

**THE INTERNATIONAL ASSOCIATION  
OF LIONS CLUBS**

**DISTRICT CONSTITUTION  
AND BY-LAWS**



**District 2-E1  
Texas**

**LIONS CLUBS INTERNATIONAL**

*Amended April 4, 2009  
Amended April 5, 2008  
Amended April 29, 2006  
Adopted May 3, 2003*

# DISTRICT 2-E1 CONSTITUTION

(The Standard Form District Constitution and By-laws, as amended herein, govern District 2-E1. Whenever there may exist a conflict or a contradiction between the provisions set out in this district constitution and by-laws and the Multiple District 2 Constitution and By-Laws or the International Constitution and By-Laws and policies of Lions Clubs International, then the Multiple District 2 Constitution and By-Laws or the International Constitution and By-Laws and policies of Lions Clubs International shall govern.)

## ARTICLE I Name

This organization shall be known as District No. 2-E1, Lions Clubs International, hereinafter referred to as "district."

## ARTICLE II Object

To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this district.

## ARTICLE III Membership

The members of this organization shall be all Lions clubs in this district chartered by Lions Clubs International.

The geographical limits of District 2-E1, as it is currently designated by the TEXAS Council of Governors, the Lions of Texas and of District 2-E1, includes the following counties in North Central Texas:

Archer	Erath	Knox	Taylor
Baylor	Foard	Montague	Throckmorton
Callahan	Hardeman	Palo Pinto	Wichita
Clay	Haskell	Shackelford	Wilbarger
Comanche	Jack	Stephens	Young
Eastland	Jones	Stonewall	

## **ARTICLE IV**

### **District Organization**

Section 1. **CABINET AND OFFICERS.** The district shall have a district cabinet composed of the district governor, the immediate past district governor, the 1<sup>st</sup> and 2<sup>nd</sup> vice district governors, the region chairmen (if the position is utilized during the district governor's term), the zone chairmen, a cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer, and two (2) duly elected Directors of the Texas Lions Camp. The members of the district cabinet shall be the officers of the district. Each such officer shall be a member in good standing of a Lions club in good standing in the district.

Section 2. **ELECTION OF DISTRICT GOVERNOR/1<sup>ST</sup> AND 2<sup>ND</sup> VICE DISTRICT GOVERNORS.** The district governor and 1<sup>st</sup> and 2<sup>nd</sup> vice district governors shall be elected at the annual convention of the district. The district shall elect or the district governor shall appoint, by the time he/she takes office, the cabinet secretary-treasurer or a cabinet secretary and cabinet treasurer, one region chairman for each region (if the position is utilized during the district governor's term), and one zone chairman for each zone, in the district.

Section 3. **DIRECTOR, TEXAS LIONS CAMP** Nominations, qualifications and election of Lions for this office shall be in accordance with the Constitution and By-Laws of TEXAS.

- (a) Candidates for this office shall be nominated and elected from the NORTHERN part of the District in even-numbered years and from the SOUTHERN part of the District in odd-numbered years. The Cabinet shall decide the appropriate line of division between North and South, should the occasion arise.
- (b) In the event there is no representative elected for this office at the District Convention, then the District Governor shall appoint a qualified Lion to serve the required term of office, prior to the first meeting of the Board of Directors of the Texas Lions Camp.

## **ARTICLE V**

### **District Convention**

Section 1. **TIME AND PLACE.** An annual convention of the district shall be held in each year to conclude no less than thirty (30) days prior to the convening of the international convention at a place selected by a previous annual convention of the district and at a date and time fixed by the district governor. A meeting of the registered delegates of the district in attendance at the annual convention of the multiple district of which this district shall be a part may constitute the annual convention of the district.

Section 2. **CLUB DELEGATE FORMULA.** Each chartered club in good standing in Lions Clubs International and its district (single or sub- and multiple) 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 the club or major fraction thereof, of said club as shown by the records of the international office on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be five (5) or more members. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to, the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. Delinquent dues may be paid and good standing acquired at any time prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

Any Past District Governor attending a convention of this district who is a member in good standing of a Lions club in this district shall be granted delegate status, independent of the hereinabove specified club delegate quotas.

Section 3. **QUORUM.** The attendance in person of a majority of the delegates registered at a convention shall constitute a quorum at any session of the convention.

## **ARTICLE VI Amendments**

Section 1. **AMENDING PROCEDURE.** This constitution may be amended only at a district convention, by resolution of the Constitution and By-Laws Committee and adopted by the affirmative vote of two-thirds (2/3) of the votes cast.

Section 2. **NOTICE.** No amendment shall be so reported or voted upon unless the same shall have been furnished in writing to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

Section 3. **EFFECTIVE DATE.** Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

# BY-LAWS

## ARTICLE I

### District Convention

Section 1. **CONVENTION SITE SELECTION.** The district governor shall receive invitations in writing from places desiring to entertain the succeeding year(s) annual convention. All invitations shall set forth such information as the district governor shall from time to time require and shall be delivered to him/her no later than thirty (30) days prior to the convening date of the convention at which they are to be voted upon. Procedure to be followed in investigation of bids and in presentation of the same to conventions, as well as action to be taken by a convention in the event no bids are acceptable to or so received by the district governor shall be determined by the district governor.

Section 2. **SITE CHANGE.** The district governor shall retain, and have, power to change at any time, for good reason, the convention site chosen by a previous district convention, and neither the district governor nor the district nor any member of the district cabinet, shall incur any liability thereby to any club or club member in the district.

Section 3. **OFFICERS.** The members of the district cabinet shall be the officers of the annual district convention.

Section 4. **SERGEANT-AT-ARMS.** A convention sergeant-at-arms and such assistant sergeant-at-arms as deemed necessary shall be appointed by the district governor.

Section 5. **OFFICIAL REPORT.** Within sixty (60) days after the close of each single and sub-district convention, the cabinet secretary shall transmit one copy of the complete proceedings to the international office. Upon written request from any club in the respective district a copy shall be furnished to said club.

Section 6. **CREDENTIALS COMMITTEE.** The Credentials Committee of the district convention shall be composed of the district governor, as chairman, the cabinet-secretary treasurer and two other non-officers of the district appointed by the district governor. The Credentials Committee shall have the powers and perform the duties set forth in ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 7. **ORDER OF CONVENTION BUSINESS.** The district governor shall arrange the order of business for the district convention, and the same shall be the order of the day for all sessions.

Section 8. **DISTRICT CONVENTION COMMITTEES.** The district governor shall appoint, designate the chairman of, and fill any vacancies occurring in the following district convention committees: Resolutions, Elections, Constitution and By-Laws, Rules, and International Convention. Each region shall have at least one representative

on each such committee. These committees shall perform such duties as the district governor shall designate.

Section 9. **FUND TAX.** In lieu of or in addition to a district convention registration fee, an annual per capita district convention fund tax of One Dollar Fifty Cents (\$1.50) may be levied upon each member of each club in the district and shall be collected and paid in advance by each club, except newly chartered and reorganized clubs, in two (2) semi-annual payments as follows: Seventy Five Cents (\$0.75) per club member on September tenth of each year to cover the semi-annual period July 1 to December 31; and Seventy Five Cents (\$0.75) per club member on March tenth of each year to cover the semi-annual period January 1 to June 30, with billings of said tax to be based upon the roster of each club as of the first days of September and March, respectively. This tax shall be collected from the clubs by, and be remitted to, the cabinet secretary or cabinet-treasurer (or secretary-treasurer), who shall deposit the monies so collected in a special account in a bank or other depository chosen by the district governor. The fund so collected shall be used exclusively for defraying expenses of district conventions and shall be expended only by district checks drawn and signed by the cabinet treasurer and counter-signed by the district governor. Any club which is chartered or reorganized in a current fiscal year shall collect and pay said convention per capita tax for said fiscal year on a pro-rata basis from the first day of the second month following the date of its organization, as the case may be.

Disbursements from the District Convention Fund Tax may be made to the extent of twenty percent (20%) of the said tax for the purpose of financing the Mid-Winter Conference.

## **ARTICLE II**

### **Meetings**

#### **Section 1. DISTRICT CABINET MEETINGS.**

- (a) **Regular.** A regular meeting of the cabinet shall be held in each quarter of the fiscal year, the first of which should be held within thirty (30) days after the adjournment of the preceding international convention. Ten (10) days written notice of meetings setting forth a date, time and place determined by the district governor shall be given to each member by the cabinet secretary.
- (b) **Special.** Special meetings of the cabinet may be called by the district governor at his/her discretion, and shall be called upon written request made to the district governor or the cabinet secretary by a majority of the members of the cabinet. No fewer than five (5) nor more than twenty (20) days written (including letters, electronic mail, facsimile trans-mission, or cable) notice of special meetings, set-ting forth the purposes and a date, time and place determined by the district governor, shall be given to each member by the cabinet secretary.
- (c) **Quorum and Vote.** The attendance of a majority of the members of the cabinet shall constitute a quorum for any meeting. In all such meetings, the voting privilege shall extend to the district governor, the immediate past district governor, vice district governor, the region chairmen (if the position is utilized

during the district governor's term), zone chairmen, cabinet secretary and cabinet treasurer (or cabinet secretary treasurer). (The voting privilege may be extended to such other members of the district cabinet as may be provided.)

## Section 2. **REGIONS AND ZONES.**

- (a) **Organizational.** The district governor shall divide the district into regions of no more than sixteen (16) and no less than ten (10) Lions clubs, and each such region into zones of no more than eight (8) and no less than four (4) Lions clubs, giving due regard to the geographical locations of the clubs. All such regions and zones shall be subject to change by the district governor, when in his/her sole discretion, he/she shall deem the same necessary to the best interests of the association.
- (b) **Regional Meetings.** Meetings of representatives of all clubs in a region, with the region chairman (if the position is utilized during the district governor's term) or other district cabinet member as may be assigned by the district governor presiding, should be held during the fiscal year at times and places fixed by the region chairman of the respective region.
- (c) **Zone Meetings.** Meetings of representatives of all the clubs in a zone, with the zone chairman presiding, shall be held during the fiscal year at times and places fixed by the zone chairman.

## Section 3. **MID-WINTER CONFERENCE.**

- (a) To be held at a location decided by the District Cabinet at a time decided by the District Governor and/or the Cabinet at their option. This Conference shall constitute the third cabinet meeting of the year.
- (b) In the event the Cabinet does not provide such a meeting place or time, the District Governor shall solicit and select such a place to hold the meeting and designate the time for such meeting to be held.
- (c) The Mid-Winter Conference shall not be a deliberative body, as such, and shall have no voting delegates and no power to conduct District business.
- (d) All Lions of the District and their guests shall be invited to attend the Mid-Winter Conference for the purpose of gaining information concerning the progress of the year's business, receiving instructions concerning the duties of club officers, enjoying fellowship with one another, and the furtherance of Lionism in general.

## **ARTICLE III**

### **District Nominations, Elections and Appointments**

Section 1. **NOMINATING COMMITTEE.** Each district governor shall appoint by written notification received at least sixty (60) days prior to the sub-district convention, a Nominating Committee of not more than five (5) members, each of whom shall be a member in good standing of a different Lions club in good standing in the district, and shall not at the time of their appointment hold any district or international office.

Section 2. **DISTRICT GOVERNOR ELECTION PROCEDURES.** Any qualified member of a club in the district seeking the office of district governor shall file his/her intention to so run in writing with the Nominating Committee prior to the day of its report to the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the name(s) of all candidate(s) 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. A candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

Section 3. **1st AND 2nd VICE DISTRICT GOVERNOR ELECTION PROCEDURES.** Any member of a club in the district seeking the office of 1st or 2nd vice district governor shall file his/her intention to so run in writing with the Nominating Committee prior to the day of its report to the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in the International Constitution and By-Laws. The Nominating Committee shall place in nomination at the district convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

Section 4. **DIRECTOR, TEXAS LIONS CAMP:** Nominations, qualifications and election of Lions for this office shall be in accordance with the Constitution and By-Laws of TEXAS MD-2. The Nominating Committee shall make the written nomination (endorsed by the majority of the members of the nominee's club) of any qualified member for the office of Director of the Texas Lions Camp. The nomination shall be received by the Nominating Committee not later than thirty (30) days prior to the opening of the District Convention. Should there be no written nominations received, nominations from the floor of the convention shall be the order of the day. All nominees shall be members in good standing of Lions Clubs within the District, likewise in good standing, having the following qualifications: Must have been a Lions Club member for three (3) years; have served as President of his/her club or as chairman of his/her club's Camp committee. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one (1) seconding speech of no more than three (3) minutes duration.

Section 5. **BALLOT.** The election shall be by secret written ballot. When two or more candidates are placed in nomination, the candidate receiving the simple majority of the votes cast shall be elected. 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.

Section 6. **DISTRICT GOVERNOR VACANCY.** In the event of a vacancy in the office of district governor, the same shall be filled in accordance with the provisions of the International Constitution and By-Laws. The immediate past district governor, vice district governor, the region chairmen, zone chairmen, the cabinet secretary and cabinet treasurer (or cabinet secretary/treasurer) and District Governor's Honorary Committee shall convene at a date, time and place called and determined by the immediate past district governor to select a replacement for recommendation to the International Board of Directors. (See Exhibit B at the end of this booklet.)

Section 7. **1<sup>st</sup> AND 2<sup>nd</sup> VICE DISTRICT GOVERNORS AND OTHER VACANCIES.** Any vacancy in office except that of district governor and 1<sup>st</sup> or 2<sup>nd</sup> vice district governor shall be filled by appointment from the district governor for the unexpired term. In event of a vacancy arising in the office of 1<sup>st</sup> or 2<sup>nd</sup> vice district governor, the district governor shall convene a meeting of the members of the existing cabinet as provided for in the International Constitution and By-Laws and all past international officers who are members in good standing of a chartered Lions club in good standing in the district. It shall be the duty of the attendees at this meeting to appoint a qualified club member as 1<sup>st</sup> or 2<sup>nd</sup> vice district governor for the remainder of the term. In filling said vacancy, it shall be the duty of the district governor, or if not available, the most recent past district governor who is available, to send out invitations to attend said meeting and it shall also be his/her responsibility to preside as chairman of the meeting. The chairman shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion who is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one vote for the Lion of his/her choice.

Section 8. **REGION/ZONE CHAIRMAN QUALIFICATIONS.** Each region and zone chairman shall:

- (a) Be an active member in good standing in his/her respective region or zone; and
- (b) Have served or will have served at the time of taking office as region or zone chairman, as president of a Lions club for a full term or major portion thereof, and a member of the board of directors of a Lions club for no less than two (2) additional years.

Section 9. **REGION/ZONE CHAIRMAN VACANCY.** If any region chairman or zone chairman shall cease to be a member of a club in the region or zone, as the case may be, to which he/she was appointed, his/her term of office shall thereon cease and the district governor shall appoint a successor to fill said office. Provided, however, the

district governor, in his/her discretion may determine not to use the position of region chairman for the remainder of the term.

## **ARTICLE IV**

### **Duties of District Officers/Cabinet**

Section 1. **DISTRICT GOVERNOR.** Under the general supervision of the international Board of Directors, he/she shall represent the association in his/her district. In addition, he/she shall be the chief administrative officer in his/her district and shall have direct supervision over the 1<sup>st</sup> and 2<sup>nd</sup> vice district governors, region chairmen, the zone chairmen, the cabinet secretary-treasurer and such other cabinet members as may be provided for in this district constitution and by-laws. His/her specific responsibilities shall be to:

- (a) Further the Purposes of this association;
- (b) Supervise the organization of new Lions clubs;
- (c) Promote the Lions Clubs International Foundation and all service activities of the association;
- (d) Preside, when present, over cabinet, convention and other district meetings. During any period he/she is unable to so preside, the presiding officer at any such meeting shall be the vice district governor, but if he/she is not available, the district officer chosen by the attending members shall preside;
- (e) Promote harmony among the chartered Lions clubs;
- (f) Endeavor to visit each club at least once during his/her term of office;
- (g) Exercise such supervision and authority over cabinet officers and district committee appointees as is provided in this district constitution;
- (h) Submit a current itemized statement of total district receipts and expenditures to his/her district convention or annual meeting of his/her district at a multiple district convention;
- (i) Deliver, forthwith, at the termination of his/her term of office, all district accounts and records to his/her successor in office;
- (j) Report to Lions Clubs International all known violations of the use of the association's name and emblem;
- (k) Perform such other functions and acts as shall be required of him/her by the International Board of Directors through the District Governor's Manual and other directives.

Section 2. **1<sup>st</sup> VICE DISTRICT GOVERNOR.** The 1<sup>st</sup> 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;
- (e) Actively participate in all cabinet and council meetings and conduct all meetings in the absence of the district governor;
- (f) Participate in the preparation of the district budget;
- (g) Be actively engaged in all matters to be continued during the next year;
- (h) Participate in the review of the strengths and weaknesses of the clubs of the district - particularly, identify existing and potential weak clubs within the district, establish plans to strengthen them, and submit the plans to the international headquarters by the end of the vice district governor's term; and
- (i) At the request of the district governor supervise appropriate district committees and participate in the review of strengths and weaknesses of the district.
- (j) Will chair the district MERL team.

Section 3. **2<sup>nd</sup> VICE DISTRICT GOVERNOR.** The 2<sup>nd</sup> vice district governor is subject to the supervision and direction of the district governor. His/her specific responsibilities shall be to:

- (a) Actively participate and inspire other district officers to administer and promote effective membership growth and new club organization.
- (b) Perform such duties as assigned by the district governor, including assisting the district retention chairperson.
- (c) Perform such other functions and act as required by the policy of the association.
- (d) Actively participate in all cabinet meetings and conduct all meetings in the absence of the district governor and the 1<sup>st</sup> vice district governor
- (e) Participate in the preparation of the district budget.
- (f) Actively engage in all matters to be continued during the following year.
- (g) At the request of the district governor, supervise appropriate district
- (h) committees and participate in the review of strengths and weaknesses of the district.

Section 4. **CABINET SECRETARY-TREASURER.** He/she shall act under the supervision of the district governor. His/her specific responsibilities shall be to:

- (a) Further the Purposes of this association;
- (b) Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:
  - 1) Keep an accurate record of the proceedings of all meetings of the cabinet, and within five (5) days after each meeting forward copies of the same to all members of the cabinet, and the office of Lions Clubs International;
  - 2) Take and keep minutes of the sub-district convention and furnish copies of the same to Lions Clubs International, the district governor and the secretary of each club in the sub-district;
  - 3) Make reports to the cabinet as the district governor or cabinet may require;

- 4) Collect and receipt for all per capita taxes levied on members and clubs in the sub-district, deposit the same in such bank or banks as the district governor shall determine and disburse the same by order of the district governor;
  - 5) Remit and pay over to the multiple district council secretary-treasurer the multiple district per capita tax, if any, collected in the sub-district, and secure a proper receipt;
  - 6) Keep accurate books and records of account, and minutes of all cabinet and sub-district meetings, and permit inspection of the same by the district governor, any cabinet member and any club (or any authorized agent of any of them) at any reasonable time for any proper purpose. Upon direction of the district governor or the cabinet, he/she shall furnish any such books and records as requested to any auditor appointed by the district governor.
  - 7) Secure bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the district governor.
- (c) Perform such other functions and acts as may be required of each by directives of the International Board of Directors.
- (d) If separate offices of cabinet secretary and cabinet treasurer are adopted, the duties listed in (b) are to be attributed to each of the offices according to the nature of such duties.

Section 5. **REGION CHAIRMAN** (if the position is utilized during the district governor's term). The region chairman subject to the supervision and direction of the district governor, shall be the chief administrative officer in his/her region. His/her specific responsibilities should be to:

- (a) Further the Purposes of this association;
- (b) Supervise the activities of the zone chairmen in his/her region and such district committee chairmen as may be assigned to him/her by the district governor;
- (c) Play an active role in organizing new clubs and in strengthening weak clubs;
- (d) Visit a regular meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the district governor;
- (e) Visit a regular board of directors meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the district governor;
- (f) Endeavor to have every club in his/her region operating under a duly adopted club constitution and by-laws;
- (g) Promote representation at international and district (sub- and multiple) conventions by at least the full quota of delegates to which clubs in his/her region are entitled;
- (h) Carry out such official visitations to club meetings and charter nights as shall be assigned to him/her by the district governor;
- (i) Perform such additional assignments as shall be given to him/her from time to time by the district governor;

In addition, the region chairman shall perform such other functions and acts as may be required by the International Board of Directors through a region chairman's manual and other directives.

In the event the region chairman for any reason cannot or does not, in the judgment of the district governor, perform the duties of his/her office, or in the event the office is for any reason vacated, the district governor shall appoint a successor to serve for the unexpired term.

Section 6. **ZONE CHAIRMAN.** The zone chairman, subject to the supervision and direction of the district governor and/or region chairman, shall be the chief administrative officer in his/her zone. His/her specific responsibilities shall be to:

- (a) Further the Purposes of this association;
- (b) Serve as chairman of the District Governor's Advisory Committee in his/her zone and as such chairman to call regular meetings of said committee;
- (c) Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to Lions Clubs International and to the district governor and region chairman;
- (d) Play an active role in organizing new clubs and keep informed on the activities and well-being of all clubs in his/her zone;
- (e) Represent each club in his/her zone in any problems with district, multiple district council chairman or Lions Clubs International;
- (f) Supervise the progress of district, multiple district, and Lions Clubs International projects in his/her zone;
- (g) Endeavor to have every club within his/her zone operating under a duly adopted club constitution and by-laws;
- (h) Promote representation at international and district (sub- and multiple) conventions by at least the full quota of delegates to which clubs in his/her zone are entitled;
- (i) Visit a regular meeting of each club in his/her zone once or more during his/her term of office, reporting his/her findings to the region chairman - particularly with respect to weaknesses he/she may have discovered (copy to district governor);
- (j) Perform such other functions and acts as may be required of him/her by directives of the International Board of Directors.

In the event the zone chairman for any reason cannot or, in the judgment of the district governor, does not perform the duties of his/her office, or in the event the office is for any reason vacated, the district governor shall appoint a successor to serve for the unexpired term.

Section 7. **DISTRICT GOVERNOR'S CABINET.** The district governor's cabinet shall:

- (a) Assist the district governor in the performance of his/her duties and in the formulation of administrative plans and policies affecting the welfare of Lionism within the sub-district;

- (b) Receive, from the region chairmen or other assigned district cabinet members, reports and recommendations which concern the clubs and zones;
- (c) Supervise the collection of all per capita taxes by the cabinet treasurer, designate a depository(s) for said funds and authorize the payment of all legitimate expenses pertaining to the administration of the affairs of the district;
- (d) Secure, set the amount of and approve the surety company issuing, the surety bond for the cabinet secretary-treasurer;
- (e) Secure, semi-annually or more frequently, sub-district financial reports from the cabinet secretary and cabinet treasurer (or secretary-treasurer).
- (f) Provide for an audit of the books and accounts of the cabinet secretary, cabinet treasurer, or cabinet secretary-treasurer and with the district governor's approval, set up definite schedule of dates, times and places of cabinet meetings to be held during the fiscal year.

Section 8. **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 his/her office under ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 9. **DIRECTOR, TEXAS LIONS CAMP.** The Director must attend, unless providentially hindered, the regular and special meetings of the Camp's Board of Directors, the Cabinet meetings of his/her District, and with the cooperation of the other Director in his/her District, present if possible, the message of the Texas Lions Camp to each Club in the District.

## **ARTICLE V**

### **District Committees/Duties**

Section 1. **DISTRICT GOVERNOR'S ADVISORY COMMITTEE.** In each zone, the zone chairman and the presidents and secretaries of the clubs in the zone shall compose a District Governor's Advisory Committee, with the zone chairman as chairman. At a date, time and place called by the zone chairman, this committee shall hold a first meeting within ninety (90) days after the adjournment of the preceding international convention; a second meeting in the month of November; a third meeting in the month of February or March; and a fourth meeting approximately thirty days prior to the multiple district convention. It shall assist the zone chairmen in an advisory capacity, procure recommendations affecting the welfare of Lionism and the clubs in the zone, and relay the same through the zone chairman to the district governor and his/her cabinet.

Section 2. **DISTRICT GOVERNOR'S HONORARY COMMITTEE.** The district governor may appoint a District Governor's Honorary Committee composed of past international officers who are members in good standing of clubs within the sub-district. This committee shall meet when and as called upon by the district governor. It shall act under the direction of the district governor in the promotion of harmony throughout the district. The chairman of this committee shall attend meetings of the cabinet when requested by the district governor.

Section 3. **DISTRICT CABINET COMMITTEES.** The district governor shall appoint a District Historian who shall maintain and record on an annual basis significant District activities for the year. The district governor may establish and appoint such other committees and/or chairmen as he/she deems necessary and appropriate for the efficient operations of the district. Such committee chairmen shall be deemed non-voting members of the district cabinet.

## **ARTICLE VI DISTRICT ADMINISTRATION FUND**

Section 1. **DISTRICT REVENUE.** To provide revenue to defray the administrative expenses of the district, an annual district administrative fund per capita tax of Six Dollars (\$6.00) is hereby levied upon each member of each club in the district and shall be collected and paid in advance by each club in two (2) semi-annual payments as follows: Three Dollars (\$3.00) per club member on September tenth of each year to cover the semi-annual period July 1 to December 31; and Three Dollars (\$3.00) per club member on March tenth of each year, to cover the semi-annual period January 1 to June 30, with billings of the same to be based upon the roster of each club as of the first days of July and January, respectively. Said tax shall be paid to the cabinet secretary or cabinet treasurer (or secretary-treasurer) by each club in the district, except newly chartered and reorganized clubs, which shall collect and pay said per capita tax on a pro-rata basis from the first day of the second month following the date of their organization or reorganization, as the case may be. Said per capita tax shall be disbursed only for administrative expenses of the district and only upon approval by the district governor's cabinet. Disbursement therefrom shall be by checks drawn and signed by the cabinet treasurer and countersigned by the district governor.

Section 2. **REMAINING FUNDS.** In any fiscal year, any balance remaining in the convention fund after payment of all convention administrative expenses in that year shall remain in said convention fund and become available for future convention expenses and be treated as income in any fiscal year in which expended or otherwise budgeted for payment of such expenses.

Section 3. **DISTRICT CONTEST FUNDS.** Three Dollars (\$3.00) annually of the District Administration Fund shall be designated to be used to fund the scholarships for the District Queen Contest winner and first runner-up; the District Drug Awareness Speech Contest winner and first runner-up; the District Diabetic Essay Contest winner and first runner-up; and the District Outstanding Youth Award Contest winner and first runner-up. These scholarships shall be seven hundred dollars (\$700.00) for the winner and four hundred dollars (\$400.00) for the first runner-up. Additional contests created by the MD2 Council of Governors requiring scholarships will be charged to this fund when approved by the District Cabinet.

The District Contest Funds shall be maintained in a separate interest bearing account and its depository and management shall be designated annually by the District Governor and Cabinet. An annual review will be conducted to determine any

unclaimed funds (contest winners who have not claimed their scholarships within two (2) years after high school graduation and unallocated funds (interest). Any funds above one thousand dollars (\$1,000.00) will be considered surplus and will be transferred to the State Convention Fund.

Section 4. **FEE COLLECTION.** Such fee as the district governor shall set may be collected, under procedures set by the district governor, from each delegate, alternate, and guest attending the district convention to defray the actual cost of convention meals and entertainment.

Section 5. **AUDIT OR REVIEW.** The district governor shall provide for an annual or more frequent audit or review of the district convention fund and shall give an annual financial report of said fund to each annual district convention.

## **ARTICLE VII STATE CONVENTION FUND**

Section 1. **DISTRICT REVENUE.** To provide revenue to defray the administrative expenses of the district to host the state convention every 16<sup>th</sup> year, an annual State Convention fund per capita tax of Fifty Cents (\$.50) is hereby levied upon each member of each club in the district and shall be collected and paid in advance by each club in two (2) semi-annual payments as follows: Twenty Five Cents (\$0.25) per club member on September tenth of each year to cover the semi-annual period July 1 to December 31; and Twenty Five Cents (\$0.25) per club member on March tenth of each year, to cover the semi-annual period January 1 to June 30, with billings of the same to be based upon the roster of each club as of the first days of July and January, respectively. Said tax shall be paid to the cabinet secretary or cabinet treasurer (or secretary-treasurer) by each club in the district, except newly chartered and reorganized clubs, which shall collect and pay said per capita tax on a pro-rata basis from the first day of the second month following the date of their organization or reorganization, as the case may be. Said per capita tax shall be disbursed only for administrative expenses of the state convention and only upon approval by the district governor's cabinet. Disbursement there from shall be by checks drawn and signed by the cabinet treasurer and countersigned by the district governor.

The State Convention Funds shall be maintained in a separate interest bearing account and its depository and management shall be designated annually by the District Governor and Cabinet.

Section 2. **REMAINING FUNDS.** In the year of the state convention in this district any balance remaining in the state convention fund after payment of all state convention administrative expenses in that year shall remain in said state convention fund and become available for future state convention expenses and be treated as income in any fiscal year in which expended or otherwise budgeted for payment of such expenses.

Section 3. **FEE COLLECTION.** Such fee as the State Convention Committee shall set may be collected, under procedures set by the district governor, from each delegate, alternate, and guest attending the state convention to defray the actual cost of state convention meals and entertainment.

Section 4. **AUDIT OR REVIEW.** The district governor shall provide for an annual or more frequent audit or review of the state convention fund and shall give an annual financial report of said fund to each annual district convention.

## **ARTICLE VIII**

### **Nominations and Endorsement International Director and Second Vice President Nominees**

Section 1. **ENDORSEMENT PROCEDURE.** Subject to the provisions of the International Constitution and By-Laws, any member of a Lions club in the district seeking endorsements of a district convention as a candidate for the office of international director or second vice-president shall:

- (a) Deliver (by mail or in person) written notice of intention to seek such endorsement to the district governor and if this is a sub-district of a multiple district to the multiple district council secretary treasurer no less than 30 days prior to the convening date of the district convention at which such question of endorsement is to be voted upon;
- (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. **NOMINATION.** Each notice of intention so delivered shall be transmitted forthwith by the district governor to the Nominating Committee of the respective convention, which shall review and perfect the same by obtaining from each prospective candidate any additional evidence of such intention and qualifications as may be necessary under the International Constitution and By-Laws, and shall place in nomination at the respective convention the name of each such prospective candidate who has fulfilled said procedural and constitutional requirements.

Section 3. **SECONDING SPEECH.** Each such nominee for endorsement shall be entitled to one seconding speech of no more than three (3) minutes in duration.

Section 4. **VOTE.** The vote on the question of endorsement shall be by secret written ballot, unless there shall be only one nominee seeking the same, in which event a voice vote may be taken. The nominee receiving a majority of the votes cast shall be declared endorsed (elected) as the candidate of the convention and district. In the event of a tie vote, or failure of one nominee to receive the required majority, on any ballot, balloting shall continue until one receives the required majority of the votes cast.

Section 5. **CERTIFICATION OF ENDORSEMENT.** Certification of endorsement by the respective convention shall be made in writing to the international office by the

district officials designated (and if the district is a sub-district in the multiple district to the multiple district council of governors) in accordance with the requirements set forth, in the International Constitution and By-Laws.

Section 6. **VALIDITY.** No district endorsement of any candidacy of any member of a Lions club in this district shall be valid unless and until the provisions of this Article VII have been met.

## **ARTICLE IX Rules of Procedure**

Except as otherwise specifically provided in this constitution and by-laws, or in the rules of procedure adopted for a meeting, all questions of order and procedure in any district meeting or convention, any meeting of the 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 X Miscellaneous**

Section 1. **DISTRICT GOVERNOR EXPENSES - INTERNATIONAL CONVENTION.** Expenses of the district governor in connection with his/her attending the international convention shall be considered a district administrative expense. Reimbursement for such expenses shall be made on the same basis as outlined in the Rules of Audit of Lions Clubs International.

Section 2. **FINANCIAL OBLIGATIONS.** The district governor and his/her cabinet shall not incur obligations in any fiscal year which will effect an unbalanced budget or deficit in said fiscal year.

Section 3. **CABINET SECRETARY-TREASURER BOND.** The cabinet secretary-treasurer and authorized signatories shall be bonded in such amount and with such surety company as shall be approved by the district governor's cabinet and the cost of same shall be an administrative expense.

Section 4. **AUDIT OR REVIEW OF BOOKS.** The district governor's cabinet shall provide for an annual or more frequent audit or review of the books and accounts of the cabinet secretary and cabinet treasurer (or secretary or treasurer) and a statement of the financial condition of the district shall be sent to Lions Clubs International and each club in the district at the close of the fiscal year by the cabinet then in office.

Section 5. **COMPENSATION.** No officer shall receive any compensation for any service rendered to this district in his/her official capacity with the exception of the

cabinet secretary, cabinet treasurer, (or secretary treasurer) whose compensation, if any, shall be fixed by the district cabinet.

Section 6. **FISCAL YEAR.** The fiscal year of this district shall be from July 1st to June 30th.

Section 7. **DISPUTE RESOLUTION.** The clubs in the district shall pursue all complaints, disputes or claims according to the terms and conditions of rules or procedure adopted, from time to time, by the International Board of Directors.

## **ARTICLE XI**

### **Amendments**

Section 1. **AMENDING PROCEDURE.** These by-laws may be amended only at a district convention, by resolution reported by the Constitution and By-Laws Committee and adopted by a majority of the votes cast.

Section 2. **NOTICE.** No amendment shall be so reported or voted upon unless the same shall have been furnished in writing by one of the following: US Mail, Electronic Mail, Facsimile Transmission or Cable to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

Section 3. **EFFECTIVE DATE.** Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

## **ARTICLE XII**

### **Effective Time**

This constitution and by-laws shall take effect at the close of the district convention at which the same is adopted by a majority of the votes cast.

# **ARTICLE XIII**

## **DISTRICT 2-E1 LIONS TISSUE AND EYE BANK**

Section 1. The District 2-E1 Lions Tissue and Eye Bank, Inc. was incorporated under the laws of the State of Texas January 26, 1976, as a non-profit corporation. This Corporation is organized and shall exist exclusively for charitable, scientific and educational purposes as authorized and provided for in the Revised Civil Statutes of the State of Texas.

Section 2. It shall be maintained by the District and managed by a Board of Directors elected from each of the twelve zones of the District. In addition to the twelve Zone Directors, the District Governor, 1<sup>st</sup> Vice District Governor, Immediate Past District Governor, District Sight Conservation Chairman, a Medical Director and the Executive Director shall serve on the Board of Directors.

Section 3. The District 2-E1 Lions Tissue and Eye Bank, Inc. shall operate under The By-Laws of the Corporation adopted by District 2-E1 and subsequent amendments thereto.

### Section 4. Statement of Purpose

- a. The District 2-E1 Lions Tissue and Eye Bank, Inc. is organized and shall exist exclusively for charitable, scientific and educational purposes.
- b. To devise and carry out ways and means necessary to aid blind and visually impaired citizens of District 2-E1 in the causes of blindness and to promote educational programs in the causes of blindness thereby promoting programs of prevention and correction of impaired sight.
- c. To foster and develop a tissue and eye bank for the use of hospitals, physicians and eye research in the restoration of sight of persons now blind or partially blind.
- d. To promote sight and tissue donation programs and related transplantation for the citizens of Texas, the United States and the world and to raise the public consciousness about the needs and benefits of cornea, bone, skin, tendon, vein and heart valve transplants.

**RULES OF PROCEDURE  
DISTRICT 2-E1 CONVENTION**

**Rule 1.** The district governor shall arrange the order of business for the district convention. Except for registration and certification hours, which may not be changed, deviation from the announced order of business shall be made only by consent of three-fourths (3/4) of the certified delegates assembled at any session at which a quorum is present. A majority of those certified delegates present in person at any session shall constitute a quorum.

**Rule 2.** Except as otherwise provided in the Lions Clubs International Constitution and By-Laws, the District 2-E1 Constitution and By-Laws, national custom and practice or these rules, Robert's Rules of Order, Newly Revised shall govern all questions of order and procedure.

**Rule 3.** (a) The credentials committee shall be composed of the district governor, as chairman, the cabinet secretary-treasurer and two other non-officers of the district appointed by the district governor; provided, however, the district governor may designate any other committee member as chairman. The credentials committee's primary responsibility shall be to verify club delegate credentials. In carrying out this responsibility, the credentials committee shall have the powers and shall perform the duties as established by national custom and practice or as set forth in Robert's Rules of Order, Newly Revised.

(b) The registration and certification of delegates shall occur during the business day of the convention between the hours of 9:30 a.m. and 4:30 p.m.

(c) The number of certified delegates shall be announced to the convention upon close of certification and prior to the commencing of voting.

**Rule 4.** (a) Prior to the convention, the district governor, unless otherwise provided, shall appoint, and designate the chairman of, a nominations committee consisting of three (3) members. It shall be the committee's responsibility to review the qualifications of each nominated candidate and rule on the eligibility of the same.

(b) Candidate may withdraw from the contest at any time prior to the issuance of the final report of the nominations committee.

**Rule 5.** Replacement of delegates and alternate delegates.

(a) To replace a delegate and/or alternate delegate already certified, the replacement must surrender the copy of the credential certificate issued to the member he/she is replacing.

(b) On the day of voting, a duly certified alternate delegate shall be allowed to obtain a ballot and vote in lieu of a duly certified delegate from the same Lions club by presenting his/her copy of his/her alternate credential certificate together with the copy

of the certified delegate's credential certificate to the voting personnel at which time the voting personnel will make the necessary notation on the credential records marking that a substitution has been made on the respective club's delegate entitlement. Alternate delegates who were not certified cannot replace a certified or uncertified delegate.

**Rule 6.** Nominations for the offices of district governor, 1<sup>st</sup> and 2<sup>nd</sup> vice district governor, Texas Lions Camp director, and such other offices to be filled by the convention shall be limited to nominating speeches not to exceed 5 minutes for each nominee and seconding speeches not to exceed 3 minutes.

**Rule 7.** (a) Prior to the convention, the district governor shall appoint, and designate the chairman of, an elections committee consisting of three (3) members. Each duly nominated candidate shall also be entitled to designate one (1) observer through his/her club. The observers may oversee election procedures only, but may not participate directly in the committee's decision making.

(b) The elections committee shall be responsible for preparation of elections materials, vote tabulation, and resolving questions concerning the validity of individual ballots. The committee's decision shall be final and binding.

(c) The elections committee shall prepare a comprehensive report of the election results containing the following components: date, time and place of election; specific voting results by candidate; signature of each committee member and observer. The district governor, and all candidates shall be provided a copy of the committee's report.

**Rule 8.** Voting. (a) Voting will take place at a predetermined location and time.

(b) To secure a ballot card, the delegate shall present his/her credential certificate to voting personnel for verification. Once verified, the delegate shall be issued a ballot.

(c) The voter shall indicate his/her vote by placing a mark in the appropriate location by the name of the candidate of his/her choice or other issue on the ballot where voting is required. The mark must be placed in the proper location to constitute a vote. Any ballot containing votes for more than the specified number of offices to be filled or issues not listed on the ballot in any section shall be declared invalid to that particular section.

(d) A simple majority vote shall be necessary to elect the district governor. If a simple majority vote is not received in the election of district governor, a vacancy shall occur and Article III, Section 9(d) of the International By-Laws shall apply, and subsection (e) of this rule shall be followed.

(e) A simple majority vote shall be necessary to elect all other candidates. In the event any one candidate shall fail to receive the required number of votes to be elected, additional balloting shall take place as outlined in this section until such time as one candidate secures a simple majority vote.

**RULES OF PROCEDURE  
SPECIAL MEETING TO RECOMMEND  
A LION FOR APPOINTMENT AS DISTRICT GOVERNOR**

**Rule 1.** In the event a vacancy arises in the office of district governor, it shall be the duty of the immediate past district governor, or if not available, the most recent past district governor who is available, upon notification from the international office, to convene a meeting of the district governor, immediate past district governor, 1<sup>st</sup> and 2<sup>nd</sup> vice district governor, the region chairmen, zone chairmen and the secretary and treasurer or secretary-treasurer and all past international presidents, past international directors and past district governors who are members in good standing of a chartered Lions club in the district for the purpose of recommending a Lion for appointment by the International Board of Directors.

**Rule 2.** Written invitations to this meeting shall be sent as soon as possible so that the meeting is held within the required fifteen (15) days of receipt of notification. The immediate past district governor, as the meeting's chairman, shall have the authority to select the meeting site, date and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time within the required fifteen (15) days.

**Rule 3.** The chairman shall maintain a written attendance roster.

**Rule 4.** Each Lion who is entitled to attend the meeting may make one nomination of his/her choice from the floor.

**Rule 5.** Each such nominee shall be entitled to one seconding speech, only, in his/her behalf of not more than three (3) minutes in duration, and may speak personally for five (5) additional minutes. When each nominee has had an opportunity to present his/her remarks, the chairman shall declare the nominations closed. No additional nominations shall be accepted after the close of nominations.

**Rule 6.** Voting. (a) Voting will occur immediately after the close of nominations.

(b) Voting will be by written ballot unless a majority of the members attending the meeting select another voting method.

(c) The member shall indicate his/her vote by writing the name of his/her choice on the ballot. Any ballot containing votes for more than one nominee shall be declared invalid.

(d) A simple majority vote shall be necessary to recommend a member for appointment as district governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place as outlined in this Rule 6 until such time as one candidate secures a simple majority vote.

**Rule 7.** At the conclusion of the meeting, but in no event more than seven (7) days after the conclusion of the meeting, the chairman will forward a written report of the voting results to the international office together with evidence of invitations sent and attendance at the meeting.

**Rule 8.** The International Board of Directors, pursuant to Article III, Sections 9(a) and (d) of the International By-Laws shall consider, but is not bound by, any recommendation resolved at the special meeting. The International Board of Directors reserves the right to appoint the recommendee or any club member as district governor for the (remainder of the) term.

# **SUMMARY OF RULES SPECIAL MEETING TO RECOMMEND A LION FOR APPOINTMENT AS DISTRICT GOVERNOR**

1. The international office has advised the district to convene a special meeting to recommend a member for appointment as district governor.
2. The immediate past district governor prepares invitations for the special meeting. Invitations are to be sent to the district governor, immediate past district governor, 1<sup>st</sup> and 2<sup>nd</sup> vice district governor, the region chairmen, zone chairmen and the secretary and treasurer or secretary-treasurer and all past international presidents, past international directors and past district governors who are members in good standing of a chartered Lions club in the district. The invitations should state the date, time and location for the meeting.
3. The chairman maintains an attendance roster at the meeting.
4. Nominations are made from the floor. Each nominee may speak for five (5) minutes, and his/her seconder may speak for an additional three (3) minutes.
5. Voting begins immediately after nominations close. Voting is by written ballot unless a majority of attendees select another voting method.
6. A simple majority of votes cast by those present and voting is necessary to be recommended. If no one candidate secures a simple majority vote, voting continues as outlined in the rules of procedure.
7. The chairman forwards the meeting results at the conclusion of the meeting.



**THE  
INTERNATIONAL ASSOCIATION  
OF LIONS CLUBS**

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