

- g. **AFFILIATE MEMBER:** A quality individual of the community who currently is not able to fully participate as an Active member of the club but desires to support the club and its community service initiatives and be affiliated with the club. This status may be conferred by the invitation of the club's board of directors.

An Affiliate Member may be eligible to vote on club matters at meetings where he/she is present in person, but may not represent the club as a delegate at district (single, sub-, transitional, provisional and/or multiple) or international conventions.

He/she shall not be eligible to hold club, district or international office, nor district, multiple district or international office, nor district, multiple district or international committee assignment. An Affiliate Member shall be required to pay district, international and such dues as the local club may charge.

EXHIBIT B

SIGN-OFF SHEET AT LIONS YEAR END 2008-2009

Pursuant to Article XIX MD-3 STATE CONSTITUTION AND BY-LAWS of THE LIONS OF OKLAHOMA COUNCIL POLICY, I hereby certify that I have reviewed this copy and it is correct and includes all changes made during this Lions year as set in the LIONS OF OKLAHOMA CONSTITUTION AND BY-LAWS, Article XIII, CORRECTIONS, Section 11 and by the Lions of Oklahoma in Convention.

Bill Douthat, Council Chairperson

Virginia Rodriguez, State Secretary

Pat Shurley, Chairperson C&BL