

**LIONS CLUB OF ROCKINGHAM (INC)**  
(Founded March 1967)

# Constitution



**Updated June 2017**



## The Lions Club of Rockingham (Inc)

Chartered by and under the jurisdiction of THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS

### Code of Ethics

**TO SHOW** my faith in the worthiness of my vocation by industrious application to the end that I may merit a reputation for quality of service.

**TO SEEK** success and to demand all fair remuneration or profit as my just due, but to accept no profit or success at the price of my own self-respect lost because of unfair advantage taken or because of questionable acts on my part.

**TO REMEMBER** that in building up my business it is not necessary to tear down another's; to be loyal to my clients or customers and true to myself.

**WHENEVER** a doubt arises as to the right or ethics of my position or action towards others, to resolve such doubt against myself.

**TO HOLD** friendship as an end not a means. To hold that true friendship exists not on account of the service performed by one to another, but that true friendship demands nothing but accepts service in the spirit in which it is given.

**ALWAYS** to bear in mind my obligations as a citizen to my nation, my state and my community, and to give them unswerving loyalty in word, act and deed. To give them freely of my time, labour, and means.

**TO AID** others by giving my sympathy to those in distress, my aid to the weak, and my substance to the needy.

**TO BE CAREFUL** with my criticism and liberal with my praise; to build up and not to destroy.

## STANDARD CLUB CONSTITUTION

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# STANDARD CLUB CONSTITUTION

## ARTICLE 1 NAME

The name of this organization shall be the Lions Club of Rockingham (Inc), chartered by, and under the jurisdiction of the International Association of Lions Clubs.

## ARTICLE 2 PURPOSES

The purposes of this club shall be:

- 2.1 To create and foster a spirit of understanding among the peoples of the world.
- 2.2 To promote the principles of good government and good citizenship.
- 2.3 To take an active interest in the civic, cultural, social and moral welfare of the community.
- 2.4 To unite the clubs in the bonds of friendship, good fellowship and mutual understanding.
- 2.5 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.
- 2.6 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 endeavours.

## ARTICLE 3 EMBLEM, COLOURS, SLOGAN AND MOTTO

### 3.1 Emblem

The emblem of this association and each chartered club shall be of a design as follows:



### 3.2 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.

### 3.3 Colours

The colours of this association and of each chartered club shall be purple and gold.

### 3.4 Slogan

Its slogan shall be: ***Liberty, Intelligence, Our Nation's Security***

### 3.5 Motto

Its motto shall be: ***We Serve***

## ARTICLE 4 SUPREMACY

4.1 The Standard Form Club Constitution and By-Laws shall govern the club unless otherwise amended so as not to conflict with the district (single, sub- or multiple) and International Constitution and By-Laws and policies of Lions Clubs International. Whenever there may exist a conflict or a contradiction between the provisions set out in the club constitution and by-laws and the district (single, sub- or multiple) constitution, the respective district constitution and by-laws shall govern. In addition, whenever there may exist a conflict or a contradiction between the provisions set out in the club constitution and by-laws and the international constitution and by-laws or board policy, the international constitution and by-laws and board policy shall govern.

### 4.2 Club Size.

This Lions Club will strive to maintain 20 members, as this is the numerical minimum requirement for a club to obtain a Charter. A register of members will be kept by the Club Secretary and regularly updated.

## ARTICLE 5 MEMBERSHIP

### 5.1 Eligibility for Club Membership

Subject to the provisions of Article 5.3, any person of legal majority and good moral character and good reputation in his/her community, may be granted membership in this Lions club. Wherever the male gender or pronoun presently appear in this constitution, it shall be interpreted to mean both male and female persons.

## **5.2 Entrance fees and subscriptions**

New members will pay an entrance fee as set by Lions International. Thereafter all members will pay an annual fee as set by the Club Board.

## **5.3 Membership by Invitation.**

Membership in this Lions club shall be acquired by invitation only. Nominations shall be made on forms provided by the international office, which shall be signed by a member in good standing who shall act as sponsor, and be submitted to the membership chairperson or the club secretary who, after investigation by the membership committee, shall submit the same to the board of directors. If approved by a majority of said board, the prospect may then be invited to become a member of this club. A properly completed membership form duly signed, as well as the entrance fee and dues must be in the hands of the secretary before the member is reported to and officially recognised by the Association as a Lion member.

## **5.4 Membership Categories**

### **5.4.1 Active**

An active member is one who is eligible to seek, if qualified, any office in this Club, District or Association and the right to vote on all matters requiring a vote of the membership. Such obligation shall include prompt payment of dues, participation in Club activities, and conduct reflecting a favourable image of this Lions Club in the community. This membership category shall be included in the Club Delegate Formula calculation (see Article 10).

### **5.4.2 Member at Large**

A member of this club who has moved from the community, or because of health or other legitimate reason, is unable to regularly attend club meetings and desires to retain membership in this Club, shall upon application to the Board of Directors, be granted this status. This 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 at meetings or conventions, but shall pay such dues as the Club may charge. Such dues shall include District and International dues. This membership category shall be included in the Club Delegate Formula calculation(see Article 10).

### **5.4.3 Honorary Member**

An individual who is not a member of this Lions Club, having performed outstanding service for the community or this Lions Club may be recognised by the Club as an Honorary Member. The Club shall pay entrance fees and all District and International Fees. This membership category shall not be included in the Club Delegate Formula calculation (see Article 10).

### **5.4.4 Privileged Member**

A member of this club who has been a Lion for fifteen or more years, who because of illness, infirmities, advanced age or other legitimate reason, must relinquish his active status, but will be granted the status of Privileged Member by the Board of Directors. A Privileged Member shall pay such dues as the Club may charge, said dues to include District and International Fees. He shall have the right to vote and be entitled to all other privileges of active members except the right to hold Club, District or International Office. This membership category shall be included in the Club Delegate Formula calculation (see Article 10).

### **5.4.5 Life Member**

Life membership can be granted to

- A member of this Club who has maintained active membership as a Lion for 20 or more years and has rendered outstanding service to the Club, his community or this Association,
- Any member who is critically ill
- Any member who has maintained active membership for fifteen or more years and is at least seventy years of age.

The Club is required to:

- make a recommendation to the Association
- pay the \$US 650.00 fee (or its equivalent in the respective national currency)
- seek approval by the International Board of Directors.

A Life Member shall have all privileges of Active Membership so long as he fulfils all Club obligations. A Life Member who desires to re-locate and receives an invitation to join another Lions Club shall automatically become a Life Member of that Club. The Club can charge any fees it deems appropriate for Life Members.

Former Lioness members who are now active members of their Lions Club or who become active members of a Lions Club on or before June 30, 2007, may apply all of their prior Lioness service towards Life Membership eligibility. Lioness members who become active members of a Lions Club after June 30, 2007 will not be eligible for Lioness service credit for the purposes of Life Membership eligibility. This membership category shall be included in the Club Delegate Formula calculation(see Article 10).

### **5.4.6 Associate Member**

An Associate Member is one who holds his primary membership in another Lions Club but maintains a residence or is employed in the community served by this club. The Club Board of Directors has the power to confer this status, which shall be reviewed annually. The Club shall not include an associate member in its membership and activities report.

An Associate Member shall be eligible to vote on Club matters at meeting he attends in person, but may not represent the Club at District or International Conventions. He shall not be eligible to hold Club, District or International office. International and District dues shall not be assessed on the Associate Member, provided however that shall prevent this Club from setting a fee that it deems proper and appropriate. This membership category shall not be included in the Club Delegate Formula calculation (see Article 10).

#### **5.4.7 Affiliate Member**

A quality member 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 may be granted Affiliate Member status. This status may be conferred by the Club Board of Directors.

An affiliate member may be eligible to vote on Club matters at meetings where he is present, but may not represent the Club at District or International Conventions. He shall not be eligible to hold Club, District or International office. An affiliate member shall pay such dues as the Club may charge, said dues to include District and International Fees. The total affiliate membership shall not exceed twenty five percent of total active membership of the Club. This membership category shall be included in the Club Delegate Formula calculation (see Article 10).

#### **5.5 Good Standing**

Any member who fails to pay any indebtedness due to this Club within thirty (30) days after receipt of written notice from the secretary shall forfeit his good standing status and shall remain so until such indebtedness is paid in full, Members in good standing may exercise voting privileges and hold office in the Club.

#### **5.6 Dual Membership**

No person shall hold membership other than Honorary or Associate in this and any other Lions Club.

#### **5.7 Resignations**

Any member may resign from this Club and the resignation shall become effective upon acceptance by the Board of Directors. The Board may withhold acceptance of the resignation however, until all indebtedness has been paid and all Club funds and property have been returned. All right to use the name "LIONS", the emblem and other insignia of the Club and the Association ceases when membership is terminated.

#### **5.8 Membership Ceases**

person ceases to be a member of the Club and the Association when any of the following takes place"

- the individual dies
- the individual is expelled
- the individual's resignation is accepted.

#### **5.9 Reinstatement of Membership**

Any member whose membership was dropped from the Club list may be re-instated by the Club Board of Directors if he was in good standing when he was dropped. He will retain his prior Lions service record. If a past member has been absent for more than twelve months, he will be required to make application to rejoin according to Article 5.2.

#### **5.10 Transfer Membership**

A member may make application to transfer to another Lions Club provided that the member is in good standing at the time of the request for transfer. Members wishing to transfer must apply in writing using the appropriate form. Transfer will be granted by the Club Board of Directors and the Secretary will be required to forward the transfer details as soon as possible.. Transfer can be withheld if there is an indebtedness by the member or Club property is still to be returned.

A member who has not been active in Lions for more than twelve months will need to apply for membership according to Article 5.2.

#### **5.11 Failure to Pay**

The secretary shall submit to the Board of Directors the name of any member who fails to pay outstanding dues or indebtedness. The member shall be given notice of the indebtedness and be required to pay outstanding dues or indebtedness within sixty (60)days. The Board of Directors will then decide if the member is to be retained or dropped from the Club list.

#### **5.12 Attendance and Participation**

The Club shall encourage regular participation in Club meetings and activities.

#### **5.13 Rights not Transferable**

The rights of a member are not transferable and end when membership ceases.

### **ARTICLE 6 OFFICERS**

#### **6.1 Annual Election.**

Subject to the provisions of Sections 7 and 8 of this Article, all officers, other than directors, shall be elected annually and shall take office on July 1st, and shall hold office for one year from that date, or until their successors shall have been elected and qualified. The Secretary shall promptly report the newly elected officers to the International Office within 15 days of the election.

## **6.2 Directors Election.**

One-half of the directors shall be elected annually and shall take office on the July 1st next following their election, and shall hold office for two (2) years from that time, or until their successors shall have been elected and qualified, with the exception that at the first election held after the adoption of this constitution and by-laws, one-half of the directors shall be elected for two year terms and the other one-half of the directors shall be elected for one year terms.

## **6.3 Eligibility for Office.**

No person shall be eligible to hold office in this club unless he/she is an active member in good standing.

## **6.4 Nomination Meeting.**

A nomination meeting shall be held in March of each year or as determined by the board of directors, with the date and place of such meeting to be determined by the board of directors. Notice of the meeting shall be published by regular post or electronic means or by personal delivery to each member of this club at least fourteen (14) calendar days prior to the date of the meeting.

## **6.5 Nominating Committee.**

The president shall appoint a nominating committee which shall submit the names of candidates for the various club offices to the club at the nomination meeting. At this meeting, nominations for all offices to be filled in the succeeding year may also be made from the floor.

## **6.6 Election Committee.**

An election meeting shall be held in April or as determined by the board of directors, at a time and place determined by the board of directors. Notice of the election meeting shall be published by regular post or electronic means or by personal delivery to each member of the club at least fourteen (14) calendar days prior the date of the meeting. Such notice shall include the names of all nominees approved at the preceding nomination meeting, and, subject to 6.3 above, a statement that these nominees will be voted upon at this election meeting. No nominations may be made from the floor at the election meeting.

## **6.7 Ballot.**

The election shall be conducted by a secret written ballot by those present and qualified to vote if two or more nominations are received for each category.

## **6.8 Votes Required.**

The officer candidate is required to secure a majority of the votes cast by the club members present and voting in order to be declared elected; for purpose of such election, a majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. If, on the first ballot, and subsequent ballots, no candidate receives a majority, the candidate or tied candidates receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority. In case of a tie on any ballot, balloting shall continue on the tied candidates until one is elected.

## **6.9 Nominee Unable to Serve.**

If in the interim between the nomination meeting and the election meeting any nominee is unable for any reason to serve in the office to which he/she was nominated and for which office there was no other nominee, the nominating committee shall submit, at the election meeting, names of additional nominees for that office.

## **6.10 Vacancy.**

If the office of president or of any vice president shall become vacant for any reason, the vice presidents shall advance in office, according to their rank. In the event such provision for advancement shall fail to fill the office of president, or any office of vice president, the board of directors shall thereon call a special election, giving each member in good standing prior fourteen (14) calendar days notice of the time and place, which time and place shall be determined by said board, and such office shall be filled at said election meeting. In the event of a vacancy in any other office, the board of directors shall appoint a member to fill the unexpired term. In the event vacancies shall be of such number as to reduce the number of directors to less than the number required for a quorum, the membership of the club shall have power to fill such vacancies by an election held at any regular meeting of the club upon prior notice, and in the manner, specified in 6.11 hereinafter. Such notice may be given by any remaining officer or director, but if none, then by any member.

Vacancies can occur because of:

- 6.10.1** resignation of the committee member
- 6.10.2** removal of the committee member by the members of the club
- 6.10.3** the member becoming too ill to carry out his/her duties
- 6.10.4** the member taking leave or becoming a Lion at Large.
- 6.10.5** the death of the member

## **6.11 Replacement of Officers-Elect.**

In the event any officer-elect, before his/her term of office commences, is unable or refuses for any reason to serve therein, the president may call a special nomination and election meeting to elect a replacement for such officer elect. Fourteen (14)



calendar days prior notice of such meeting, setting forth the purpose, time and place shall be given to each member, by mail or personal delivery . The election shall be held immediately after nominations have been closed and a plurality vote shall be necessary for election.

**6.12 Removal**

Any officer of this club may be removed from office for good cause by two thirds (2/3) vote of the entire club membership.

**ARTICLE 7 BOARD OF DIRECTORS**

**7.1 Members**

The members of the board of directors shall be the president, immediate past president, the vice president(s), secretary, treasurer, Lion tamer, tail twister, membership chairperson, and all other elected directors.

**7.2 Quorum**

The presence in person of a majority of the directors shall constitute a quorum at any meeting of the board of directors. Except as otherwise specifically provided, the act of a majority of the directors present at any meeting shall be the act and direction of the entire board of directors.

**7.3 Duties and Powers**

In addition to those duties and powers, express and implied, set forth elsewhere in this constitution and by-laws, the board of directors shall have the following duties and powers:

- 7.3.1** It shall constitute the executive board of the club and be responsible for the execution, through the club officers, of the policies approved by the club. All new business and policy of this club shall be considered and shaped, first, by the board of directors for presentation to and approval by the club members at a regular or special club meeting.
- 7.3.2** It shall authorize all expenditures and shall not create any indebtedness beyond the current income of this club, nor authorize disbursement of club funds for purposes inconsistent with the business and policy authorized by the club membership.
- 7.3.3** It shall have power to modify, override or rescind the action of any officer of this club.
- 7.3.4** It shall have the books, accounts and operations of this club audited annually or, at its discretion, more frequently and may require an accounting or have an audit made of the handling of any club funds by any officer, committee or member of this club. Any member of this club in good standing may inspect any such audit or accounting upon request at a reasonable time and place.
- 7.3.5** It shall appoint, on recommendation of the finance committee, a bank or banks for the deposit of the funds of this club.
- 7.3.6** It shall appoint the surety for the bonding of any officer of this club.
- 7.3.7** It shall not authorize, nor permit, the expenditure, for any administrative purpose, of the net income of projects or activities of this club by which funds are raised from the public.
- 7.3.8** It shall submit all matters of new business and policy to the respective standing or special club committee for study and recommendation to the board.
- 7.3.9** It shall maintain at least two (2) separate funds governed by generally accepted accounting practices. The first fund to record administrative monies such as dues, tail twisting fines and other internally raised club funds. A second fund shall be established to record activity or public funds raised by asking support from the public. Disbursement from such funds is to be in strict compliance with item 7.3.7 above.

**7.4 Procedures of Committee Meetings**

All meetings will be conducted following the guidelines provided by Lions International.

**7.5 Keeping Records**

The Club Secretary or his/her delegate shall keep proper minutes of meetings and make these available to club members.

**ARTICLE 8 COMMITTEES**

**8.1 STANDING COMMITTEES.**

The following standing committees may be appointed by the club president, except for the membership chairperson, who is elected.

**8.1.1 ADMINISTRATIVE COMMITTEES:**

- |                          |                                     |
|--------------------------|-------------------------------------|
| Attendance               | Program                             |
| Constitution and By-Laws | Public Relations and Communications |
| Finance                  | Greeter                             |
| Information Technology   | Leadership Development              |
| Lions Information        | Membership                          |

**8.1.2 ACTIVITIES COMMITTEES:**

- Community Services
- Disaster Preparedness & Relief
- Environmental Services
- Diabetes Awareness & Action
- Hearing Preservation, Awareness & Action
- Sight Preservation, Awareness & Action
- International Relations
- Lions Opportunities for Youth
- Lions Services for Children

**8.2 MEMBERSHIP COMMITTEE.**

A membership committee shall be composed of the membership chairperson and may be structured in a way to best fit the club. The membership committee should include last year's membership chairperson, vice membership chairperson and any club members interested in new member recruitment and/or member satisfaction.

**8.3 SPECIAL COMMITTEES.**

From time to time, the president may appoint, with the approval of the board of directors, such special committees as may be necessary in his/her judgment or the judgment of the board of directors.

**8.4. PRESIDENT EX-OFFICIO.**

The president shall be an ex-officio member of all committees.

**8.5 COMPOSITION.**

All committees shall consist of a chairperson, and subject to Section 2 above, as many members as shall be considered necessary by the president.

**8.6 COMMITTEE REPORTING.**

Each committee, through its chairperson, should be encouraged as necessary to report, either verbally or in writing, each month to the board of directors.

**ARTICLE 9 MEETINGS**

**9.1 BOARD OF DIRECTORS REGULAR MEETINGS.**

Regular meetings of the Board of Directors shall be held at such times and places as the Board shall determine.

**9.2 BOARD OF DIRECTORS SPECIAL MEETINGS.**

Special meetings of the Board of Directors shall be held when called by the President, or when requested by three (3) or more members of the Board of Directors, at such time and place as the president shall determine.

**9.3 REGULAR CLUB MEETINGS.**

Regular meetings of this club shall be held at times and places recommended by the Board of Directors, and approved by the club. All meetings shall begin and end, promptly, at the regular set times. Except as otherwise specifically provided in the Club Constitution or Club By-Laws, notice of regular meetings shall be given in such manner as the Board of Directors deems proper. Notices of Motion for a General Meeting or Special Club meeting shall be given to the Secretary fourteen days prior to the meeting and circulated to members ten days prior to the meeting.

**9.4 SPECIAL CLUB MEETINGS.**

Special meetings of the club may be called by the President, in his/her discretion, and shall be called by the President when requested by the Board of Directors, at a time and place determined by the person or body requesting the same. Notice of special meetings setting forth the purpose, time and place shall be published to each member of this club, by regular post, electronic means or personal delivery, at least ten (10) days prior to the date thereof.

A special club meeting may be called by 3 club members. the request for the special meeting must setting forth the purpose of the request and circulated to all members ten days prior to the meeting.

**9.5 CHANGEOVER NIGHT**

An annual meeting of this club shall be held in conjunction with the close of each Lions' year at a time and place determined by the Board of Directors, at which meeting the final reports of the retiring officers shall be read and newly elected officers shall be installed.

**9.6 ANNUAL GENERAL MEETING**

An annual general meeting of this club will be held at a time and place determined by the Board of Directors where all positions are confirmed and an audited financial report is presented.

**9.7 ALTERNATIVE MEETING FORMATS.**

Regular and/or special meetings of this club and/or board of directors may be held through the use of alternative meeting formats, such as teleconference and/or web conference upon initiation of the President or by any three (3) members of the board of directors.

**9.8 CHARTER ANNIVERSARY.**

A charter night anniversary meeting of this club may be held each year, at which time special attention shall be devoted to the purposes and ethics of Lionism, and the history of this club.

**9.9 QUORUM.**

The presence in person of a majority of the members in good standing shall be necessary for a quorum at any meeting of this club. Except as otherwise specifically provided, the act of a majority of the members present at any meeting shall be the act and decision of the entire club.

**9.10 BUSINESS TRANSACTED BY MAIL.**

This club may transact business by mail (including letters, electronic mail, facsimile transmission, or cable), provided that no such action shall be effective until approved in writing by two-thirds (2/3) of the entire number of the club. Such action may be initiated by the president or any three (3) members of said board.

**ARTICLE 10 DELEGATES TO INTERNATIONAL AND DISTRICT CONVENTIONS**

**10.1 Delegate Entitlement International Convention**

Inasmuch as Lions Clubs International is governed by Lions clubs in convention assembled, and in order that this club may have its voice in association matters, this club shall have power to pay the necessary expenses of its delegates to each annual convention of the association. This club shall be entitled in any convention of this association. to one (1) delegate and one (1) alternate for every twenty five (25), or major fraction thereof, of its members 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, provided, however that this club shall be entitled to at least one (1) delegate and one (1) alternate. The major fraction referred to in this section shall be thirteen (13) or more members.

**10.2 Delegate Entitlement District/Multiple District Convention**

Inasmuch as all district matters are represented and adopted at the district (single, sub- and multiple) conventions, this club shall be entitled to send its full quota of delegates to all such conventions and have power to pay the necessary expenses of such delegates attending such conventions. This club shall be entitled in each annual convention of its district (single, or sub- and multiple) 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 this club, or major fraction thereof, of this 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, provided, however, that this club shall be entitled to at least to one (1) delegate and one (1) alternate. Each certified delegate present in person shall be entitled to cast one (1) vote of his/her choice on each question submitted to , the respective conference. The major fraction referred to in this section shall be five (5) or more members.

**10.3 Selection of Club Delegate(s) and Alternate(s)**

The Board of Directors or its designated committee shall name and appoint, subject to approval of the club membership, the delegates and alternates of this club to district (single, or sub- and multiple) and international conventions. Eligible delegates must be members in good standing in the club and entitled to vote in accordance with the rights and privileges chart set forth in this Constitution and By-Laws.

**ARTICLE 11 CLUB DISPUTE RESOLUTION PROCEDURE**

**11.1 Grievance Procedure**

Means the procedures set out in this article.

**11.2 Party to a Dispute.**

Includes a person

**11.2.1** who is a party to a dispute and

**11.2.2** who ceases to be a member within six months before the dispute has come to the attention of each party to the dispute.

**11.3 Application of Division**

The procedure set out in this Division (the grievance procedure) applies to disputes between members, or between one or more members and the Association.

#### **11.4 Parties to Attempt to Resolve Dispute.**

the parties to a dispute must attempt to resolve the dispute between themselves within fourteen (14) days after the dispute has come to the attention of each party.

#### **11.5 Starting a Grievance Procedure**

**11.5.1** If the parties to a dispute are unable to resolve the dispute between themselves within the time required (Article 10.4), and party to the dispute may start the grievance procedures by giving written notice to the Secretary of the parties to the dispute and the matters that are the subject of the dispute.

**11.5.2** Within twenty eight (28) days after the Secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.

**11.5.3** The Secretary must give each party to the dispute written notice of the Committee Meeting at which the dispute is to be considered and determined at least seven (7) days before the meeting is held.

**11.5.4** The notice given to each party to the dispute must state when and where the Committee Meeting is to be held and that the party or party's representative, may attend the Meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the Committee about the dispute.

**11.5.5** If the dispute is between one or more Members and the Association, and any party to the dispute gives written notice to the Secretary stating that the party does not agree to the dispute being determined by the Committee and requests the appointment of a Mediator the Committee must not determine the dispute.

#### **11.6 Determine of Dispute by Committee**

**11.6.1** At the committee meeting at which a dispute is to be considered and determined the committee must:

**11.6.1.1** give each party to the dispute or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the Committee about the dispute, and

**11.6.2.1** give due consideration to any submissions so made and

**11.6.2.3** determine the dispute

**11.6.2** The Committee must give each party to the dispute written notice of the Committee's determination, and the reasons for the determination within seven (7) days after the committee meeting at which the determination is made.

**11.6.3** A party to the dispute may within fourteen (14) days after receiving notice of the Committee's determination under these rules, give written notice to the Secretary requesting the appointment of a Mediator.

**11.6.4** If notice is given under rule 10.6.3 each party to the dispute is a party to the mediation.

#### **11.7 Mediation**

##### **11.7.1 Application of Division**

**11.7.1.1** This Division applies if written notice has been given to the Secretary requesting the appointment of a Mediator by a member who is suspended or expelled or by a party to a dispute who requests the appointment of a mediator.

**11.7.1.2** If this Division applies, a Mediator must be chosen or appointed.

##### **11.8 Appointment of a Mediator**

**11.8.1** The Mediator must be a person chosen

**11.8.1.1** if the appointment of a mediator was requested by a Member by agreement between the member and the Committee or

**11.8.1.2** if the appointment of a mediator was requested by a party to a dispute by agreement between the parties to the dispute.

**11.8.2** If there is no agreement for the purposes of sub rule 9.8.1.1 and 9.8.1.2, then subject to sub rules 9.8.3 and 9.8.4 the Committee must appoint the Mediator.

**11.8.3** The person appointed as Mediator by the Committee must be a person who acts as a Mediator for another not-for-profit body such as a Community Legal Centre if the appointment of a mediator was requested by:

**11.8.3.1** a Member who is suspended or expelled or

**11.8.3.2** a party to a dispute or

**11.8.3.3** a party to a dispute where the dispute is between one or more Members and the Association.

**11.8.4** The person appointed as Mediator by the Committee may be a member or former member of the Association, but must not

**11.8.4.1** have a personal interest in the matter that is the subject of the mediation or

**11.8.4.2** be biased in favour of or against any party to the mediation.

##### **11.9 Mediation Process**

**11.9.1** The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.

- 11.9.2** Each party to the mediation must give the Mediator a written statement of the issues that need to be considered at the mediation at least five (5) days before the mediation takes place.
- 11.9.3** In conducting the mediation, the Mediator must:
- 11.9.3.1** give each party to the mediation every opportunity to be heard, and
  - 11.9.3.2** allow each party to the mediation to give due consideration to any written statement given by another party, and
  - 11.9.3.3** ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- 11.9.4** The Mediator cannot determine the matter that is the subject of the mediation.
- 11.9.5** The mediation must be confidential and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.
- 11.9.6** The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the Mediator.
- 11.10 Results of Mediation**
- 11.10.1** If mediation results in a decision to suspend or expel being revoked if
- 11.10.1.1** mediation takes place because a members whose membership is suspended or who is expelled from the Association gives notice, and
  - 11.10.1.2** as the result of the mediation the decision to suspend the member's membership or expel the member is revoked that revocation does not affect the validity of any decision made at a Committee Meeting or General Meeting during the period of suspension or expulsion.

## **ARTICLE 12 CLUB BRANCH PROGRAM**

### **12.1 Branch Formation**

Clubs may form branches to permit the expansion of Lionism into locations where and when circumstances do not support the formation of a charter club. The branch shall meet as a subsidiary of the parent club and shall conduct service activities in its community.

### **12.2 Membership in Parent Club**

The members of the branch shall be granted membership in the parent club. membership shall be in one of the categories listed in Article 1 of the By-Laws.

### **12.3 Fundraising**

Activity or public welfare monies raised by the branch by asking for public support shall be held in a fund established to record such purpose. They shall be distributed in the branch community unless otherwise specified. The board of directors of the club branch may authorize the parent club treasurer to countersign cheques.

### **12.4 Designated Branch Club Funds**

In the event of dissolution of the branch club, any remaining branch club designated funds shall be returned to the parent club. In the event the branch club is converted into a newly chartered club, any remaining funds shall be transferred to the newly chartered club.

### **12.5 Dissolution**

The branch may be disbanded by a majority vote of the entire club membership of the parent club.

## **ARTICLE 13 CLUB FUNDS**

### **13.1 Public (Activity) Funds**

All funds raised from the public must be returned to public use, including money accumulated from invested public funds. The only deductions that may be made from the activity account are the direct operating expenses of the fundraising activity. Money accumulated from interest must also be returned to public use.

### **13.2 Administrative Funds**

Administrative funds are supported through contributions from members through dues, fines and other individual contributions.

### **13.3 Fiscal Year.**

The fiscal year of this club shall be July 1 through June 30.

### **13.4 Payment to Members**

The Board of Directors shall authorise payments to club members when a reimbursement is required when club members have made personal payments on authorised Club projects.

**13.5 Personal Benefit.**

Except to further his/her progress in Lionism, no officer or member of this club shall use his/her membership as a means of furthering any personal, political, or other aspiration, nor shall the club, as a whole, take part in any movement not in keeping with its purposes and objects.

**13.6 Compensation.**

No officer shall receive any compensation for any service rendered to this club in his/her official capacity with the exception of the secretary, whose compensation, if any, shall be fixed by the board of directors.

**13.7 Solicitation of Funds.**

No funds shall be solicited from the club during meetings by any individual or individuals who are not members of the club. Any suggestion or proposition made at any meeting of this club calling for the expenditure of money for other than the regular obligations shall be referred to the appropriate committee or to the board of directors for further review.

**ARTICLE 14 AMENDMENTS**

**14.1 Amending Procedure**

This constitution may be amended at a regular or special meeting of this club, at which a quorum is present, by the affirmative vote of two-thirds (2/3) of the members present in person and voting, provided that the Board has previously considered the merits of the amendments.

**14.2 Notice**

No amendment shall be put to vote, unless written notice, stating the proposed amendment shall have been published to the member through regular post or electronic means, or delivered personally to each member of this club at least twenty eight (28) calendar days prior to the meeting at which the vote on the proposed amendment is to be taken.

**ARTICLE 15**

**Distribution of Surplus Property on Winding up of the Club**

If upon the winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.

**ARTICLE 16 Club Patron**

**16.1** The Executive Committee may appoint a patron or patrons to the Club at the AGM.

**16.2** The proposed Patron(s) would be recommended because of their qualities, or professional achievements that would help to promote or enhance the image of and bring general benefit to the Club.

**16.3** The patron(s) may serve a one (1) year term and shall be eligible for re-appointment at the next Annual General Meeting.

**16.4** Appointment as Patron shall not in itself confer any rights or privileges with regard to voting or standing for office.

**ARTICLE 17 Parliamentary Practices**

**17.1** Except as otherwise specifically provided in this constitution and by-laws, all questions of order or procedure with respect to any meeting or action of this club, its board of directors or any committee appointed hereunder shall be determined in accordance with ROBERT'S RULES OF ORDER, NEWLY REVISED, as revised from time to time.

**ARTICLE 18 Partisan Politics/Religion.**

**18.1** This club shall not endorse or recommend any candidate for public office, nor shall partisan politics or sectarian religion be debated by members in meetings of this club.



## **Lions Clubs International**

### **Purposes**

**TO ORGANISE**, charter and supervise clubs to be known as Lions clubs.

**TO COORDINATE** the activities and standardize the administration of Lions clubs.

**TO CREATE** and foster a spirit of understanding among the peoples of the world.

**TO PROMOTE** the principles of good government and good citizenship.

**TO TAKE** an active interest in the civic, cultural, social and moral welfare of the community.

**TO UNITE** the clubs in the bonds of friendship, good fellowship and mutual understanding.

**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.

**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 endeavours.

### **Vision Statement**

**TO BE THE GLOBAL LEADER** in communities and humanitarian service.

### **Mission Statement**

**TO EMPOWER** volunteers to serve their communities, meet humanitarian needs, encourage peace and promote international understanding through Lions clubs.