



LIONS CLUBS INTERNATIONAL

DISTRICT 410B

CONSTITUTION & BY- LAWS

AS AMENDED AT THE DISTRICT 410B CONVENTION

HELD IN KIMBERLEY ON FRIDAY 27th APRIL 2012

THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS

DISTRICT 410B

Non Profit Organisation Registration number 032-696-NPO

DISTRICT CONSTITUTION AND BY-LAWS (as amended)

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CONSTITUTION

ARTICLE 1 NAME

Section 1 Name

1.1 This organisation shall be known as District 410B (the District) of the International Association of Lions Clubs (Lions International).

ARTICLE 11 OBJECTS

Section 1 Administrative Structure

1.1 To provide an Administrative structure with which to advance the purpose and objects of Lions Clubs International in the District.

Section 2 Objectives of the PBO (Public Benefit Organization)

The objectives of Lions Clubs International District 410B shall include the following Public Benefit Activities (PBA's) as approved by the Commissioner for Inland Revenue in Section 30 of the Income Tax Act No. 58 of 1962

2.1 Welfare and Humanitarian

- a) The care or counselling of, or the provision of education programmes relating to, abandoned, abused, neglected, orphaned or homeless children.
- b) The care or counselling of poor and needy persons where more than 90 per cent of those persons to whom the care or counselling are provided are over the age of 60.
- c) The care or counselling of, or the provision of education programmes relating to, physically or mentally abused and traumatized persons.
- d) The provision of disaster relief.
- e) The rescue or care of persons in distress.
- f) The provision of poverty relief.
- g) Rehabilitative care or counselling or education of prisoners, former prisoners and convicted offenders and persons awaiting trial.
- h) The rehabilitation, care or counselling of persons addicted to a dependence-forming substance or the provision of preventative and education programmes regarding addiction to dependence-forming substances.
- i) Conflict resolution, the promotion of reconciliation, mutual respect and tolerance between the various peoples of South Africa.
- j) The promotion or advocacy of human rights and democracy.
- k) The protection of the safety of the general public.
- l) The promotion or protection of family stability.

- m) The provision of legal services for poor and needy persons.
- n) The provision of facilities for the protection and care of children under school-going age of poor and needy parents.
- o) The promotion or protection of the rights and interests of, and the care of, asylum seekers and refugees.
- p) Community development for poor and needy persons and anti-poverty initiatives, including-
 - i) the promotion of community-based projects relating to self-help, empowerment, capacity building, skills development or antipoverty;
 - ii) the provision of training, support or assistance to community based projects contemplated in item (i); or
 - iii) the provision of training, support or assistance to emerging micro enterprises to improve capacity to start and manage businesses, which may include the granting of loans on such conditions as may be prescribed by the Minister by way of regulation.

2.2 Health Care

- a) The provision of health care services to poor and needy persons.
- b) The care or counselling of terminally ill persons or persons with a severe physical or mental disability, and the counselling of their families in this regard.
- c) The prevention of HIV infection, the provision of preventative and education programmes relating to HIV/AIDS.
- d) The care, counselling or treatment of persons afflicted with HIV/AIDS, including the care or counselling of their families and dependants in this regard.
- e) The provision of blood transfusion, organ donor or similar services.
- f) The provision of primary health care education, sex education or family planning.

2.3 Land and Housing

- a) The development, construction, upgrading, conversion or procurement of housing units for the benefit of poor and needy persons.
- b) The development, servicing, upgrading or procurement of stands, or the provision of building materials, for purposes of the activities contemplated in subparagraph (a).
- c) The provision of residential care for retired persons, where more than 90 per cent of the persons to whom the residential care is provided are over the age of 60 and regular meals and nursing services are provided by the organization carrying on such activity.

- d) Building and equipping of community centres, clinics, sport facilities or crèches or other facilities of a similar nature for the benefit of the poor and needy.
- e) The promotion, facilitation and support of access to land and use of land, housing and infrastructural development for promoting official land reform programmes.
- f) Granting of loans for purposes of subparagraph (a) or (b) subject to such conditions as may be prescribed by the Minister by way of regulation.
- g) The protection, enforcement or improvement of the rights of poor and needy tenants, labour tenants or occupiers, to use or occupy land or housing.

2.4 Education and Development

- a) The provision of education by a "school" as defined in the South African Schools Act, 1996, (Act No. 84 of 1996).
- b) The provision of "higher education" by a "higher education institution" as defined in terms of the Higher Education Act, 1997, (Act No. 101 of 1997).
- c) "Adult basic education and training", as defined in the Adult Basic Education and Training Act, 2000, (Act No. 52 of 2000), including literacy and numeracy education.
- d) "Further education and training" provided by a "public further education and training institution" as defined in the Further Education and Training Act 1998, (Act No. 98 of 1998).
- e) Training for unemployed persons with the purpose of enabling them to obtain employment.
- f) The training or education of persons with a severe physical or mental disability.
- g) The provision of bridging courses to enable educationally disadvantaged persons to enter a higher education institution as envisaged in subparagraph (b).
- h) The provision of educare or early childhood development services for pre-school children.
- i) Training of persons employed in the national, provincial and local spheres of government, for purposes of capacity building in those spheres of government.
- j) The provision of school buildings or equipment for public schools and educational institutions engaged in public benefit activities contemplated in subparagraphs (a) to (h).
- k) Career guidance and counselling services provided to persons for purposes of attending any school or higher education institution as envisaged in subparagraphs (a) and (b).

- l) The provision of hostel accommodation to students of a public benefit organization contemplated in section 30 or an institution, board or body contemplated in section 10(1)(cA)(i), carrying on activities envisaged in subparagraphs (a) to (g).
- m) Programmes addressing needs in education provision, learning, teaching, training, curriculum support, governance, whole school development, safety and security at schools, pre-schools or educational institutions as envisaged in subparagraphs (a) to (h).
- n) Educational enrichment, academic support, supplementary tuition or outreach programmes for the poor and needy.
- o) The provision of scholarships, bursaries and awards for study, research and teaching on such conditions as may be prescribed by the Minister by way of regulation in the Gazette.

2.5 Cultural

- a) The advancement, promotion or preservation of the arts, culture or customs.
- b) The promotion, establishment, protection, preservation or maintenance of areas, collections or buildings of historical or cultural interest, national monuments, national heritage sites, museums, including art galleries, archives and libraries.
- c) The provision of youth leadership or development programmes.

2.6 Conservation, Environment and Animal Welfare

- a) Engaging in the conservation, rehabilitation or protection of the natural environment, including flora, fauna or the biosphere.
- b) The care of animals, including the rehabilitation, or prevention of the ill treatment of animals.
- c) The promotion of, and education and training programmes relating to, environmental awareness, greening, clean-up or sustainable development projects.
- d) The establishment and management of a transfrontier area, involving two or more countries, which-
 - i) is or will fall under a unified or co-ordinated system of management without compromising national sovereignty; and
 - ii) has been established with the explicit purpose of supporting the conservation of biological diversity, job creation, free movement of animals and tourists across the international boundaries within the peace park, and the building of peace and understanding between the nations concerned.

2.7 Research and consumer rights

- a) Research including agricultural, economic, educational, industrial, medical, political, social, scientific and technological research.
- b) The protection and promotion of consumer rights and the improvement of control and quality with regard to products or services.

2.8 Sport

The administration, development, co-ordination or promotion of sport or recreation in which the participants take part on a non-professional basis as a pastime.

2.9 Providing of funds, assets or other resources

The provision of-

- a) funds, assets, services or other resources by way of donation;
- b) assets or other resources by way of sale for a consideration not exceeding the direct cost to the organization providing the assets or resources;
- c) funds by way of loan at no charge; or
- d) assets by way of lease for an annual consideration not exceeding the direct cost to the organization providing the asset divided by the total useful life of the asset, to any-
 - i) any public benefit organization which has been approved in terms of section 30;
 - ii) any institution, board or body contemplated in section 10(1)(cA)(i), which conducts one or more public benefit activities in this part (other than this paragraph);
 - iii) any association of persons carrying on one or more public benefit activity contemplated in this part (other than this paragraph), in the Republic; or
 - iv) any department of state or administration in the national or provincial or local sphere of government of the Republic, contemplated in section 10(1)(a) or (b)."

2.10 General

- a) The provision of support services to, or promotion of the common interests of public benefit organisations contemplated in section 30 or institutions, boards or bodies contemplated in section 10(1)(cA)(i), which conduct one or more public benefit activities contemplated in this part.
- b) The hosting of any international event approved by the Minister for purposes of these regulations, having regard to-
 - i) the foreign participation in that event; and

- ii) the economic impact that event may have on the country as a whole.

ARTICLE 111 MEMBERSHIP AND BOUNDARIES

Section 1 Members

- 1.1 The membership of this organisation shall consist of all Lions Clubs, in good standing in the District, duly chartered by Lions Clubs International.

Section 2 Body Corporate

- 2.1 The District is a body corporate and has an identity and existence distinct from its members or office-bearers.

Section 3 Changes in Membership

- 3.1 The District shall continue to exist, notwithstanding changes in the composition of its membership or office-bearers

Section 4 Members Rights to Property

- 4.1 The members or office-bearers of the District have no rights in the property or other assets of the District solely by virtue of their being members or office-bearers

Section 5 Members Liabilities and Obligations

- 5.1 The members or office bearers do not become liable for any of the obligations and liabilities of the District solely by virtue of their status as members or office bearers of the District.

Section 6 Members Liability for Losses

- 6.1 The members and office bearers are not personally liable for any loss suffered by any person as a result of an act or omission that occurs in good faith while the member or office-bearer is performing functions for or on behalf of the District.

Section 7 Distribution of Income and Property

- 7.1 The District's income and property are not distributable to its members or office bearers except as compensation for expenses incurred on behalf of the District.

Section 8 Boundaries

- 8.1 The boundaries of the District shall be determined by Multiple District 410 and approved by Lions Clubs International.

ARTICLE 1V DISTRICT ORGANISATION

Section 1 Cabinet and Officers

- 1.1 The District shall have a District Cabinet (Cabinet) composed of the following officers: - a District Governor, an Immediate Past District Governor, a First Vice District Governor, a Second Vice District Governor, a Cabinet Secretary, a Cabinet Treasurer (or Secretary/Treasurer), Region Chairpersons (if appointed) Zone Chairpersons and such other members appointed in terms of sub-section 1.9 hereof. Provided, however, the District Governor shall have the authority to determine whether the position of Region Chairperson will be utilised during his/her term. If not so utilised the position of Region Chairperson shall remain vacant during the District Governor's term.
- 1.2 Each Cabinet officer and member of a District Committee shall be a member in good standing of a Lions Club in good standing in the District as defined in Article VI of the By- Laws.
- 1.3 Elections each year at the annual District Convention shall be for a District Governor, a First Vice District Governor and a Second Vice District Governor in accordance with the provisions of the International Constitution. Each District Governor, First Vice District Governor and Second Vice District Governor shall serve for a term of one year only, which term shall commence with the close of the International Convention held in the year of his/her election, if so held, but if not, then on the July 1st next following his/her election and shall terminate with the close of the International Convention held in the calendar year next following the calendar year of his/her election, if so held, but if not, then on the June 30th of the calendar year next following the calendar year of his/her election. No elected District Governor or Vice District Governor may succeed himself/herself by election.
- 1.4 In the event that a vacancy occurs in the office of District Governor, the First 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 for in the Constitution of the International Association of Lions Clubs.

- 1.5 In the event a vacancy occurs in the office of First Vice District Governor, the office shall be filled by the Second Vice District Governor. The vacancy thus created, or for any other reason there occurs a vacancy in the office of Second Vice District Governor the position shall remain vacant until the end of the term.
- 1.6 The District Governor shall appoint, by the time that he/she officially takes office, the following District Cabinet officers:
 - 1.6.1 A Cabinet Secretary and a Cabinet Treasurer (or a Cabinet Secretary/Treasurer) who should be members of the same Lions Club as the District Governor or a nearby Lions Club and who shall have served as either a President or Secretary or Treasurer of a Lions Club for a full term of office or a major portion thereof.
 - 1.6.2 One (1) Region Chairperson in each Region of his/her District and one (1) Zone Chairperson in each Zone of his/her District. Provided, however, the District Governor shall have the authority to determine whether the position of Region Chairperson will be utilised during his/her term. Should any Region Chairperson or Zone Chairperson, during his/ her term of office, become a member of a Lions Club located in a Region or Zone (as the case may be) other than the one for which he/she was appointed, or in another District, the term of office of such officer shall terminate immediately and the District Governor shall appoint a successor for the unexpired portion of the term.
- 1.7 The appointee Treasurer should be suitably qualified for the office and, if in any doubt, the District Governor elect should seek the opinion of the District auditor.
- 1.8 Each Region Chairperson and Zone Chairperson shall:
 - 1.8.1 be an active member in good standing of a chartered Lions Club in good standing in his/her respective region or zone and
 - 1.8.2 have served or will have served at the time of taking office as Region or Zone Chairperson, as President of a Lions Club for a full term or major portion thereof and as a member of the Board of Directors of a Lions Club for no less than two (2) additional years.
- 1.9 The District Governor may also appoint such other members as he/she may deem necessary to the District Cabinet.
- 1.10 Should any vacancy occur in a Cabinet office other than in the office of District Governor, First Vice District Governor or Second Vice District Governor the District Governor shall in respect of 1.6.1 above appoint a replacement and in respect of 1.6.2 and 1.9, at his/her discretion, appoint a replacement.

- 1.11 The District Governor shall have authority to dismiss any officer or member appointed by him/her in terms of Section 1.6 and 1.9 hereof for good and sufficient reason in the best interests of Lionism.
- 1.12 Neither the District Governor nor any member of the Cabinet shall be paid a salary.
- 1.13 The Cabinet shall have the following vesting powers in terms of this Constitution:
 - 1.13.1 It shall constitute the executive body of District 410B and its actions shall be final, subject only to an appeal to any District Convention or the International Board of Directors or International Convention, such appeal to be taken in writing and duly presented to the Committee on Resolutions or said Board or Convention.
 - 1.13.2 It shall have general management and control of the business, property and funds of the District.
 - 1.13.3 It shall pay from its District Administration Fund the expenses of all officers and members of District Committees, when such expenses are incurred in the discharge of duties for the District approved by the Cabinet, but shall have no power to pay expenses not provided for in the Rules of Audit as laid down by Lions Clubs International.
 - 1.13.3.1 All such claims shall be supported by vouchers to the satisfaction of the Cabinet Treasurer before payment.
 - 1.13.4 To invest and deal with monies not immediately required by the District in such manner as may from time to time be determined.
 - 1.13.5 Subject to resolution of which due notice has been given in accordance with Article VIII of the By-Laws, and adopted at a District Convention by a two-thirds (2/3) affirmative vote of the registered Convention delegates present in person.
 - 1.13.5.1 To purchase, take on lease or exchange, hire or otherwise acquire any real or any personal property and any rights or privileges which the District may think necessary or convenient, with regard to any of its objects or acquisitions, or which may seem calculated to facilitate realisation of any securities held by the District, or to prevent or diminish any apprehended loss or liability, or which may seem capable of being profitably dealt with by way of re-sale or otherwise, and in particular, any land, buildings, ground, loans, reversions, policies of assurance, life interest, rights of action, book debts or any other assets.

- 1.13.5.2 To sell, let, lease, exchange, part with, transfer, deliver, charge, mortgage or otherwise howsoever dispose of or deal with the assets of the District, movable and immovable, and of whatsoever nature.
- 1.13.5.3 To purchase, take on lease or exchange, hire or otherwise acquire any real or any personal property and any rights or privileges which the District may think necessary or convenient, with regard to any of its objects or acquisitions, or which may seem calculated to facilitate realisation of any securities held by the District, or to prevent or diminish any apprehended loss or liability, or which may seem capable of being profitably dealt with by way of re-sale or otherwise, and in particular, any land, buildings, ground, loans, reversions, policies of assurance, life interest, rights of action, book debts or any other assets.
- 1.14 All District projects which have been formally adopted at a District Convention shall fall under the direct control of the Cabinet, which shall, however, have power to delegate supervision and control thereof to any properly constituted committee.
- 1.15 Full reports on the activities of all District projects shall be tabled at each annual District Convention supported by audited Financial Statements drawn up for the preceding full fiscal year and also interim financial statements for a period of nine (9) months to the 31st March for the current fiscal year .
- 1.16 Contributions to and participation in District projects by Clubs shall be on a voluntary basis with the exception of mandatory per capita contributions to the District LCIF and District Governors Emergency Funds, such contributions to be determined by resolution at the annual District Convention.
- 1.17 In the event of a Club being disbanded or ceasing to function as a Club under the jurisdiction of Lions Clubs International the disbanding of the Club and the disposal of its funds and other assets shall be administered by the Cabinet in its discretion, subject to funds and/or assets received from the public being distributed to other Lions Clubs in the same Zone as the defunct Club to be used solely for service projects or activities.

Section 2 District Cabinet Meetings

- 2.1 Meetings. The District Governor shall call at least one regular meeting of the Cabinet each quarter during the year, and the first of these meetings shall be held within thirty (30) days of the closing of the International Convention.

- 2.2 The Cabinet Secretary shall give ten (10) days written notice of meetings of the Cabinet to each Cabinet member. The District Governor may call special cabinet meetings at his/her discretion, or shall be called upon written request made either to the District Governor or to the Cabinet Secretary by a majority of the members of the Cabinet. Not less than five (5) and not more than ten (10) days written, or by any means approved by the Cabinet, notice of special meetings of the Cabinet shall be given to each member by the Cabinet Secretary.
- 2.3 Quorum and Vote. A majority of the officers of the Cabinet eligible to vote shall constitute a quorum. In all meetings of the Cabinet the voting privilege shall extend to the District Governor, the Immediate Past District Governor, the First Vice District Governor, the Second Vice District Governor and all officers appointed by the District Governor in terms of Section 1.6 and 1.9 hereof.

Section 3 Regions and Zones

- 3.1 The District Governor shall divide the District into Regions of no more than sixteen (16) Lions Clubs each and each such Region into Zones of not more than eight (8) 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 change necessary in the best interests of Lionism and the individual Lions Clubs.
- 3.2 Regional Meetings. Meetings of all member Clubs in a Region shall be designated and known as Regional Meetings, and Regional meetings may be fixed by the Region Chairperson (if the position is utilised during the District Governor's term) and Zone Chairpersons of the respective Zones, with the Region Chairperson (if the position is utilised during the District Governor's term) in active charge. Such Regional Meeting shall be so arranged and of such a number as will make it possible and convenient for the members of each Club in each Region to attend at least one of such meetings each year.
- 3.3 Zone Meetings. Meetings of all member Clubs in a Zone, open to all members of each Club, shall be designated and known as Zone Meetings, and Zone Meetings shall be held throughout the District during the year at times and places to be fixed by the Zone Chairperson of each individual Zone, who shall be in active charge.

Section 4 District Committees

4.1 District Governors Advisory Committees

4.1.1 There shall be a District Governors Advisory Committee in each Zone. It shall comprise of the Zone Chairperson and Presidents, Secretaries and Membership Chairperson of each club in each zone and shall meet at least three (3) times per year, preferably four (4) times per year. The Chairperson of such meetings shall be the Zone Chairperson. The first meeting called shall be within sixty (60) days after the adjournment of the Lions Clubs International Convention, the balance of the meetings reasonably equally spread over the remainder of the year, with the final meeting at least thirty (30) days before the annual District Convention.

4.2 Advisory Committee of Past District Governors

4.2.1 There shall be an Advisory Committee comprising all Past District Governors who are members of Clubs in good standing within the District. The Immediate Past District Governor should be the Chairperson of this Committee. This Committee shall meet at least once per half year and as called upon by the District Governor.

4.3 Long Range Planning Committee

4.3.1 The Committee, appointed by the District Governor, shall including the Chairperson, consist of no less than 4 (four) and not more than 8 (eight) Lions who are members of Clubs in good standing in the District.

4.3.2 The Chairperson shall be a Past District Governor appointed by the District Governor.

4.3.3 Half the membership shall be Past District Governors.

4.3.4 The First Vice District Governor and Second Vice District Governor shall be appointed members of the Committee.

4.3.5 Each member of the Committee shall have one vote. The Chairperson shall have a deliberative and a casting vote.

4.3.6 The Committee may call upon the expertise of other members as required and form sub Committees where needed.

4.3.6.1 These members shall have no voting rights in Committee meetings.

4.3.7 The Committee shall meet at least once per quarter and in addition shall meet at the specific request of the District Governor to discuss matters referred to it by him/her.

4.3.8 The Chairperson shall advise the District Governor of the outcome of all deliberations of the Committee presenting fully all views and opinions.

4.3.9 It shall be a function of this Committee to appoint a minimum of 3 (three) Past District Governors to advise all candidates for District Governor and Vice District Governors on matters of practice and the requirements of their office.

4.3.10 A quorum at any meeting of the Committee shall be a simple majority.

4.4 Global Membership Team (GMT) and Global Leadership Team (GLT) District Coordinators.

4.4.1 Appointments to these positions shall be made by the District Governor, First Vice District Governor and Second Vice District Governor as prescribed by Lions Clubs International from time to time.

4.5 Finance Committee

4.5.1 The District Governor shall appoint a Finance Committee.

4.5.2 The Committee shall consist of a minimum of five (5) members, of whom a minimum of three (3) shall be Past District Governors or former Cabinet Treasurers or Secretary/Treasurers and one shall be the Immediate Past District Governor.

4.5.3 All members of this Committee shall be members in good standing of Lions Clubs in good standing within the District and as far as possible be representative of members both in the professions and commerce.

4.5.4 The District Governor shall appoint the Chairperson.

4.5.5 A majority of the members of the Committee shall constitute a quorum.

4.5.6 The committee shall meet when and as called upon by the District Governor and also whenever necessary in order to discharge the duties assigned to it in this Constitution or by the Cabinet.

4.6 Constitutions, Resolutions and Protocol Committee

4.6.1 The Committee shall consist of the Chairperson plus not less than two (2) and not more than five (5) other Lions who are members in good standing of Clubs in District 410B.

4.6.2 The Chairperson shall be appointed by the District Governor and he/she shall appoint his/her committee within fourteen (14) days of taking office in consultation with the District Governor who may or may not accept such appointments at his / her sole discretion. The Chairperson shall notify the District

Governor and the Cabinet Secretary of the names, addresses and phone and/or other contact details of the committee members after their appointment and acceptance.

4.6.3 The District Chairperson for Resolutions, Constitutions, Bylaws, and Protocol should attend all District 410B Cabinet meetings, as well as the Annual District 410B Convention, during his/her term of office.

4.6.4 In the event that the District Chairperson for Resolutions, Constitutions, Bylaws, and Protocol is unable, for good and sufficient reason, not to be able to attend a meeting as set out in 4.7.3 above, then another member of the Committee shall be delegated by the Chairperson to fulfil the Chairperson's obligations.

4.6.5 A quorum of the committee shall be a majority (in excess of fifty (50) percent) of those present at a meeting of this committee and voting and the Chairperson shall have an additional casting vote if necessary.

4.6.6 The Committee shall meet as and when necessary or at the request of the District Governor.

ARTICLE V DISTRICT ADMINISTRATION FUND

Section 1 Payment of Administration Fund Tax

1.1 To provide revenue to defray the non-Convention administrative expenses of the District, an annual per capita District Administration Fund tax shall be levied upon each member of each Club in the District. The amount of such tax shall be determined at each District Convention by resolution adopted by a majority of the registered delegates present in person. The tax shall be paid in advance by each Club in the District in two (2) semi-annual payments. The first shall be 60% of the total annual billing and shall be payable by end August each year and the second payment shall be the remaining 40% which shall be paid before the end of the following January each year. Billings as set out herein will be calculated on the membership as shown by Lions Clubs International of each Club as at the 30th June and the 31st December respectively.

1.2 New and re-organised Clubs shall pay pro rata per capita tax beginning the first day of the second month following the date of their organisation. The said tax shall be collected from each Club by the Cabinet Treasurer.

Section 2 Disbursement

2.1 The said per capita tax shall become and remain a fund of the District. The Cabinet may only disburse these funds for non-Convention administrative expenses

or such other expenditure approved by the Cabinet. Payments out of said District Administration Fund shall be by cheques drawn and signed by the Cabinet Treasurer and countersigned by the District Governor or the Cabinet Secretary.

Section 3 Cabinet Not to Incur Expenditure

3.1 The District Governor and his/her Cabinet shall not incur expenditure in excess of moneys available.

Section 4 Cabinet Treasurer to Make Bond

4.1 The Cabinet Treasurer shall be required to make bond in such amount as shall be approved by the Cabinet and the cost of same shall be an administrative expense.

Section 5 Audit of Books of Account

5.1 The Cabinet shall provide for an audit of the books and accounts of the Cabinet Treasurer annually, or at more frequent intervals if necessary, by registered public accountants. The Cabinet Treasurer shall make available to clubs, on their request, such accounts.

Section 6 Balance Sheet & Draft to 31st March

6.1 There shall be submitted to each District Convention:-

6.1.1 An audited Balance Sheet and Income Statement for the previous twelve (12) months ended 30th June and

6.1.2 A draft Balance Sheet and Income Statement for the nine (9) months of the current fiscal year, i.e. for the period ended 31st March.

Section 7 Funds to Be Taken Over

7.1 Any balance of funds remaining in the District Administration Account at the end of the fiscal year ending 30th June shall be taken over by the incoming Cabinet.

Section 8 Fiduciary Responsibility

8.1 Three unrelated Lions of District 410B shall accept the fiduciary responsibility of the District and no single person may directly or indirectly control the decision making powers of the District.

Section 9 Prohibition of Distribution

9.1 The District shall be prohibited from distributing any of its funds to any person (otherwise than in the course of undertaking any public benefit activity) and is

required to utilize its funds solely for the object for which it has been established, or to invest such funds:-

- 9.1.1 With a Financial Institution as defined in Section 1 of the Financial Services Board Act, 1990 (Act No. 97 of 1990);
 - 9.1.2 In securities listed on a stock exchange as defined in Section 1 of the Stock Exchanges Control Act, 1985 (Act No. 1 of 1985) or
 - 9.1.3 In such prudent investments in financial instruments and assets as the Commissioner for Inland Revenue may determine after consultation with the Executive Officer of the Financial Services Board and the Director of Non-Profit Organizations
- 9.2 Provided that the provisions of this paragraph shall not prohibit the District from retaining any investment (other than any investment in the form of a business undertaking or trading activity or asset which is used in such business undertaking or trading activity) in the form that it was acquired by way of donation, bequest or inheritance.

Section 10 Reasonable Remuneration

Employees or other persons (excluding Lion members who may not receive any remuneration) serving District 410B may receive reasonable remuneration for services rendered provided that:

- 10.1 the remuneration is not excessive and
- 10.2 such remuneration does not economically benefit any person in a manner that is inconsistent with the objects as stated in Article II

Section 11 Trading

The District shall be prohibited from carrying on any business or trading activity, otherwise than to the extent that:-

- 11.1 the gross income derived from all such business undertakings or trading activities does not in total exceed the greater of
 - 11.1.1 15% (percent) of the gross receipts of the District or
 - 11.1.2 R 35, 000 (thirty five thousand Rand)
- 11.2 the undertaking or activity is:-
 - 11.2.1 Integral and directly related to the sole object of the District and
 - 11.2.2 It is carried out or conducted on a basis substantially the whole of which is directed towards the recovery of cost and which would not result in unfair competition in relation to taxable entities

- 11.3 the undertaking or activity, if not an integral and directly related to the sole object of the District as contemplated in (b) above, is of an occasional nature and undertaken substantially with assistance on a voluntary basis without compensation or
- 11.4 the undertaking or activity is approved by the Minister of Finance by notice on the Government Gazette, having regard to:-
- 11.4.1 the scope and benevolent nature of the undertaking or activity
- 11.4.2 the direct connection and inter-relationship of the undertaking or activity with the sole purpose of the District
- 11.4.3 the profitability of the undertaking or activity and
- 11.4.4 the level of the economic distortion that may be caused by the exempt status of the District carrying out the undertaking or activity

Section 12 Donations Received

- 12.1 The District shall be prohibited from accepting any donation which is revocable at the instance of the donor for reasons other than a material failure to conform to the designated purposes and conditions of such donation, including any misrepresentation with regard to the tax deductibility thereof in terms section 18A of the Income Tax Act: Provided that a donor (other than a donor which is an approved public benefit organization or an institution, board or body which is exempt from tax in terms of section 10(1) (cA)(i) of the said Income Tax Act, which has its sole or principal object the carrying on of any public benefit activity) may not impose conditions which could enable such donor or any connected person in relation to such donor to derive some direct or indirect benefit from the application of such donation;

ARTICLE VI DISTRICT ACTIVITIES FUND

Section 1 Revenue Received To District Activities Fund

- 1.1 All revenue received for the purpose of funding District activities or projects shall be credited to the District Activities Fund.

Section 2 Sources of Revenue

- 2.1 Revenue shall be derived from donations by Clubs, appeals to Clubs, voluntary levies on members and any profit/surplus on District functions and/or projects.

Section 3 Approval for Payments

- 3.1 All payments out of the Fund shall be subject to the approval of the District Cabinet after report and recommendation thereon by the Finance Committee.

Section 4 Reports and Financial Statements

- 4.1 A report and financial statements shall be submitted to every meeting of the District Cabinet and to all annual Conventions of District 410B.
- 4.2 All financial reports shall be subject to review by the Finance Committee before submission to District Cabinet or District 410B Conventions.

Section 5 Requirements

- 5.1 The fund shall be subject to the requirements of Sections 3, 4, 5, 6, 7, 8, 9, 10, 11 and 12 of Article V (District Administration Fund) of the Constitution.

ARTICLE VII DISTRICT EMERGENCY FUND

Section 1 Purpose

- 1.1 The purpose of this fund is to provide readily available finance to enable the District Governor to react timeously to appeals for assistance in the event of emergencies and national disasters.

Section 2 Payments

- 2.1 Payments out of the Fund may be made by the District Governor after consultation with the Finance Committee.

Section 3 Minimum Reserve

- 3.1 The fund shall retain a minimum reserve at all times. The amount of such reserve to be determined by the District Cabinet at the beginning of each fiscal year.

Section 4 Financial Assistance

- 4.1 In the event of a disbursement from the fund, the fund shall be replenished to the agreed minimum reserve by means of an immediate contribution from the District Activities Fund.
- 4.2 All Clubs in the District shall be advised immediately that any financial assistance is rendered by the Fund. At the same time an appeal shall be made to Clubs for contributions in order to replenish the expenditure from the District Activities Fund.

Section 5 Report and Financial Statements

- 5.1 A report and financial statements shall be submitted to every meeting of the District Cabinet and to all annual Conventions of District 410B.

- 5.2 All financial reports shall be subject to review by the Finance Committee before submission to Cabinet or Convention.

ARTICLE VIII DISTRICT CONVENTION

Section 1 Venue and Hosting

- 1.1 A Convention of the District shall be held each year before the Multiple District Convention at a place selected by the previous annual Convention of the District, the date to be fixed by the District Governor and the Convention Host Club(s). 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.
- 1.2 Any club(s) wishing to host a district convention of District 410B shall, not later than 120 (one hundred and twenty) days before the district convention where they intend issuing an invitation, present to the District Cabinet a detailed report of the proposals and a budget which must be approved by the District Cabinet before the club(s) may issue the said invitation.

Section 2 Change of Venue

- 2.1 The Cabinet shall retain and have the absolute power to change at any time, for good and sufficient reason, without the District incurring any liability whatsoever, the place of holding the District Convention.

Section 3 District Governor to Supervise

- 3.1 The District Governor shall have supervision over all phases of the District Convention and the officers of the District shall be the officers of the Convention.

Section 4 Sergeant-At-Arms

- 4.1 A Convention Sergeant-at-Arms may be appointed by the District Governor.

Section 5 National Flags

- 5.1 The national flags of all countries and nations that form part of the District shall be displayed at all Convention sessions, including the national flags of known visitors where appropriate and possible, and the flag of Lions Clubs International.

Section 6 Voting and Outstanding Dues

- 6.1 Each chartered Club in the District in good standing shall be entitled to one (1) voting delegate and one (1) alternate for each ten (10) members of said Club, or major fraction thereof, who have been enrolled in the club for at least one year

and one day 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.

- 6.2 The major fraction referred to in this section shall be five (5) or more members.
- 6.3 Each convention delegate or his/her alternate, present in person, may cast one (1) vote only on each issue to be voted on at Convention, the affirmative vote of a majority of the registered Convention delegates present in person voting on any issue shall be the act of the Convention.
- 6.4 Outstanding dues may be paid and good standing acquired at any time before the close of the credentials certification that shall be at the time of the opening of Convention.

Section 7 Quorum

- 7.1 The attendance in person of a majority of the delegates, or alternatives, registered at a convention shall constitute a quorum at any session of the convention.

Section 8 Constitutional Provisions to Be Received

- 8.1 In addition to electing a District Governor, a First Vice District Governor and a Second Vice District Governor for the ensuing year, the delegates at each District Convention shall receive all matters of a District-wide nature and suggested changes in the provisions of this Constitution and By-laws, for their approval or disapproval in accordance with this Constitution.

Section 9 Minutes

- 9.1 Within sixty (60) days after the close of each District Convention the outgoing Cabinet Secretary shall transmit one copy of the complete proceedings thereof to the International Office and one copy to the District Governor.
- 9.2 A copy shall also be furnished to any Club in the District or any Cabinet Officer on written request received before 31st July next following the Convention.

ARTICLE IX DISTRICT CONVENTION FUND

Section 1 Levy to Be Billed

- 1.1 Each member of each club in the District shall be levied an annual District Convention Fund Tax, as determined by the District Convention of 410B by resolution adopted by a majority of the registered delegates present in person.. The prescribed billing and collection procedure, in Article V Section 1.1 for the District Administration Fund tax, shall be used to bill and collect this tax.

- 1.2 The tax so collected shall be used exclusively for defraying the Convention administration expenses incurred by the Cabinet and the Host Club(s). Such expenses shall include printing, stationery and ballot cards; services of stenographers and reporting of official proceedings; hire of halls, relay systems, decorations and badges; insurance's and other miscellaneous expenditure incidental to the running of a Convention.
- 1.3 Any surplus arising from this tax after defraying the costs referred to herein shall be credited to a District Convention Fund (Administration) to be administered by the Cabinet and to be used only for the purposes prescribed herein.

Section 2 Registration Fee

- 2.1 A District Convention registration fee, as determined by the Host Club(s) with the approval of the Cabinet shall be levied on each delegate, alternate and guest attending the District Convention to defray the costs of registration, organised entertainment, official Convention Banquets and Convention meals.
- 2.2 The cost of accommodation and meals not included in the District Convention registration fee shall be paid by delegates, alternates and guests.
- 2.3 The said District Convention registration fee shall be collected by the Host Club(s) under the supervision of the Cabinet and failure or refusal to pay same shall be grounds for non-certification of delegate status upon report of same to the Convention Credentials Committee.
- 2.4 Any surplus arising from such fees after defraying the costs referred to herein shall be paid by the Host Club(s) into a District Convention Fund.
- 2.5 In the event of a deficit under this Section the Host Club(s) may be reimbursed by the Cabinet from funds available in the District Convention Fund.
- 2.6 The Host Club(s) shall present the Cabinet with an audited financial statement by not later than sixty (60) days after the end of the fiscal year. Such financial statement shall be presented at the next District Convention.

ARTICLE X AMENDMENTS

Section 1 Resolutions

- 1.1 This Constitution may be amended only at a District Convention by resolution reported by the Committee on Resolutions, Constitution and By-laws at such Convention and adopted by a two thirds (2/3) affirmative vote of the registered Convention delegates present in person.

Section 2 *Distribution of Resolutions*

2.1 No amendment in terms of Section 1 hereof shall be voted upon unless it shall have been circulated in writing to each Club in the District together with notice that it will be voted upon at the next District Convention. Such notice shall be given by the Cabinet Secretary at least thirty (30) days before the date of the District Convention.

Section 3 *Resolutions Agreed To Take Effect*

3.1 An amendment shall take effect at the close of the District Convention at which it is adopted unless otherwise specified in the amendment.

Section 4 *Submission of Amendments Passed*

4.1 The District Cabinet Secretary shall submit to the Commissioner for Inland Revenue a copy of any amendment passed to this Constitution

ARTICLE XI INTERPRETATION

Section 1 *Male/Female Gender*

1.1 Wherever the male gender or pronoun appears in this Constitution and By-laws it shall be interpreted to mean both male and female persons.

ARTICLE X11 DISSOLUTION

Section 1 *Dissolution*

1.1 In the event of the dissolution of Lions Clubs International District 410B the remaining assets, after creditors have been paid, shall be transferred to:

1.1.1 A similar Public Benefit Organisation (PBO) approved in terms of Section 30 of the Income Tax Act, No 58 of 1962 by the Commissioner as a PBO or

1.1.2 To an organisation established by law which is exempt from tax under the provisions of section 10(1)(cA)(i) of the aforesaid Act, which has as its sole or principal object the carrying on of any Public Benefit Activity (PBA) or

1.1.3 To any department of state or administration in the national, provincial or local sphere of Government in the Republic of South Africa as contemplated in section 10(1)(a) or (b) of the said Act

BY-LAWS

ARTICLE I DISTRICT NOMINATIONS AND ELECTIONS

Section 1 District Governor

1.1 The District Governor shall:-

1.1.1 Appoint a Nominating Committee of not less than three (3) and not more than five (5) members and shall designate the Chairperson thereof.

1.1.1.1 Each committee member shall be a member of a different chartered Lions Club within the District and shall not at the time of his/her appointment hold any International, Multiple District or District office. Nor shall he/she be a member of the same Club as any candidate and if it should transpire that a nomination is received from someone in the same Club as such appointee to the Nominations Committee, then the appointee shall be replaced by the District Governor and the Clubs in the District duly informed.

1.1.2 Advise each such committee member of his/her appointment by letter at least ninety (90) days before the District Convention.

1.1.3 By letter addressed to each Club in the District at least ninety (90) days before the annual District Convention:-

1.1.3.1 Call for nominations for the offices of District Governor, First Vice District Governor and Second Vice District Governor for the following fiscal year and

1.1.3.2 Advise members of the name, contact details, and club of the Chairperson, to whom nominations are to be submitted, and the names and clubs of the other appointees to the Nominating Committee.

Section 2 Nominating Committee

2.1 The Nominating Committee shall receive written nominations for the offices of District Governor, First Vice District Governor and Second Vice District Governor.

Such nominations shall be made in writing at least sixty (60) days before the Convention and each nominated Candidate must:

2.1.1 be an active Member in good standing of a chartered club in good standing in his/her single or sub-district, at the time the nomination is submitted to the Nominations Committee,

2.1.2 secure the endorsement of his/her club or a majority of the clubs in his/her single or sub-district. In the case of an endorsement, a copy of the minutes when the endorsement was confirmed, recording the names of the

- members of the Club, who are in good standing, and who propose and second the nominee, must accompany the nomination,
- 2.1.3 have served or will have served at the time he/she takes office as District Governor:
- 2.1.3.1 as President of a Lions Club for a full term or a major portion thereof, and as a member of the board of directors of a Lions Club for no less than two (2) additional years; and
- 2.1.3.2 as Zone Chairperson or Region Chairperson or Cabinet Secretary and/or Treasurer for a full term or major portion thereof
- 2.1.3.3 currently be serving as the First Vice District Governor within the district from which he/she is to be elected
- with none of 2.1.3.1, 2.1.3.2 and 2.1.3.3 above being accomplished concurrently
- 2.1.4 have served or will have served at the time he/she takes office as First Vice District Governor:
- 2.1.4.1 as President of a Lions Club for a full term or a major portion thereof, and as a member of the board of directors of a Lions Club for no less than two (2) additional years; and
- 2.1.4.2 as Zone Chairperson or as Region Chairperson or as Cabinet Secretary and/or as Treasurer for a full term or major portion thereof
- 2.1.4.3 currently be serving as the Second Vice District Governor within the district from which he/she is to be elected with none of 2.1.4.1, 2.1.4.2 and 2.1.4.3 above being accomplished concurrently
- 2.1.5 have served or will have served at the time he/she takes office as Second Vice District Governor:
- 2.1.5.1 as President of a Lions Club for a full term or a major portion thereof, and as a member of the board of directors of a Lions Club for no less than two (2) additional years; and
- 2.1.5.2 as Zone Chairperson or as Region Chairperson or as Cabinet Secretary and/or as Treasurer for a full term or major portion thereof with none of 2.1.5.1 and 2.1.5.2 above being accomplished concurrently
- 2.2 The Nominating Committee shall verify that the qualifications of each candidate complies with the requirements of the International Constitution and By-laws and shall report to the District Convention the names of all qualifying candidates.
- 2.3 Should no duly nominated candidate for the office of Second Vice District Governor be available for election, nominations may be made from the floor of

the District Convention, provided the eligibility of the candidates is confirmed by the Nominating Committee.

- 2.4 In the event of nominations being made from the floor of the District Convention each such nominated candidate shall be allowed one nominating speech of not more than three minutes duration and one seconding speech of not more than one minute duration.

Section 3 Election for District Governor

- 3.1 The election for District Governor shall be conducted by a secret written ballot with the District Governor candidate required to secure a simple majority of the affirmative votes cast by the delegates present and voting in order to be declared elected.
- 3.2 The election for District Governor shall be under the supervision of, and the votes cast counted by, the District elections committee provided that the candidate/s may nominate one observer.

Section 4 Election for First Vice District Governor

- 4.1 The election for First Vice District Governor shall be conducted by a secret written ballot with the District Governor candidate required to secure a simple majority of the affirmative votes cast by the delegates present and voting in order to be declared elected.
- 4.2 The election for First Vice District Governor shall be under the supervision of, and the votes cast counted by, the District elections committee provided that the candidate/s may nominate one observer.

Section 5 Election for Second Vice District Governor

- 5.1 The election for Second Vice District Governor shall be by secret written preferential ballot.
- 5.2 Should there be only one (1) qualified Second Vice District Governor candidate, the candidate shall be required to secure a simple majority of the affirmative votes cast by the delegates present and voting in order to be declared elected.
- 5.3 Should there be more than one (1) qualified Vice District Governor candidate the following provisions shall apply:
 - 5.3.1 In the event of there being only two (2) qualified candidates, the candidate obtaining a majority of votes cast shall be declared duly elected.
 - 5.3.2 In the event of a tie, voting will continue until one (1) candidate receives such majority.

- 5.3.3 Where there are more than two (2) candidates, the election shall be by one (1) ballot, delegates recording their preference in numerical order i.e. their first choice is marked 1, their second preference is marked 2 and so on.
- 5.3.4 A candidate receiving more than fifty percent (50%) of the total first preference votes cast shall be declared duly elected.
- 5.3.5 If on the count of the first preference votes cast no candidate secures more than fifty per cent (50%) of the total votes cast, the candidate with the lowest number of such votes shall be eliminated and the second preference vote cast on his/her/er ballot shall then be allocated among the remaining candidates according to such second preferences.
- 5.3.6 If no candidate secures more than fifty per cent (50%) of the votes cast on the recount, the above procedure shall be continued until one (1) candidate does receive the necessary majority.
- 5.4 The fact that a delegate does not indicate all his/her preferences shall not mean that his/her ballot is a "spoilt paper".
- 5.5 The election for Second Vice District Governor shall be under the supervision of, and the votes cast counted by, the District elections committee provided that each candidate may nominate one (1) observer.

ARTICLE II DUTIES

Section 1 District Governor

- 1.1 Under the general supervision of the International Board of Directors he/she shall represent the Association in his/her District.
- 1.2 He/she shall be the Chief Executive and Administrative officer in his/her District, have general supervision over all Clubs in the District and direct supervision over all Cabinet officers and members.
- 1.3 He/she shall preside over Cabinet, Convention and other District meetings and shall perform such other duties as pertain to his/her office as set forth in the International Constitution and By-laws.
- 1.4 Further the purposes of the Association.
- 1.5 Actively participate and inspire other District officers to administer and promote effective membership growth and new club organisation.
- 1.6 Actively participate and inspire other District officers to administer and promote leadership development at the club and District levels.
- 1.7 Support and promote the Lions Clubs International Foundation.
- 1.8 Perform such other functions as required by the International Board of Directors.

Section 2 *First Vice District Governor*

- 2.1 The First Vice District Governor, subject to the supervision and direction of the District Governor, shall be Chief Administrative Assistant to the District Governor and representative of the District Governor.
- 2.2. His/her specific responsibilities shall be to:-
- 2.2.1 Further the purposes and objects of the Organisation.
- 2.2.2 Perform such administrative duties as may be assigned to him/her by the District Governor.
- 2.2.3 Perform such other functions and acts as may be required of him/her by the International Board of Directors.
- 2.2.4 Actively participate in all cabinet and council meetings and conduct all meetings in the absence of the District Governor
- 2.2.5 Assist the District Governor in the review of the strengths and weaknesses of the clubs in the District, identifying the existing and potential weak clubs and establishing plans to strengthen them.
- 2.2.6 Conduct club visitations as the representative of the District Governor when requested to do so.
- 2.2.7 Work with the Global Membership Team (GMT) in order to assist in the achievement of membership goals.
- 2.2.10 At the request of the District Governor, supervise District committees.
- 2.2.11 Participate in the planning of the following year including the District budget.
- 2.2.12 Familiarise himself/herself with the duties of the District Governor so that in the event of a vacancy in the office of District Governor, he/she would be better prepared to assume the duties and responsibilities of said office as acting District Governor until the vacancy has been filled according to these by-laws and rules of procedure adopted by the International Board of Directors.

Section 3 *Second Vice District Governor*

- 3.1 The Second Vice District Governor, subject to the supervision and direction of the District Governor, shall be an assistant in the administration of the District and representative of the District Governor.
- 3.2 His/her specific responsibilities shall be, but not limited to:-
- 3.2.1 Further the purposes and objects of this Association.
- 3.2.2 Perform such administrative duties as may be assigned to him/her by the District Governor.

- 3.2.3 Perform such other functions and acts as may be required of him/her by the International Board of Directors.
- 3.2.4 Actively participate in all cabinet meetings and conduct all meetings in the absence of the District Governor;
- 3.2.5 Familiarise himself/herself with the health and status of the clubs in the District and- assist the District Governor and the First Vice District Governor in identifying and strengthening the existing and potential in identifying the existing and potential weak clubs;
- 3.2.6 Conduct club visitations as the representative of the District Governor when requested to do so by the District Governor;
- 3.2.7 Assist the District Governor and the First Vice District Governor in planning and conducting the annual District convention;
- 3.2.8 Work with the Global Leadership Team (GLT) in order to assist in the achievement of leadership development goals.
- 3.2.11 At the request of the District Governor, supervise District committees.
- 3.2.12 Participate in the planning of the following year including preparation of the District budget.
- 3.2.13 Familiarise himself/herself with the duties of the District Governor so that in the event of a vacancy in the office of District Governor and First Vice District Governor, he/she would be better prepared to assume the duties and responsibilities of said offices as acting District Governor until the vacancy has been filled according to these by-laws and rules of procedure adopted by the International Board of Directors.

Section 4 Cabinet Secretary

- 4.1 He/she shall act under the supervision of the District Governor.
- 4.2 His/her specific responsibilities shall be to:-
 - 4.2.1 Further the purposes and objects of the Organisation.
 - 4.2.2 Perform such duties as are implied by the title of said office, including, but not by way of limitation, the following:-
 - 4.2.2.1 Keep an accurate record of the proceedings of all meetings of the Cabinet and within ten (10) days after each meeting forward copies of the minutes to all members of the Cabinet and the office of Lions Clubs International.
 - 4.2.2.2 Take and keep minutes of the District Convention and transmit copies as required in terms of Article VIII Section 9 of this Constitution.
 - 4.2.2.3 Make reports to the Cabinet as the District Governor or Cabinet may require.

- 4.2.2.4 Perform such additional assignments as shall be given to him/her from time to time by the District Governor.
- 4.2.2.5 Perform such other functions and acts as may be required by the International Board of Directors through the Cabinet Secretary's Manual and other directives.
- 4.2.2.6 Request, not later than 150 days before Convention, all Lions Clubs in the District to submit resolutions they wish to be discussed. These to be received by the Cabinet Secretary or the Chairperson of the Committee on Resolutions, Constitution and By-Laws at least 90 days before Convention, for consideration at the forthcoming annual District Convention.
- 4.2.2.7 Notify all the Clubs in the District of the names of Lion Candidates approved by the Nominations Committee for the positions of District Governor and Vice District Governor for the following fiscal year at least 30 days prior to the District Convention
- 4.2.2.8 If so delegated in terms of 1.5 above, have control of the operating activities and functions of the District Office, reporting to the Finance Committee.

Section 5 Cabinet Treasurer

- 5.1 He/she shall act under the supervision of the District Governor.
- 5.2 His/her specific responsibilities shall be to :-
 - 5.2.1 Further the purposes and objects of the Organisation.
 - 5.2.2 Perform such duties as are implied by the title of said office, including, but not by way of limitation, the following:-
 - 5.2.2.1 Deposit all money received in banks and financial institutions designated by the Cabinet and disburse same by order of the Cabinet.
 - 5.2.2.2 Turn over to the Multiple District Council Treasurer the Multiple District Administration Fund tax collected in the District.
 - 5.2.2.3 Keep accurate books and records of account and permit inspection of same by members of the Cabinet and the auditors.
 - 5.2.2.4 Give bond for the faithful performance of his/her duties in such sum and with the sureties as may be required by the Cabinet.
 - 5.2.2.5 Perform such additional assignments as may be given to him/her from time to time by the District Governor.
 - 5.2.2.6 Perform such other functions and acts as may be required by the International Board of Directors through the Cabinet Treasurer's Manual and other directives.

Section 6 *Region Chairpersons*

- 6.1 The Region Chairpersons, if the position is utilised during the District Governor's term, is subject to the supervision and direction of the District Governor and shall be the Chief Administrative Officer of his/her Region.
- 6.2 His/her specific responsibilities shall be to:-
- 6.2.1 Further the purposes and objects of this Organisation.
- 6.2.2 Supervise the activities of the Zone Chairpersons in his/her Region and such District Committee Chairpersons as may be assigned to him/her by the District Governor.
- 6.2.3 Play an active role in organising new Clubs and in strengthening weak Clubs.
- 6.2.4 Visit a regular business/general 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 and the Zone Chairperson.
- 6.2.5 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.
- 6.2.6 Endeavour to have every Club in his/her Region operating under a duly adopted Club Constitution and By-laws.
- 6.2.7 Promote representation at International and District Conventions by at least the full quota of delegates to which Clubs in the Region are entitled.
- 6.2.8 Carry out such official visitations to Club meetings and Charter nights as shall be assigned to him/her by the District Governor.
- 6.2.9 Perform such additional assignments as shall be given to him/her from time to time by the District Governor.
- 6.2.10 Perform such other functions and acts as may be required by the International Board of Directors through the Region Chairperson's Manual and other directives.
- 6.2.11 Promote and be involved in assisting clubs to extend and/or grow their membership with persons who will project the correct image of Lionism.

Section 7 *Zone Chairpersons*

- 7.1 The Zone Chairperson, subject to the supervision and direction of the District Governor and/or Region Chairperson, shall be the chief administrative officer in his/her Zone.
- 7.2 His/her specific responsibilities shall be to:-
- 7.2.1 Further the purpose and objects of this Organisation.

- 7.2.2 Serve as Chairperson of the District Governor's Advisory Committee in his/her Zone and as such Chairperson to call regular meetings of said committee.
- 7.2.3 Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to Lions International and to the District Governor and Region Chairperson.
- 7.2.4 Play an active role in organising new Clubs and keep informed on the activities and well being of all Clubs in his/her Zone.
- 7.2.5 Represent each Club in his/her Zone in any problems with District, Multiple District or Lions International.
- 7.2.6 Supervise the progress of District, Multiple District and Lions Clubs International projects in his/her Zone.
- 7.2.7 Endeavour to have every Club within his/her Zone operating under a duly adopted Club Constitution and By-laws.
- 7.2.8 Promote representation at International and District Conventions by at least the full quota of delegates to which Clubs in his/her Zone are entitled.
- 7.2.9 Visit a regular business/general meeting of each Club in his/her Zone once or more during his/her term of office, reporting his/her findings to the Region Chairperson, particularly with respect to weaknesses he/she may have discovered (copy to District Governor).
- 7.2.10 Perform such other functions and acts as may be required of him/her by the International Board of Directors through the Zone Chairperson's Manual and other directives.

Section 8 District Governor's Cabinet

- 8.1 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.
- 8.2 It shall serve in an advisory and administrative capacity only.
- 8.3 Through the Region Chairpersons it shall receive reports and recommendations that emanate from and concern the Clubs and Zones in the respective Regions of the Region Chairpersons.
- 8.4 It shall supervise the collection of all stipulated per capita tax pertaining to this Organisation, including the Multiple District Administration Fund, by the Cabinet Treasurer and it shall designate a depository for all said funds.

- 8.5 When deemed or found necessary it shall recommend, to the Council of Governors, changes pertaining to the amount of Multiple District per capita levy collected to defray the administrative expenses within the Multiple District.
- 8.6 It shall authorise the payment, out of funds of the District, of all legitimate expenses pertaining to the administration of the affairs of the District.
- 8.7 It shall set the amount of corporate surety bond for the Cabinet Treasurer and shall approve the surety company with which he/she shall be bonded.
- 8.8 It shall demand and receive from the Cabinet Treasurer financial reports semi-annually or more frequently if necessary.
- 8.9 It shall make provision for an audit at the end of the fiscal year, of the books and accounts of the Cabinet Treasurer, a copy of which shall be mailed to the District Governor, the Region Chairpersons and the office Lions Clubs International.
- 8.10 It shall receive such other reports from the Cabinet Treasurer as are found necessary from time to time.
- 8.11 At the first meeting of the Cabinet there shall be agreed upon a schedule of Cabinet Meetings to be held during the year and, in so far as possible, dates and venues of such meetings.

Section 9 District Governors Advisory Committee

- 9.1 This committee is an advisory body from its Zone to the District Governor and his/her Cabinet, and it represents all the Clubs in the Zone in this capacity.
- 9.2 It shall serve in an advisory and administrative capacity only.
- 9.3 From the Club Presidents and Secretaries, which Club officers, with the Zone Chairperson, constitute its membership, this committee shall receive recommendations affecting the welfare of Lionism and the Clubs in the Zone.
- 9.4 It shall relay to the District Governor and his/her Cabinet information and recommendations affecting the welfare of Lionism in its Zone, its Region and the District.
- 9.5 It shall hold at least three (3) and preferably four (4) meetings during the year.
- 9.6 It shall assist the Zone Chairperson in his/her endeavours to have every Club within the Zone operating efficiently under the Lions Clubs International Standard Constitution and By-laws.
- 9.7 It shall promote attendance from the Clubs in the Zone at the annual District, Multiple District and International Conventions.
- 9.8 It shall assist the Zone Chairperson in promoting inter-club meetings and other social and sporting activities in the interests of Lionism.

Section 10 Advisory Committee of Past District Governors

10.1 The purpose and the duties of the Committee shall be:-

14.1.1 To assist, advise and counsel the District Governor and Lions of the District.

14.2 The Committee shall meet at least once per half year and in addition shall meet at the specific request of the District Governor to discuss matters referred to it by him/her.

14.3 The official actions of this committee or of its individual members shall be under the supervision of the District Governor.

Section 11 Global Membership Team (GMT) and Global Leadership Team (GLT) Coordinators

11.1 The purpose of these functions shall be to assist the District Governor, Cabinet, Clubs and members of the District on all matters pertaining to membership and leadership matters in order to grow and develop the District.

Section 12 Long Range Planning Committee

12.1 The purpose of this committee shall be to assist and advise the District Governor, Cabinet, Clubs and members of the District on all matters pertaining to present and forward planning, policy and direction of Lionism in the District.

Section 13 Finance Committee

13.1 The purpose and the duties of this committee shall be :-

13.1.1 To assist and advise the District Governor and the District Cabinet on all matters pertaining to the financial affairs of the District.

13.1.2 To review, from time to time, the function of the District Cabinet Treasurer and report thereon to the District Cabinet.

13.1.3 To review all financial statements, reports, budgets, etc., prepared by the District Cabinet Treasurer before submission thereof to the District Cabinet or to an annual District Convention.

13.1.4 To consider appropriation of any surplus in the District Activities Fund and report thereon and make recommendations to the District Cabinet.

13.1.5 To advise the District Governor on all disbursements from the District Emergency Fund before the payment thereof.

13.1.6 Receive reports from the Cabinet Secretary pertaining to the operating activities and functions of the District Office and make reports and recommendations to the District Governor and the Cabinet

ARTICLE III CONVENTION COMMITTEES

Section 1 Committees

1.1 The Cabinet shall appoint at the annual District Convention or before thereto the following District Convention Committees - 1. Resolutions, Constitution and BY-LAWS. 2. District Elections. 3. Credentials. 4. Standing Rules. 5. Programme 6. Convention Arrangements and such other committees as it deems necessary.

Section 2 Appointment of Chairperson

2.1 The Cabinet shall designate the Chairperson of each Committee appointed by it and have power to fill all vacancies in any Committee so appointed.

Section 3 Committee Duties

3.1 Resolutions, Constitution, By-Laws and Protocol Committee

3.1.1 Its purpose shall be the examination of all original resolutions that come to or are to come before the Convention, which resolutions may only be submitted by the Cabinet of District 410B, Lions Clubs or the Committee on Resolutions, Constitutions, By-Laws and Protocol. These resolutions shall be considered by this committee, which will issue a report on them in terms of 3.2.4 below."

3.1.2 The said Committee shall have the following rights:-

3.1.3 To originate and draft its own resolutions for submission to the Convention.

3.1.4 It shall have the power to put resolutions in proper form, eliminating duplication where similar resolutions are offered and ensure that all resolutions relating to a specific subject will be offered in a logical sequence.

3.1.5 It shall have the power to make substantive alterations in the resolutions, but only with the sponsor's consent.

3.1.6 This committee shall be required to report all Resolutions referred to it.

3.2 District Elections Committee

3.2.1 This Committee shall function as provided for in Article I Section 3 and Article V Section 4 of these By-Laws and shall supervise the election of candidates for District Governor, First Vice District Governor, Second Vice District Governor and International Office should a ballot be necessary at Convention.

3.3 Credentials Committee

3.3.1 This Committee shall prepare and certify to Convention the list of officers, delegates and alternates that it has registered after finding them entitled to

accreditation. The Committee shall also certify to Convention the total number of delegates permitted in terms of Article VIII Section 6 of this Constitution.

3.4 Committee on Standing Rules

3.4.1 This Committee shall draft rules of operating procedure for Convention in co-operation with the Sergeant-at-Arms if appointed.

3.5 Programme Committee

3.5.1 This Committee shall formulate a Convention programme including a suitable order of business in conjunction with the District Governor and Cabinet Secretary.

3.6 Convention Arrangements Committee

3.6.1 This Committee shall concern itself with the necessary physical arrangements such as negotiating a suitable venue(s), securing hotel accommodation and related services. This Committee shall be appointed in conjunction with the Convention Host Club(s).

Section 4 Sergeant-At-Arms

4.1 The Sergeant-at-Arms, if appointed, shall maintain order and decorum at all sessions and meetings of Convention and perform such other duties as are incidental to his/her office under Robert's Rules of Order as revised.

ARTICLE IV RULES OF PROCEDURE

Section 1 Robert's Rules

1.1 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 or 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 as revised.

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

Section 1 Lions Seeking Endorsement and Delivery

1.1 Subject to the provisions of the International Constitution and By-Laws any member of a Lions Club in the District seeking endorsement of a District Convention as a candidate for the office of International Director or Second vice-president shall:

- 1.2 Deliver (by mail or in person) written Notice of Intention to seek such endorsement to the District Governor no less than sixty (60) days before the convening date of the Convention at which such question of endorsement is to be voted upon.
- 1.3 Deliver with said Notice of Intention evidence of fulfilment of the qualifications for such office set forth in the International Constitution and By-Laws.

Section 2 Notice of Intention and Delivery

- 2.1 Each Notice of Intention so delivered shall be transmitted forthwith by the District Governor to the Election Committee of the 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 Convention the name of such prospective candidate who has fulfilled said procedural and Constitutional requirements.

Section 3 Nominating Speech

- 3.1 Each nominee for endorsement shall be entitled to one nominating speech of three (3) minutes and one (1) seconding speech of no more than two (2) minutes duration.

Section 4 Voting

- 4.1 The vote on the question of endorsement shall be by secret written ballot. Delegates shall cast their votes to decide whether or not they wish to endorse any candidate. A majority of the votes cast shall be required for endorsement of a candidate.
- 4.2 Should the majority of votes cast be in favour of endorsement of a candidate and there is only one nominee, that nominee shall be declared endorsed (elected) as the candidate of the District.
- 4.3 In the event of their being two or more candidates for endorsement, a second ballot shall be held and shall follow the same rules as set down for the election of a District Governor (By-Laws Article 1 Section 3).
- 4.4 The successful candidate shall be declared endorsed (elected) as the candidate of the District.

Section 5 *Certification to Lions International*

5.1 Certification of endorsement by the Convention shall be made in writing to the International Office by the District officials designated and in accordance with the requirements as set forth in the International Constitution and BY-LAWS.

Section 6 *Provision for Endorsement*

6.1 No 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 V have been met.

ARTICLE VI CLUB AND MEMBER STATUS

Section 1 *Lions Club in Good Standing*

1.1 A Lions Club in good standing is one which:

1.1.1 Is not in "status quo".

1.1.2 Operates in accordance with the provisions of the International Constitution and BY-LAWS and the International Board policy.

1.1.3 Has paid all, including current International, Multiple District and District per capita taxes in full, except where bone fide disputes exist and which are accepted as disputes by the District Governor.

1.1.4.1 Has no unpaid balance/s of more than the Rand equivalent of US \$ 50, based on the exchange rate as determined by Lions Clubs International for the month preceding the District Convention, outstanding over ninety (90) days for any monies owing to Lions Clubs International, Multiple District 410, or District 410B, including dues, for merchandise, projects or otherwise, except where a bone fide dispute exists and which are accepted as disputes by the District Governor.

Section 2 *Lion in Good Standing*

2.1 A Lion in good standing is one who:-

2.1.1 Has attended a new member orientation session

2.1.2 Has been properly inducted by a Lion President or a more senior Lion in accordance with the suggestions of Lions Clubs International

2.2.3 Has paid his/her Club, District, Multiple District and International per capita taxes in full and is not more than 30 days in arrears, except where bona fide disputes exist and are accepted as disputed by the District Governor.

2.2.4 Has no unpaid balance/s of more than the Rand equivalent of US \$ 50, based on the exchange rate as determined by Lions Clubs International for the month

preceding the District Convention, outstanding over ninety (90) days for any monies owing to Lions Clubs International, Multiple District 410, or District 410B, including dues, for merchandise, projects or otherwise, except where a bone fide dispute exists and which are accepted as disputes by the District Governor.

- 2.2.5 Any Club within District 410B which fails immediately to withdraw the membership of any member, who has been found guilty by a competent court of law or recognised similar forum or has admitted to fraud or theft or dishonest behaviour shall upon discovery by such club of any such conduct or, behaviour, be deemed to be suspended as a club in good standing in the District until it has given full force and effect to the withdrawal of the offending member's membership.

ARTICLE VII FISCAL YEAR

Section 1 Fiscal Year

- 1.1 The fiscal year of the District shall be from 1st July to 30th June inclusive, of each year.

ARTICLE VIII CONVENTION RESOLUTIONS

Section 1 Notice to Cabinet Secretary and Waiving Thereof

- 1.1 No resolution shall be moved at a District Convention unless due notice in writing shall have been received by the Cabinet Secretary at least ninety (90) days before the annual District Convention.
- 1.2 The provisions contained in this Section, and in Article X Section 2 of this Constitution and Article 1X Section 2 of these By-Laws, may be waived by a two-thirds (2/3) affirmative vote of the registered delegates present in person.

Section 2 Report Required

- 2.1 No resolution shall be moved at a District Convention unless reported by the Committee on Resolutions, Constitution and By-Laws.

Section 3 Notice To Clubs

- 3.1 The Cabinet Secretary shall give notice in writing to all Clubs in the District of all resolutions of which he/she has received due notice in accordance with Section 1 hereof, and a report in terms of Section 2 hereof, at least thirty (30) days before the annual District Convention.

ARTICLE IX AMENDMENTS

Section 1 Voting Requirement

1.1 These By-Laws may be amended only at a District Convention by resolution reported by the Committee on Resolutions, Constitution and By-Laws at such Convention and adopted by a two-thirds (2/3) affirmative vote of the registered Convention delegates present in person.

Section 2 Voting Restriction

2.1 No amendment in terms of Section 1 hereof shall be voted upon unless it shall have been circulated in writing to each Club in the District together with notice that it will be voted upon at the next District Convention.

2.2 Such notice shall be given by the Cabinet Secretary at least thirty (30) days before the date of the District Convention.

Section 3 Amendments To Be Effective

3.1 An amendment shall take effect at the close of the District Convention at which it is adopted unless otherwise specified in the amendment.

ARTICLE X COMMUNICATION

Section 1 Means Thereof

Wherever it is stated in this Constitution that communication to Lions Clubs in District 410B must take place, it is accepted that the means thereof may be by posted mail, e-mail, fax or any other commercially and widely available means. It shall be the responsibility of any Lion who does not have access to the preferred communication method advised and to be used by the Cabinet Secretary, to notify the Cabinet Secretary accordingly, in order that other acceptable means can be used by arrangement. The Cabinet Secretary shall in turn notify clubs of the name and proper mailing arrangements for such Lion(s) and/or Club(s).