

CONSTITUTION
And BY-LAWS
Of
Lions of Illinois, Inc.

Multiple District One
STATE OF ILLINOIS
Lions Clubs International
Reissued by 2008-2009 Council

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CONSTITUTION and BY-LAWS

Of

LIONS OF ILLINOIS

MULTIPLE DISTRICT NO. 1

Of

THE INTERNATIONAL ASSOCIATION OF

LIONS CLUBS

ARTICLE I

NAME

This organization shall be known as “Multiple District 1, State of Illinois, Lions Clubs International” and will be hereinafter referred to as “State.”

ARTICLE II

OBJECTS

The purposes of this organization are to advance Lionism within the State in accordance with the objects of Lions Clubs International, to bring greater strength to the Lions Clubs of Multiple District 1 through a unity of effort and to provide proper administration throughout the State.

ARTICLE III

MEMBERSHIP

The membership of this organization shall consist of all Lions Clubs in the State of Illinois duly chartered by the International Association of Lions Clubs, hereinafter referred to as “Lions Clubs International” and in good standing with Lions Clubs International, their respective Districts and the State.

ARTICLE IV

SUPREMACY

The MD-1 Constitution and By-Laws shall govern the Multiple District unless otherwise amended so as not to conflict with the International Constitution & By-Laws and policies of Lions Clubs International. Whenever there may exist a conflict or a contradiction between the provisions set out in the MD-1 Constitution and By-Laws and the International Constitution and By-Laws, then the International Constitution and By-Laws shall govern. Whenever there may exist a conflict or a contradiction between the provisions set out in the MD-1 Policy Manual and the MD-1 Constitution and By-Laws, then the MD-1 Constitution and By-Laws shall govern.

ARTICLE V

DISTRICTS

Section 1. This State shall consist of such number of Districts as shall be formed from time to time in the manner hereinafter provided:

Section 2. As of the latest revision of this Constitution, the State consists of ten Districts, designated Districts 1-A, 1-BK, 1-CN, 1-CS, 1-D, 1-F, 1-G, 1-H, 1-J, 1-M, the boundaries of which as heretofore fixed by the State Council are set forth in Appendix A, to this Constitution.

Section 3. New Districts may be formed with no less than 35 Clubs with a total membership of no less than one thousand two hundred fifty (1,250) members in good standing, provided:

A. The proposal for the formation of the new District or Districts has been approved by a two-thirds majority vote of the members of the State Council

B. Written notice that such proposal has been approved by the State Council is given to each club in each District affected by the formation of the new District, such notice to be given by the District Governor or District Governors of the District or Districts affected at least 60 days prior to the convening of the State Convention, at which a special meeting of the District or Districts affected shall be held in order that the vote thereon may be taken;

C. That such State Council approved proposal for formation of a new District or Districts be presented to a special meeting of the District or Districts affected held at the State Convention and the same be adopted by affirmative vote cast of the majority of the delegates from each of the existing District or Districts which will be affected thereby present at such special meeting. In the event that a majority of the delegates from any District affected do not approve the proposal, said proposal shall be rejected.

Section 4. Any District may be divided within its own boundaries into 2 or more Districts, each such District to contain 35 or more clubs with a total membership of no less than one thousand two hundred fifty (1,250) members in good standing, provided:

A. A proposal to divide such district has been approved by a two-thirds majority of the members of the State Council, including the District Governor of the said District:

B. That written notice that the State Council has adopted the proposal to divide a District within its own boundaries into 2 or more Districts be first served upon each club's secretary and president in the District by its District Governor. The notice shall clearly state the proposed division and proposed new boundaries of each new district, and shall further specify the last day upon which votes thereon may reach the office of the District Governor in order to be counted; such last day shall be not less than 40 days and not more than 60 days after the date of mailing of said notice. A simple majority vote of the members of not less than two-thirds of the clubs in the District shall be required to approve the division of the District as recommended by the State Council of Governors.

Section 5. Upon compliance with all of the provisions of the foregoing Sections 3 and 4, the proposal for the formation of the new District or Districts or the proposal to divide a District shall be submitted to and approved by the majority vote of the delegates present and voting at a regular session of a State Convention.

Section 6. Notwithstanding the foregoing, a Club may transfer from one District to an adjacent District and boundaries changed accordingly without the necessity of following the formal redistricting procedures if such transfer does not substantially change the existing District boundaries; provided, that it obtains the approval of a majority of the members of the Club, approval of the current District Governors of the respective adjacent Districts, and approval of the District Governors Cabinets of the respective adjacent Districts and approval of the International Board of Directors. Such Club transfer shall become effective immediately upon Board Approval.

Section 7. Within thirty (30) days after approval at a State Convention the redistricting proposal as approved by the delegates of the Multiple District Convention and, in the case of a multiple district redistricting proposal also approved by a convention of the redistricting sub-districts of the multiple district, shall be submitted to the International Board of Directors, together with a map showing boundary lines for all proposed Sub-Districts and a list showing the Lions Clubs which shall comprise each proposed Sub-District. PROVIDED, however, that approval by the convention of redistricting sub-district(s) is not required if the respective redistricting sub-district(s) does not meet the minimum district requirements as provided in the International Constitution and By-Laws. In the event the International Board of Directors approves such redistricting proposal, it shall become effective at the close of the International Convention which next follows the date of such Board approval; PROVIDED, however, that delegates from Clubs which will comprise the respective new Sub-Districts shall elect a District Governor and may adopt a Constitution and By-Laws at a meeting held in conjunction with the Convention or the District (Sub- or Multiple) being redistricted, after said Board approval and prior to said International Convention, or, in the event an existing Sub-District is substantially realigned the delegates of the Clubs which comprise said Sub-District may elect a District Governor at a meeting of the registered delegates of the Sub-District in attendance at the annual Multiple District One Convention.

Section 8. A map showing the boundary lines of any District changed by transfer of a club or clubs from one District to another District shall likewise be submitted to the International Board of Directors within 30 days after final action on such transfer and such new boundary lines shall become effective from and after the date that the International Board of Directors approves such new boundary lines.

ARTICLE VI

STATE ORGANIZATION

Section 1. The State Organization of Multiple District 1 shall be governed by a State Council of Governors, said Council being composed of all the duly qualified and acting District Governors in the state and a Council Chairperson, duly elected as provided herein.

Section 2 At a meeting following the close of the 2005 Lions of Illinois State Convention, and before the 2005 International Convention, the District Governors-Elect shall interview and select a Council Chairperson to serve a one year term. The State Secretary-Treasurer shall advise each of the District Governors-Elect, and the candidates for Council Chairperson, of the time and place of the meeting, but no formal notice shall be required beyond the notice provided by this section. A majority of the District Governors-Elect shall constitute a quorum. The District Governors-Elect may prescribe such rules for the conduct of the meeting as they deem appropriate. All subsequent years, the interviews and selection of the Council Chairperson shall be performed during the interviews and selections set forth for other state chairmanships.

Candidates for the Council Chairperson position must be either serving as a current District Governor during the term as Council Chairperson, or be a Past District Governor, having served as an MD-1 District Governor within the previous five fiscal Lions years immediately preceding the year they are to serve as Council Chairperson. The Council Chairperson position shall have voting rights in any Council action.

During this same meeting, three District Governors-Elect shall be selected to serve with the Council Chairperson and together will comprise the Executive Committee of the Council of Governors. However, none of the three District Governors-Elect chosen to serve on the Executive Committee shall be from the same sub-district as the Council Chairperson they have previously selected. The Lions of Illinois Executive Committee shall be empowered to act on matters requiring immediate attention between Council meetings, and shall submit a full written report of its actions to the State Council at its next succeeding meeting for its approval.

Section 3. To provide for the reasonable rotation of the Council Chairperson, the term of the position shall be for one year only. No one shall serve more than one term as Council Chairperson. Furthermore, the Council Chairperson shall be from a District other than the home District of the immediate preceding year's Chairperson.

Section 4. A State Secretary-Treasurer shall be appointed by the Council of Governors, according to the guidelines set forth in the Lions of Illinois Inc. Policy Manual. The salary of the State Secretary-Treasurer, as well as the basis of reimbursement of expenses incurred while performing the duties of the office, shall be established at the time of the appointment. The State Secretary-Treasurer shall not be a voting member of the State Council, but shall be eligible to attend its meetings and participate in its discussions. The office of the State Secretary-Treasurer, to be known as the State Office, shall be located in Springfield, Illinois, or in such other location as may be designated by a 2/3 vote of the Council of Governors.

Section 5. A majority of the members of the State Council shall constitute a quorum thereof, and except where otherwise provided in this Constitution or Bylaws, the majority vote of a quorum present shall constitute the official action of the State Council.

Section 6. At the meeting to be held during the International Convention following their election, the newly elected District Governors in attendance shall fix a time and place for the next meeting of the State Council, which meeting shall be held not more than 60 days following the adjournment of that Convention. Subsequent meetings shall be held at such times and places as may be fixed by action of the Council. Special meetings may be called either by the Chairperson, as deemed necessary and advisable, or by the individual requests of any three members of the Council made either to the Council Chairperson or the State Secretary-Treasurer. Upon receipt of the third such request, the Council Chairperson or the State Secretary-Treasurer shall, without delay, give written notification (postal or electronic) to all members of the Council of the time and place of such special meeting, stating the purpose for which it is being called, with said notice given at least fourteen (14) days prior to such special meeting. The Council Parliamentarian and State Secretary-Treasurer shall also be given said notice. .

Section 7. Teleconference Meetings. Special Council of Governors Meetings/ Executive Committee Meetings/State Committee Meetings may be conducted by telephone (teleconference). Teleconference meetings shall be subject to all rules outlined in the Lions of Illinois Policy Manual as adopted by the Lions of Illinois, to govern such meetings, which may include any reasonable limitations on, and requirements for, members' participation. Any such rules adopted by the Lions of Illinois shall supersede any conflicting rules in the parliamentary authority. At Teleconference meetings, any votes required under the rules shall be conducted through verbal recognition by each member during the call. Teleconference calls shall not be combined with any other meeting format.

Section 8. The appointed State Secretary-Treasurer may be removed from office at any time by a 2/3 vote of the Council of Governors, in which event the vacancy so created shall be filled for the remaining term of office by the Council.

ARTICLE VII

DISTRICT ORGANIZATION

Section 1. Each District shall be administered by its duly selected District Governor. Each District Governor shall appoint within thirty days after officially taking office a District Cabinet, consisting of a Cabinet Secretary-Treasurer, a Region Chairperson for each Region within the District (for those Districts retaining the optional position of Region Chairperson) and a Zone Chairperson for each Zone within the District. The District Cabinet shall also include the Immediate Past District Governor, the 1st Vice District Governor and 2nd Vice District Governor as voting members. The Individual Districts may, by vote of the District Cabinet, include as members of the District Cabinet any Past District Governor or Governors, Past International officers or Directors and Chairpersons of District Committees, with or without voting rights. Each officer appointed by the District Governor shall be a member in good standing of a chartered Lions Club in the District. The District Governor shall have the right to remove any appointed officer for good and sufficient reasons, and any vacancy in the District Cabinet may be filled by appointment by the District Governor.

Section 2. The District Cabinet shall meet at such times and places as may be fixed by the District Governor, and a majority of the members of the Cabinet shall constitute a quorum at any cabinet meeting.

Section 3. For the purpose of efficiency, economy and stimulation of action, each District shall be divided by its District Governor into Regions of 16 or less Clubs each, and each Region into Zones of 8 or less, due regard being given to geographical locations of the Clubs, which divisions shall be subject to change by the District Governor as may be deemed advisable for the best interests of Lionism and the individual Clubs.

Section 4. The District Governor of each District shall be elected either at the annual District Convention or at the annual State Convention, as determined by the District Cabinet, by the delegates of the Clubs in the District, and shall take office immediately on adjournment of the following International Convention. The elections shall be conducted as provided in Article I, Section 4 of the By-Laws.

A candidate for the office of District Governor shall be an active member in good standing of a chartered Lions Club in good standing, in his/her Sub-District, shall secure the endorsement of his/her Club or a majority of the Clubs in his/her Sub-District, and shall currently be serving as the 1st Vice District Governor within the Sub-District. Only in the event the current 1st Vice District Governor does not stand for election as District Governor, or if a vacancy in the position of 1st Vice District Governor exists at the time of the Sub-District Convention, the 2nd Vice District Governor may stand for election as District Governor. In the event the current 2nd Vice District Governor does not stand for election as District Governor, or if a vacancy in the position of 2nd Vice District Governor exists at the time of the Sub-District Convention, then any Club member who fulfills the qualifications for the office of 2nd Vice District Governor as provided in the following Section 9 of this Article VI who is currently serving or who has served one (1) additional year as a member of the Cabinet, shall fulfill the foregoing requirement that he/she shall currently be serving as the 1st Vice District Governor within the Sub-District, and shall therefore, be eligible to stand for election as District Governor.

Section 5. The officers of each District, in addition to the District Governor, the Immediate Past District Governor, the 1st Vice District Governor, the 2nd Vice District Governor, the Cabinet Secretary-Treasurer, the Region Chairpersons and the Zone Chairpersons, shall include the Presidents and Secretaries of each Club in the District. There shall be a District Governor's Advisory Committee in each Zone composed of the Zone Chairperson and the Presidents and Secretaries of the Clubs in the Zone. The Zone Chairperson in each Zone shall arrange and conduct such number of Zone Advisory Committee meetings during the year in which he/she holds office as required or recommended by Lions Clubs International, but in no event less than three.

Section 6. There may be in each District a District Governor's Honorary Committee composed of Past International Officers, Past International Directors and Past District Governors within the District. The Chairperson of the Committee shall be appointed by the District Governor, and the Committee shall meet when and as called upon to meet by the District Governor or by its Chairperson.

Section 7. An election for the offices of 1st Vice District Governor and 2nd Vice District Governor shall be conducted at the same time and place as the District Governor is elected to take office immediately on adjournment of the International Convention and serve until the adjournment of the following International Convention. The result of such elections shall be reported to the International Office by the current District Governor.

Section 8. A candidate for the office of 1st Vice District Governor shall:

(a) Be an Active Member in good standing of a chartered Lions Club in good standing in his/her Sub-District.

(b) Secure the endorsement of his/her Club or a majority of the Clubs in his/her Sub-District.

(c) Have served or will have served at the time he/she takes office as 1st Vice District Governor:

(1) As President of a Lions Club for a full term or major portion thereof, and a member of the Board of Directors of a Lions Club for no less than two (2) additional years, and

(2) As Zone Chairperson or Region Chairperson or Cabinet Secretary and/or Treasurer for a full term or major portion thereof.

(3) As 2nd Vice District Governor for a full term, or the majority thereof, except a candidate for 1st Vice District Governor for service in 2009-2010 shall not be required to serve as 2nd Vice District Governor.

(4) With none of the above being accomplished concurrently.

Section 9. A candidate for the office of 2nd Vice District Governor shall:

(a) Be an Active Member in good standing of a chartered Lions Club in good standing in his/her Sub-District.

(b) Secure the endorsement of his/her Club or a majority of the Clubs in his/her Sub-District.

(c) Have served or will have served at the time he/she takes office as 2nd Vice District Governor:

(1) As President of a Lions Club for a full term or major portion thereof, and a member of the Board of Directors of a Lions Club for no less than two (2) additional years, and

(2) As Zone Chairperson or Region Chairperson or Cabinet Secretary and/or Treasurer for a full term or major portion thereof.

(3) With none of the above being accomplished concurrently.

ARTICLE VIII

DISTRICT REVENUE

Section 1. To provide revenue to defray the Administrative expenses of each District, an annual per capita District Administration Fund Tax, the amount thereof for each District to be determined by each District Governor and his/her Cabinet at the first cabinet meeting, shall be levied upon each member in each District, and shall be paid in advance by each Club in the district in two semi-annual payments on September 10 and March 10 of each year, billing of same to be based upon the roster of each Club as of the last day of June and the last day of December respectively. Said tax shall be collected from each Club by the District Secretary/Treasurer of the District of which the club is a member, excepting new and reorganized Clubs, which shall pay a pro-rated per capita tax beginning the first day of the second month following the date of their organization. In addition, Lions Clubs placed on Status Quo by Lions Clubs International shall not be billed for said tax until they are brought back to good standing.

Section 2. Said per capita tax collected in each District shall become and remains a fund of said District and shall be disbursed only for such administrative expenses of the District as are approved by the District Governor's Cabinet. Payments out of said District Administrative Fund shall be by checks drawn and signed by the District Secretary-Treasurer and countersigned by the District Governor.

Section 3. The District Secretary-Treasurer shall be required to make Bond in such amount as shall be approved by the District Governor's Cabinet.

Section 4. The District Governor's Cabinet shall provide for an audit of the books and accounts of the District Secretary-Treasurer annually, or at more frequent intervals if necessary, by a competent auditor and a copy of said audit shall be sent to each member of the Cabinet.

ARTICLE IX

STATE CONVENTION

Section 1. A convention of this State shall be held each year not later than twenty (20) days prior to the date set for the Lions International Convention for that year. During each State Convention, the State Council shall select the site for the State Convention not more than two (2) years in advance. Notwithstanding, if a site proposes a multi-year contract, the State Council may consider the proposal. In the event a site is not selected by the State Council as herein provided, or in the event that it subsequently becomes necessary to hold the State Convention elsewhere, the site selection shall be made by a subsequent vote of the State Council at any time. The State Council shall also have the responsibility of fixing the date of each State Convention.

Section 2. The State Office shall send out invitations to bid on the two year out State Convention to hotels within the state that the State Council feels meet the needs of the convention, at least one hundred twenty (120) days prior to the convention at which the site is to be selected. The Chairperson of the State Council shall receive all hotel bids in writing from cities desiring to entertain the convention for the years specified in the foregoing Section 1 not later than ninety (90) days prior to said convention. Such hotel bids which meet the needs of the convention, shall clearly define the facilities and services available including what housing will be available for the convention and shall certify the dates available. In the event no hotel bids have been received by the Council Chairperson ninety (90) days prior to said convention the State Office may be directed by the State Council to contact other hotels.

Section 3. A Site Selection Team consisting of the current Council Chair, Immediate Past Council Chair, State Secretary-Treasurer and current State Convention Chair will visit each bidding hotel as a group to inspect the facilities to assure that the hotel meets the criteria for hosting a State Convention. The Site Selection Team will also discuss services needed, including, but not limited to, housing, catering, meeting room space, audio visual and hospitality room requirements. Once all visits are completed, the Site Selection Team will present their recommendation to the Council during the convention at which the site selection is to be made, for their consideration and decision.

Section 4. The State Council shall retain and have the absolute power to change at any time for good and sufficient reason, without the individual District or Districts incurring any liability whatsoever, the city, date or place of holding the State Convention. All prospective Host City bidders and perspective Host Clubs shall be notified of this provision.

Section 5. The State Convention shall be presided over by the District Governors in turn in such manner as they may agree upon, and they shall have supervision over all phases of the Convention, including the financing thereof.

Section 6. A meeting of each District in the State may be held at the State Convention at which financial and other reports shall be presented to the delegates by the District Cabinet Secretary-Treasurer and the District Governor, and at which, if so determined by the District Cabinet, the District Governor, 1st Vice District Governor and 2nd Vice District Governor, shall be elected.

Section 7. At least 75 days before each annual State Convention the State Council shall appoint such committees as shall be deemed necessary to properly administer the Convention, including Resolutions, Elections, Rules, Sergeant-At-Arms, Registrations, Necrology, and Credentials, and shall also appoint a Parliamentarian to act in an advisory capacity at all Convention meetings. Each Convention Committee shall be composed of one member from each district appointed by the District Governor of the District, with a member of the State Council as Chairperson. The Committee Chairperson shall be the member of the Committee from his/her District.

Section 8. Each chartered Club in the State in good standing with Lions Clubs International, the State and their respective Districts and with all International, State and District taxes paid at least fifteen (15) days prior to the close of credential certification shall be entitled to one voting delegate and one alternate for each ten members of said Club, who have been enrolled for at least one year and a day in the club; or major fraction thereof, as shown by the records of Lions Clubs International on the first day of the month last preceding that month during which the Convention is held. The major fraction referred to shall be five or more members. Only registered delegates with certified credentials, present in person at any meeting of the Convention, and who have paid the Convention registration fee, shall be entitled to vote, and each such delegate may cast only one vote on each question. To vote on any question, an alternate delegate must obtain from the Cabinet Secretary-Treasurer of the District a delegate's credentials issued in his/her name.

Section 9. Each Club shall submit a written list of accredited delegates and alternates to the Cabinet Secretary-Treasurer of its District not later than five days prior to the opening date of the Convention, and only such accredited delegates or alternates shall be entitled to vote on any matter coming before said Convention, provided however, that the President or Secretary of the Club, or the District Governor of the District in which the Club is located, may correct or add to such list at any time prior to the convening of any meeting of the Convention.

Section 10. Each Past President of Lions Clubs International, each International Officer and each Past District Governor who is a member in good standing of a Club in this State shall be entitled to full delegate privileges at each State Convention, and shall not be included in the delegate quota of his/her Club.

Section 11. The delegates present at any duly scheduled or announced meeting of the State Convention shall constitute a quorum.

Section 12. A registration or hospitality fee, the amount of which shall be fixed by the State Council, shall be collected from each delegate, alternate and guest attending the State Convention. All fees (registration, meals, etc.) pertaining to the State Convention, shall be remitted directly to the State Office by the registrant and under the supervision of and for the State Council, shall be used for defraying the expenses of the convention.

Section 13. A Special Convention of the clubs of the Multiple District may be called by a two-thirds vote of the Council of Governors at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 15 days prior to the convening date of the International Convention. Written notice of the Special Convention setting forth the time, place, and purpose thereof, shall be provided to each club in the Multiple District by the Multiple District Council Secretary, or State Secretary Treasurer, no less than 30 days prior to the convening date of the Special Convention.

ARTICLE X

STATE REVENUE

Section 1. Beginning with the fiscal year commencing on July 1, 2013, and ending at the end of Lions fiscal year 2016-2017, an annual per capita State Administrative, International Convention, 2017 International Convention MD01 Host Committee Fund, Promotional Fund and Magazine Fund Tax of Eleven Dollars and thirty cents (\$11.30) shall be levied upon each member of each Club in the State and shall be paid in advance by each Club in two semi-annual payments as follows: Five Dollars and .65 (\$5.65) per member prior to September 10 and Five Dollars and .65 (\$5.65) per member prior to March 10 of each year, billing of same to be based upon the roster of each Club as maintained by Lions Clubs International as of the last day of June and the last day of December respectively. This tax shall be collected from the Clubs in each District of the State by the respective Cabinet Secretary-Treasurer/Cabinet Treasurer excepting, however, new and reorganized Clubs shall pay a prorated per capita tax beginning the first day of the second month following the date of its organization. In addition, Lions Clubs placed on Status Quo by Lions Clubs International shall not be billed for said tax until they are brought back to good standing. Each Cabinet Secretary-Treasurer/Cabinet Treasurer shall forward payment so collected to the Lions of Illinois State Secretary Treasurer by September 10 and March 10, respectively.

Seven Dollars (\$7.00) per capita of said fund shall be used exclusively for defraying State Administrative Fund expenses, which includes State Convention Administrative expenses.

One Dollar and Fifty Cents (\$1.50) per capita of said fund shall be available for use for this State's participation in the International Convention. Expenses of each out-going District Governor in connection with his/her attending the International Convention at or near the conclusion of his/her term of office shall be considered a proper charge against this International Convention Fund and reimbursement for said expenses of such outgoing District Governors out of this fund shall be on the same basis as that allowed District Governors Elect under the Rules of Audit of and by Lions Clubs International.

\$1.30 per capita of said fund shall be available for use by the MD-1 Host Committee of the 2017 International Convention in Illinois. This 2017 International Convention MD-1 Host Committee Fund will remain in existence until all final obligations are met, however the \$1.30 per capita will cease on June 30, 2017. Any unallocated funds remaining in the International Convention MD-1 Host Committee Fund will be transferred to the Administrative Fund upon presentation of the final Convention Report and all financial obligations have been met.

Fifty Cents (50¢) per capita of said Fund shall be used exclusively for the promotion and election of candidates from Illinois to the International Board of Directors or to the offices of Third Vice-President, Second Vice-President, First Vice-President and President of Lions Clubs International, provided, however, that the balance to be held in such Fund shall be limited to and maintained at One Hundred Thousand Dollars (\$100,000). After this limitation has been reached, this Fifty Cents (\$.50), or the balance thereof after bringing the Fund balance back up to One Hundred Thousand Dollars (\$100,000), shall be applied as follows:

- A. 35% thereof shall be allocated to the International Convention Fund, to be used exclusively for out of country outgoing District Governor's convention expenses.
- B. 35% thereof shall be allocated to the Residual Fund.
- C. 30% thereof shall be allocated to the State Administrative Fund.

Any amount in excess of One Hundred Thousand Dollars (\$100,000) held in the Promotion Fund as of May 22, 2016 shall be allocated and transferred to the foregoing Funds in the percentages indicated above.

One Dollar (\$1.00) per capita of said Fund shall be used exclusively to design, edit, and post a magazine to the state's website monthly. Two or more issues of the magazine may be combined, should the need arise, at the sole discretion of the State Council.

The aforesaid funds shall be expended only for such items of the foregoing as are approved by the State Council of Governors and by checks drawn and signed by the State Secretary-Treasurer and countersigned by one other member of the Executive Committee, preferably the Council Chairperson. The Council may elect to have payments for utilities, to government agencies, and other similar recurring expenditures made electronically through an approved banking facility, excluding credit card bills.

Section 2. In the event there is a balance remaining at the end of a fiscal year in the State Administrative, International Convention, or Magazine Funds after payment of all State Administrative, International Convention, and Magazine expenses, any portion of the remaining balance of each said Fund may be reallocated by the next succeeding State Council to other Funds to assist with meeting budgetary needs. Notwithstanding, funds in the Promotional Fund shall be used exclusively as outlined in Section 1 of this Article.

Section 3. The State Council shall not incur expenses in excess of cash on hand together with anticipated income from the respective annual per capita State Administrative, International Convention, Promotional and Magazine Fund tax based on the semi-annual billings. No Council shall, at any time, make any single purchase, nor commit to incur any pledge or indebtedness in excess of \$50,000.00, without first obtaining an affirmative vote of the Lions of Illinois at its State Convention.

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

Section 5. The State Secretary-Treasurer shall be responsible for the preparation of annual financial statements covering all Funds in accordance with generally accepted accounting principles.

Section 6. The State Council of Governors shall provide for an audit of the annual financial statements to be performed annually by certified public accountants licensed in the State of Illinois. All regulatory reports shall also be performed by a third party accounting firm, and reported to the Council of Governors.

Section 7. The annual financial statements and the annual auditor's report thereon shall be published in the Lions of Illinois Magazine in the issue following the date on which the annual auditor's report is received.

Section 8. The State Office shall be the sole entity responsible for collecting any and all funds on behalf of the Lions of Illinois. As such, all fees, registrations and other related charges of any kind pertaining to any state committee, event or activity of the Lions of Illinois, (with the exception of an MD-1 Host Committee and its hosting of an International Convention or USA/Canada Lions Leadership Forum in Illinois), shall be remitted directly to the State Office by the Lions Club, Lion, or any other person or organization.

ARTICLE XI

ENDORSEMENT FOR INTERNATIONAL OFFICE

Section 1. Any Lion of this State seeking endorsement, or for whom an endorsement is sought, for International Director or International Officer, must be a Lion in good standing and a member of a Lions Club of this State in good standing. He/she shall obtain the endorsement of his/her Sub-District by a majority vote of the registered delegates present and voting at a duly scheduled meeting of a Convention of the Sub-District, which endorsement shall be certified by the District Governor and Cabinet Secretary to the State Secretary-Treasurer immediately after adjournment of the Convention.

Section 2. The District Governors of the State, together with one Past District Governor to be named by each District Governor, shall constitute a Committee on International Candidates. The Chairperson of this Committee shall be the Chairperson of the State Council. This Committee shall investigate the qualifications of each candidate for the office sought, and determine when the Lions of this State shall present any candidate for International Office who may be so endorsed.

Section 3. In the event only one Lion is seeking endorsement for International Director or International Vice President, his/her nomination shall be endorsed by the Lions of this State by a two-thirds affirmative vote of the registered delegates present and voting at a duly scheduled meeting of the State Convention. In the event more than one Lion is seeking endorsement for such office, the nomination of that candidate receiving a simple majority of the votes of the registered delegates present and voting at a duly scheduled meeting of the State Convention shall be endorsed by the Lions of this State. If, on the first ballot, and subsequent ballots, no candidate receives a majority, the candidate receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority. All voting shall be by secret ballot.

ARTICLE XII

ADOPTION

This Constitution and By-Laws shall become in full force and effect when it has been adopted by a majority affirmative vote of the registered delegates present in person at a meeting held at a State Convention for that purpose.

ARTICLE XIII

AMENDMENTS

Section 1. This Constitution can be amended only at a State Convention by a two-thirds affirmative vote of the registered delegates present and voting at a duly scheduled meeting. All voting shall be by secret ballot.

Section 2. Any amendment proposed to the Constitution shall be first approved by the Board of Directors of the Club or the Cabinet of the District in which the proposal originated, and shall be submitted in writing by the Club Secretary or the Cabinet Secretary, respectively to the State Secretary-Treasurer not later than 120 days prior to the first scheduled day of the State Convention. The proposed changes shall then be promptly referred by the State Secretary-Treasurer to the Constitution and By-Laws Committee for consideration. Amendments may also originate with the State Council or the Constitution and By-Laws Committee. After its consideration, the Constitution and By-Laws Committee shall report its recommendations on the proposed amendment to the State Secretary-Treasurer not later than 45 days prior to the first scheduled day of the State Convention, and the State Secretary-Treasurer shall be responsible for mailing copies of the proposed amendment, together with the recommendations of the Constitution and By-Laws Committee, to each Club in the State at least 30 days prior to the first scheduled day of the State Convention. The Council of Governors, at its discretion, may direct the State Secretary-Treasurer to publish the proposed amendments in the State magazine in lieu of the above cited mailings and in accordance with the prescribed dates. Each District shall reimburse the State for its pro rata share of the cost of the preparation and mailing of such copies, based upon the number of Clubs in the District, and also for publishing same in the last issue of the State magazine to be published prior to the State convention dates.

Section 3. Notwithstanding the foregoing, any amendment required to maintain consistency of the provisions of this Constitution with the provisions of the International Constitution may be made by resolution of the State Council, adopted at a regular or special Council Meeting, which amendment shall take effect without any further action by the delegates at a State Convention on the date of adoption of the resolution, unless otherwise specified in the amendment.

BY-LAWS
ARTICLE I
DISTRICT NOMINATIONS AND ELECTIONS

Section 1. Each District Governor shall appoint, and they shall receive notification of their appointment at least sixty (60) days prior to the date on which the new District Governor, 1st Vice District Governor and 2nd Vice District Governor, are to be elected, a nominating committee of not more than five (5) members who shall each be a member of a different regularly chartered Club within the District, and shall not at the time of their appointment hold any State, District or International office.

Section 2. Nominations for the office of District Governor, 1st Vice District Governor and 2nd Vice District Governor, shall be in writing endorsed by a majority of the members of the Club of which the candidate is a member, or by a majority of the Clubs in his/her Sub-District, and shall be filed with the Sub-District Nominating Committee not less than 20 days prior to the date set for the election. All such written nominations shall be examined by the Nominating Committee, and if found to be in proper order, shall be reported by the Committee to the meeting of the delegates of the Clubs in the District at which the District Governor is to be elected. If the Nominating Committee determines that any written nomination is not in proper order, it shall immediately, and in no event later than 10 days after receipt thereof, return the nominating petition to the Club submitting it with the reasons therefore. All nominations shall be closed at midnight of the twentieth day preceding the day of the election, and no nominations shall be received thereafter or made from the floor except upon certification from the Nominating Committee that no nominations in proper form have been received within the time limit herein specified, in which event nominations may be made from the floor. As soon as practicable after the closing date of the nominations, the District Governor shall notify in writing all of the Clubs in the District as to the names of the nominees determined by the Nominating Committee to be properly nominated and who will, accordingly, be candidates for the office of District Governor, 1st Vice District Governor and 2nd Vice District Governor, at the election meeting.

Section 3. Nominating speeches shall be limited to one of not over five minutes in duration, and one seconding speech of not over three minutes for each candidate.

Section 4. The election shall be by secret written ballot, and the candidate receiving a majority of votes cast by the qualified delegates present at the meeting in person and voting shall 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 of the total valid votes cast excluding blanks and abstentions, 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 addition to the above, in the event of a tie vote for any candidates receiving the highest vote totals, balloting shall continue until one candidate is elected. At the meeting held for the purpose of electing the District Governor, 1st Vice District Governor and 2nd Vice District Governor, each chartered Club in the District in good standing with the District, the State and Lions Clubs International shall be entitled to one voting delegate and one alternate for each ten members of said Club, or major fraction thereof, as shown by the records of Lions Clubs International on the first day of the month last preceding that month in which the election is held. The results of each District Governor election shall be reported to the office of Lions Clubs International, by the current District Governor.

Section 5. In the event that a District Governor fails or refuses to perform the duties of office as prescribed by this Constitution and By-Laws or the Constitution and By-Laws of Lions Clubs International, the Cabinet Secretary-Treasurer shall, upon the written request of a majority of the members of the District Cabinet, call a meeting of the District Cabinet within twenty days after receipt of such request for the purpose of considering a recommendation to the President and Board of Directors of Lions Clubs International that the Governor be removed from office. The notice of such meeting shall be in writing, shall be mailed to each member of the District Cabinet not less than fifteen days prior to the date set for the meeting, and shall specify the purpose of the meeting. Upon a two-thirds affirmative vote of the members of the District Cabinet in favor of removal of the District Governor from office, a recommendation to that effect shall be submitted to the President and the Board of Directors of Lions Clubs International for its consideration, together with a recommendation of a qualified successor.

Section 6. In the event of the death, resignation, incapacity or removal from office or from the District of a Lion who has been elected to the office of District Governor, either before or after assuming the office, the 1st Vice District Governor shall act as District Governor and shall perform the duties of, and have the same authority as, the District Governor until such time as said vacancy is filled by the International Board of Directors for the remainder of the term, as provided in Sections 6d and 6e of the Lions International By-Laws IX. It shall be the duty of the Immediate Past District Governor or, if he/she is not available, the most recent Past District Governor who is available, to send out, within fifteen (15) days from the time the vacancy occurs, to the District Governor, immediate Past District Governor, 1st Vice District Governor, 2nd 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 good standing in the Sub-District, a notice and invitation to attend a meeting, to be held within fifteen (15) days, for the purpose of recommending to the International Board of Directors the name of a qualified Lion to be appointed by the Board of Directors to fill such vacancy. The Past District Governor sending such notice shall preside as Chairperson of the meeting, and shall convey the results of the meeting to the International Board of Directors together with evidence of invitations sent and attendance at the meeting, all within the time limits as prescribed in the International constitution. Each Lion who is entitled to receive an invitation to attend and is present at the meeting shall have one vote for the Lion of his/her choice as the recommended for appointment by the Board.

In the event there is a vacancy in the office of 1st Vice District Governor, or the 1st Vice District Governor declines to fill the office of District Governor, then the 2nd Vice District Governor may fill the vacancy of District Governor.

In the event a vacancy occurs in the office of the 1st Vice District Governor or the 2nd Vice District Governor, or both officers decline to fill the vacancy of District Governor, then said vacancy shall be filled by appointment by the Sub-District Cabinet for the unexpired term.

ARTICLE II DUTIES

Section 1. District Governor. The District Governor, as chief executive officer of the District, shall preside at all meetings of the Cabinet, shall supervise the work and activities of the District, and shall perform those duties imposed and conferred by both the State and International Constitution and By-Laws. In the event of the absence of the District Governor from a District Cabinet meeting, the 1st Vice District Governor, or in the absence thereof, the 2nd Vice District Governor, or in the absence thereof, a member appointed by the Cabinet, shall preside at the meeting in the Governor's place.

Section 2. 1st Vice District Governor. The 1st Vice District Governor, subject to the supervision and direction of the District Governor, shall be chief Administrative Assistant to the District Governor. He/She shall be a voting member of the Sub-District Cabinet and shall attend all meeting of the Cabinet. His/Her specific responsibilities shall be to:

- (a) Further the Purposes and Objects of the Association;
- (b) Preside at a Sub-District Cabinet meeting in the event of the absence of the District Governor from such meeting;
- (c) Familiarize himself or herself with the duties of the District Governor so he or she will be better prepared to assume the duties and responsibilities of said office;
- (d) Perform such administrative duties as may be assigned to him or her by the District Governor;
- (e) Perform such other functions and acts as may be required of him or her by the International Board of Directors.

Section 3. 2nd Vice District Governor. The 2nd Vice District Governor, subject to the supervision and direction of the District Governor, shall be 2nd chief Administrative Assistant to the District Governor. He/She shall be a voting member of the Sub-District Cabinet and shall attend all meeting of the Cabinet. His/Her specific responsibilities shall be to:

- (a) Further the Purposes and Objects of the Association;
- (b) Preside at a Sub-District Cabinet meeting in the event of the absence of the 1st Vice District Governor and the District Governor from such meeting;
- (c) Familiarize himself or herself with the duties of the 1st Vice District Governor so he or she will be better prepared to assume the duties and responsibilities of said office;
- (d) Perform such administrative duties as may be assigned to him or her by the District Governor, including assisting the District Retention Chairperson;
- (e) Perform such other functions and acts as may be required of him or her by the International Board of Directors.
- (f) Actively participate and inspire other district officers to administer and promote effective membership growth and new club organization;
- (g) Participate in the preparation of the district budget;
- (h) Actively engage in all matters to be continued during the following years; 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.

Section 4. District Secretary-Treasurer. Under the supervision and direction of the District Governor and District Cabinet, the District Secretary-Treasurer shall keep an accurate record of the proceedings of all meetings of the Cabinet, and shall within 10 days

after each meeting forward a copy of the minutes of the meeting to each member of the Cabinet and to Lions Clubs International. The District Secretary-Treasurer shall be a voting member of the District Cabinet, and shall assist the District Governor and the Cabinet in the conduct of the business of the District, and shall perform such duties as are specified or implied in this Constitution and By-Laws or as may be assigned by the District Governor or the Cabinet. He/she shall sign all notices and documents issued by the District, keep the accounts, receive all monies paid to the District, and make reports to the Cabinet at each of its meetings and at such other times as the Cabinet may require. He/She shall deposit all monies received in such bank or banks as may be designated by the Cabinet and shall disburse the same only upon order of the Cabinet. He/She shall remit to the State Secretary-Treasurer the State Administrative, International Convention, Promotional and Magazine Fund taxes collected in the District. The accounts, books and records shall at all times be open to the inspection of the District Governor, the members of the District Cabinet and any auditors appointed by the District Governor or the Cabinet.

*Section 5. **Region Chairperson.*** The Region Chairperson shall be a voting member of the District Cabinet, shall attend all meetings of the Cabinet, and shall assist the District Governor in the promotion of Lionism in his/her Region by performing such duties as may be delegated by the District Governor and the Cabinet. If requested by the District Governor, he/she shall make recommendations of qualified members in his/her Region to serve as Zone Chairpersons. The duties of this office shall include the following: (a) to urge every Club in the Region to operate efficiently under the Lions Clubs International Club Standard Organization Plan; (b) to promote the District, State and International Conventions among the Clubs in the Region, and to encourage representation of each Club by a full quota of delegates; (c) to supervise and assist the Zone Chairpersons of his/her Region in the performance of their official duties; (d) to cooperate with the Zone Chairpersons of his/her Region in holding regularly scheduled meetings of the District Governor's Advisory Committee, in promoting attendance at Charter Nights of newly organized Clubs, in promoting social activities, banquets, anniversary celebrations and special functions; and (e) to assist in the installation of Club officers and the induction of new members. All official actions of the Region Chairperson shall be under the supervision of the District Governor.

*Section 6. **Zone Chairperson.*** The Zone Chairperson shall be a voting member of the District Cabinet, shall attend all meetings of the Cabinet, and shall be a member of and the Chairperson of the District Governor's Advisory Committee of his/her Zone. Duties of this office shall include the following: (a) to hold and preside at regularly scheduled Advisory Committee meetings as provided for in Section 5 of Article VI of the State Constitution, and to make a report on such meetings within ten days to the District Governor, Region Chairperson and Lions Clubs International; (b) to urge every Club in the Zone to operate efficiently under the Lions Clubs International Club Standard Organization Plan; (c) to encourage the Clubs in the Zone to hold inter-club meetings, social activities, anniversary celebrations, ladies' nights and other special functions such as meetings honoring the District Governor and Past District Governors, Key Members, Old Monarchs, and the like; (d) to assist in the installation of club officers and the induction of new members; (e) to promote attendance at Charter nights of newly organized Clubs; and (f) to promote the District, State and International Conventions among the Clubs in the Zone, and to encourage representation of each Club by a full quota of delegates. All official actions of the Zone Chairperson shall be under the supervision of the District Governor and of the Region Chairperson of the Region of which his/her Zone is a part.

Section 7. District Governor's Cabinet. The District Governor's Cabinet is the deliberative and assisting body to the District Governor in the formulation of administrative plans and policies affecting the welfare of Lionism within the District. It shall serve in an advisory and administrative capacity only. Through the Region Chairpersons and Zone Chairpersons it shall receive reports and recommendations which emanate from and concern the Clubs of the District. It shall supervise the collection of all stipulated per capita tax pertaining to this Organization, including the State Administrative, International Convention, Promotional and Magazine Fund and District Administrative Fund by the District Secretary/Treasurer, and it shall designate a depository for all said funds. When deemed or found necessary it shall recommend to the State Council, changes pertaining to the amount of State per capita tax collected to defray the administrative expenses within the District. It shall authorize the payment, out of funds of the District, of all legitimate expenses pertaining to the administration of the affairs of the District. It shall set the amount of corporate surety bond for the District Secretary-Treasurer and shall approve the surety company with which he/she shall be bonded. It shall demand of and receive from the District Secretary-Treasurer, financial reports semi-annually or more frequently if necessary. It shall make provisions for an audit, at the end of the fiscal year, of the books and accounts of the District Secretary-Treasurer, a copy of which audit shall be mailed to the District Governor, the Region Chairpersons, the Zone Chairpersons and the office of Lions Clubs International. It shall receive such other reports from the District Secretary-Treasurer as are found necessary from time to time. At the first meeting of this Cabinet there shall be agreed upon a definite schedule of Cabinet meetings to be held during the year, and, in so far as possible, definite dates and places of such meetings.

Section 8. District Governor's Advisory Committee. This committee is an advisory body from its Zone to the District Governor and his/her Cabinet, and it represents all of the Clubs in the Zone in an advisory and administrative capacity only. Its duties and functions shall be as follows: (a) to receive and relay to the District Governor and his/her Cabinet information and recommendations affecting the welfare of Lionism in its Zone, (b) to assist the Zone Chairperson in his/her endeavor to have every Club in the Zone operating efficiently under the Lions Clubs International Club Standard Organization Plan; (c) to promote attendance from the Clubs in the Zone at District, State and International Conventions and to encourage representation of each Club by a full quota of delegates; and (d) to assist the Zone Chairperson in the promotion of inter-club meetings, social activities, anniversary celebrations, ladies' nights and other special functions such as meetings honoring the District Governor and Past District Governors, Key Members, Old Monarchs, and the like. It shall hold at least the number of meetings during the year as required or recommended by Lions Clubs International, but in no event less than three.

Section 9. District Governor's Honorary Committee. The duty and function of this committee is to promote harmony throughout the District under the supervision of the District Governor. The Chairperson shall attend meetings of the District Cabinet when so requested by the District Governor, and may be an ex-officio member of the Cabinet.

Section 10. State Council. The State Council is the deliberative and the assisting body in the formulation of administrative plans and policies affecting the welfare of Lionism within the State. With the exception to events and activities planned and supervised by any MD-1 Host Committee pertaining to hosting an International Convention or USA/Canada Lions Leadership Forum in Illinois, the State Council shall have the authority to approve and administer any and all other contracts for events and activities held on behalf of the Lions of

Illinois, and shall approve all bills relating thereto. Furthermore, it shall approve any and all arrangements made for such events and activities held on behalf of the Lions of Illinois. It shall designate a depository for all State Funds and shall authorize the payment from such Funds of all legitimate expenses pertaining to the administration of the affairs of the State. It shall set the amount of corporate surety bond for the State Secretary-Treasurer, and shall approve the surety company with which the State Secretary-Treasurer shall be bonded. It shall demand of and receive from the State Secretary-Treasurer, financial reports semi-annually or more frequently, if necessary. It shall demand of and receive reports from all Standing Committees, which shall include complete financial reports from all Committees whose State authorized projects may be financially supported. All such reports received from the State Secretary-Treasurer and from all Standing Committees shall be subject to approval by the State Council. It shall make provisions for an audit, at the end of the fiscal year, of the books and accounts of the State Secretary-Treasurer. It shall, in the event of a surplus being left in the State Administrative, International Convention, Promotional and Magazine Fund, make provisions for placing the same in the hands of the succeeding State Council, together with all books and records. It shall publish a synopsis of its actions following each Council Meeting in the State Magazine.

Section 11. State Secretary-Treasurer. Under the supervision and direction of the State Council of Governors, the State Secretary-Treasurer shall: (a) keep an accurate and permanent record of the proceedings of all meetings of the Council and forward a copy of the minutes of the meetings to each member of the Council and to Lions Clubs International; (b) assist the Council in the conduct of the business of the State, including the operation of the State Office and the employment and supervision of staff; (c) receive and disburse upon order of the State Council, all State funds, and sign all checks, which would be countersigned by the Council **Chairperson**. If the Council **Chairperson** is unavailable, then any other member of the Executive committee may countersign; (d) deposit all monies received in such bank or banks as may be designated by the Council; (e) bill each Sub-District semiannually for dues, collect and allocate the same to the proper funds, keep accurate records of all receipts and disbursements, with all such records, accounts and books open to inspection of any member of the Council, and any auditors appointed by the Council, at any time; (f) submit to the Council at each of its meetings for approval financial reports and a summary of accounts; (g) perform duties to provide continuity from one Council to the next; (h) assist the Council Chairperson in the planning and preparation of the agenda for Council meetings, and arrange the necessary accommodations for such meetings; (i) provide for the State and International Convention site arrangements for the various Convention activities; (j) prepare and submit to the Council a proposed State Convention budget and assume responsibility for State Convention pre-registrations, housing accommodations and entertainment; (k) cooperate with the various State Committees and with the Chairpersons thereof in making arrangements for Committee meetings; (l) assist the Budget Committee in the preparation of the annual Budget; (m) act as liaison between the Lions of Illinois and Lions Clubs International; (n) perform such other duties are specified or implied in this Constitution and By-Laws or assigned by the Council.

ARTICLE III STANDING COMMITTEES

Section 1. The State Council shall establish such Standing Committees as shall be deemed necessary to properly administer the affairs of Lionism within the State which are not at that time being administered by the Lions of Illinois Foundation. Such Standing Committees may include Constitution and By-Laws, Membership Development, Finance, International Convention, State Redistricting, State Magazine, Diabetes Education and Research, Drug Awareness, Leadership Development, Leo Clubs and Youth Activities, Lioness, Lions Clubs International Foundation, Long Range Planning Committee and Campaign and Liaison. Each such Standing Committee, except Campaign and Liaison and Long Range Planning Committee, shall be composed of one member from each District appointed by the District Governor of the District, and each member shall have one vote in committee deliberations. Unless otherwise appointed by LCI, the Chairperson of each Standing committee shall be appointed annually by the State Council, with the exception of the Chairperson of the Long Range Planning Committee, who will be the Immediate Past Council Chairperson. Members of each Standing Committee shall be appointed annually, except as is hereinafter provided for the Constitution and By-Laws Committee, the Campaign and Liaison Committee, the Long Range Planning Committee and the Membership Development Committee. Committee Chairpersons shall report regularly to the State Council as required. Any policy procedure to be adopted by a Standing Committee shall first be submitted to the State Council for its approval, and the budget of each Standing Committee which adopts a budget shall be subject to approval by the State Council. With the exception of the Long Range Planning Committee, in order to be eligible for appointment as Chairperson of a Standing Committee, the appointee shall have served as a District Chairperson of that Committee for at least one (1) year. However, in the event that no application is received for a State Chairperson position, or the Council is not in favor of any applications received for a particular committee, the Council may waive the one year eligibility requirement and appoint a Lion to fill the position.

Section 2. The members of the Constitution and By-Laws Committee shall be appointed for a two-year term with members from Districts 1-A, 1-CN, 1-G, 1-J and 1-M being appointed in odd-numbered years. Members from Districts 1-BK, 1-CS, 1-D, 1-F, and 1-H shall be appointed in even-numbered years. Members from possible newly-created Districts shall be alternately appointed as above in the order of district creation beginning with even numbered years. This Committee shall consider all matters of constitutional change which it may originate or which may be referred to it.

Section 3. The State Chairperson of any committee, (except an MD-1 Host Committee and its hosting of an International Convention or USA/Canada Lions Leadership Forum in Illinois), which promotes collection and transmission of moneys from Lions Clubs, or any other person or organization, shall have all such moneys remitted directly to the State Office by the Lions Club, Lion, or any other person or organization.

Section 4. The State Council shall provide for audits of all Committees which handle monies as outlined in Section 3, such audits to be made annually, or at more frequent intervals if necessary, by a competent auditor and shall cause copies of such audits in summary form to be published in the State Magazine or to be mailed to the President or Secretary of each Club in the State within 120 days after the conclusion of the current fiscal year.

Section 5. The Campaign and Liaison Committee shall be created to operate on behalf of the State and with other such similar organizations of other states or countries. This Committee shall be composed of all past and present International Directors, who were elected from Multiple District 1; and who are members in good standing of a Club in this State, the Chairperson of the Council of Governors, and one Past District Governor from each District, appointed by the District Governor for a two-year term with Members from Districts 1-A, 1-CN, 1-G, 1-J and 1-M being appointed in odd-numbered years. Members from Districts 1-BK, 1-CS, 1-D, 1-F, and 1-H shall be appointed in even-numbered years. Members from possible newly-created Districts shall be alternately appointed as above in the order of district creation beginning with even-numbered years. The Chairperson of the Committee, appointed by the State Council, shall serve as the official spokesman of the committee. At all meetings of the Committee a majority of the members of the Committee appointed in each district by the District Governor, or their alternates as hereinafter provided, shall constitute a quorum. If any appointed member is not present at any meeting, the District Governor then in office shall serve as the alternate. At any meeting held at the International Convention if the District Governor is not able to serve as the alternate the District Governor-Elect shall serve as an alternate member of the Committee. The actions of the Official Spokesman shall be governed by the rule of the majority of this Committee.

Section 6. The Membership Development Committee shall be composed of one member from each district, appointed by the District Governor of the District, for a three (3) year term.

Members from Districts 1-A, 1-CS, 1-F and 1-J will be appointed in 1989 for a three (3) year term and appointments will be made from these districts for three (3) year terms thereafter.

Members from Districts 1-BK, 1-D, and 1-G will be appointed in 1989 for a two (2) year term and appointments will be made from these districts for three (3) year terms thereafter.

Members from Districts 1-CN, 1-H and 1-M will be appointed in 1989 for a one (1) year term and appointments will be made from these districts for three (3) year terms thereafter.

Members from possible newly created Districts shall be alternately appointed as above.

Section 7. The Chairperson of any Standing Committee may be removed at any time by any State Council for good cause shown, in which event a successor shall be appointed by the State Council for the remainder of the term of office. Any member of a Standing Committee may be removed at any time by their respective District Governor for good cause shown, in which event a successor shall be appointed by the District Governor for the remainder of the term of office.

Section 8. The members of the Long Range Planning Committee shall serve a two year term commencing with the Immediate Past District Governors of 1997-1998 all serving year one during 1998-1999. Then, Immediate Past District Governors from Districts 1-A, 1-BK, 1-CN, 1-F, and 1-G will serve two year terms beginning in odd-numbered years, and Immediate Past District Governors from Districts 1-CS, 1-D, 1-H, 1-J and 1-M will serve two year terms beginning in even numbered years. Members from possible newly-created Districts shall be alternately appointed as above in the order of District creation beginning with even numbered years. The Immediate Past Council Chairperson shall serve as

Chairperson of this Committee. If none is available, then a Chairperson will be elected by the Committee. This Committee shall identify long term goals and address current issues of the Lions of Illinois and will advise and assist the Council of Governors and standing State Committee Chairpersons in the implementation of these plans.

Section 9. There shall be established a standing Finance Committee composed of five (5) Illinois Lions appointed by the Council of Governors to three year terms. Initially the Council shall appoint two Lions to three year terms, one Lion to a two year term and one Lion to a one-year term. Each Council will appoint successors to three year terms as the originally appointed members' terms expire. The fifth member of the Finance Committee will be the elected Council Treasurer who will serve a one year term during his/her term of office.

The current State Secretary-Treasurer shall be an ex officio, non-voting member of the Finance Committee; shall attend all meetings and shall provide all requisite financial and operational information to the Finance Committee as requested by the Finance Committee.

The Finance Committee, at its first meeting each Lions year, shall elect from among its members a Chairperson to serve for that year.

Section 10. In order that there may be equal representation for each District on all Standing Committees, except as otherwise herein provided with regard to the Campaign and Liaison Committee, there shall hereafter be no honorary or lifetime appointments to any committee.

Section 11. Committee Teleconference Meetings. The procedure for Committee Teleconference meetings shall be identical with the provisions provided for in Article VI, Section 7 of the Constitution of this State.

ARTICLE IV RULES FOR CONVENTION PROCEDURE

Section 1. The State Council shall arrange a program for the State Convention which shall be printed for distribution among those attending and the same shall be the order of the day for all sessions of the Convention.

Section 2. Any resolution proposed for action by the State Convention shall be submitted to the State Secretary-Treasurer in writing not less than 30 days prior to the opening date of the Convention, and shall be immediately referred by the State Secretary-Treasurer to the Resolutions Committee, with copies to each District Governor. The State Secretary Treasurer shall forward copies of each such proposed resolution to the Secretary or President of each Lions Club in the State. No other resolutions may be considered by the Convention except those of a commendatory nature, which may be submitted to the Convention by either the Resolution Committee or from the floor.

Section 3. A voice vote, or a showing of hands, or a standing vote may be taken at any Convention, and the ruling on such showing by the presiding officer shall be deemed conclusive unless said ruling is challenged by an accredited delegate immediately after said ruling is made, in which event the presiding officer shall cause a further vote to be taken and only those accredited delegates present and holding proper credentials shall participate in said voting. Voting shall be by written ballot only when required by the Constitution and By-Laws, or when approved by a majority vote of the delegates present. A majority vote by attending and accredited delegates shall be sufficient to pass and approve any matter coming before a meeting of the Convention except where a two-thirds vote is required by the Constitution and By-Laws. No proxy or absentee voting shall be permitted.

Section 4. Robert Rules of Order shall govern all parliamentary procedure except as otherwise provided in the Rules of Procedure adopted by the Convention.

ARTICLE V FISCAL YEAR

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

ARTICLE VI AMENDMENTS

The procedure for amending these By-Laws shall be identical with the procedure provided for in Article XII of the Constitution of this State.

APPENDIX A.

- DISTRICT I-A** to consist of that part of Cook County South of the northern limits of the City of Chicago and of a line formed by the northern boundary of Dupage County with the exception of the Community of Lemont, which shall be in District 1-B, and the community of Bartlett, which shall be in District 1-J.
- DISTRICT 1-BK** to consist of the counties of Will, Kankakee, Iroquois together with the Community of Lemont located in the county of Cook, Bureau, Putnam, LaSalle, Kendall, Grundy, Livingston, Marshall, Woodford, McLean, and Ford.
- DISTRICT I-CN** to consist of the counties of Lawrence, Richland, Clay, Marion, Clinton, Wabash, Edwards, Wayne, Jefferson, Washington, Hamilton, White excluding Norris City, and that part of Madison County which is South of US Route No. 40 and that part of St. Clair and Monroe County North of Highway 156 including Waterloo, East to Route 13, North to 460, East to Route 4, then South to Perry County line.
- DISTRICT I-CS** to consist of the Counties of Randolph, Perry, Franklin, Gallatin, Saline, Williamson, Jackson, Union, Johnson, Pope, Hardin, Alexander, Pulaski, Massac and that part of St. Clair and Monroe County South of Highway 156 East to Route 13, North to 460, East to Route 4, then South to Perry County line. Norris City will be included in 1-CS.
- DISTRICT I-D** to consist of the counties of Jo Daviess, Stephenson, Winnebago, Boone, Carroll, Ogle, Whiteside and Lee, and that part of McHenry and DeKalb counties which is west of State Highway 23 and north of State Highway 72.
- DISTRICT I-F** to consist of the County of Lake; and that portion of Cook County, north of the city limits of the City of Chicago, and north of the line, formed by the northern boundary of Dupage County, with the exception of the Community of Bartlett which shall be in District 1-J.
- DISTRICT I-G** to consist of the Counties of Hancock, Adams, Schuyler, Brown, Pike, Calhoun, Cass, Morgan, Scott, Greene, Jersey, Macoupin, and that part of Madison County North of U.S. Route 40, and that part of Hancock County South, and directly adjacent to Highway No. 136, excluding the city of Carthage.
- DISTRICT I-H** to consist of the counties of Rock Island, Mercer, Henry, Tazewell, Peoria, Fulton, Knox, Stark, Warren, Henderson, McDonough, and that part of Hancock County to the north of Highway No. 136, including the city of Carthage, and all communities located on or directly adjacent to Highway 136 shall be included in District 1-G.
- DISTRICT I-J** to consist of that part of McHenry County which is East of State Highway 23 and that part of DeKalb County which is South of State Highway 72, all of Kane County and all of Dupage County and including in said district

the Communities of Bartlett and Streamwood in Cook County.

DISTRICT 1-M to consist of the Counties of Vermillion, Champaign, Douglas, Edgar, Clark, Crawford, Jasper, Cumberland, Mason, Menard, Sangamon, Logan, Christian, Montgomery, Bond, DeWitt, Macon, Shelby, Fayette, Effingham, Moultrie and Piatt.