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BYLAWS

ARTICLE I

District Nominations and Elections

- Section 1. **Nominating Committee:** Each District Governor shall appoint a Nominating Committee of no more than three (3) members, and notify each one of the appointment at least one hundred twenty (120) days prior to the annual district convention. The members name and address shall be published in the District Bulletin or otherwise sent to each club in the respective district at least sixty (60) days prior to the annual district convention.
- Section 2. **District Governor Nomination:** The candidate for the office of District Governor shall:
- A. Be an active member in good standing of a chartered Lions Club in good standing in his/her district.
 - B. Secure the endorsement of his/her club or a majority of the clubs in his/her district.
 - C. Currently be serving as the 1st Vice District Governor within the District from which he/she is to be elected.
 - D. 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 District Convention, any club member who fulfills the qualifications for the office of 1st Vice District Governor as set forth in Section 3 of this Article, and who is presently serving or who has served one (1) additional year as a member of the District Cabinet, shall fulfill the requirements of Subsection C above.
 - E. In the event that additional candidates are accepted, the Nominating Committee shall accept the written notification of any candidate for the office of District Governor which is presented to the Nominating Committee not less than 60 days prior to the opening day of the District Convention, at which said election is to be held and provided that said candidate complies with the qualifications for said office stated in Subsections A, B, and D. The Nominating Committee shall place in nomination at the District Convention the names of all candidates qualified as prescribed above. Should it develop that no nominations are received by the Nominating Committee; the nominations may be made from the floor of the District Convention. Nominating speeches shall be limited to one of not over five (5) minutes duration, and two seconding speeches of not over three (3) minutes duration for each candidate.

Section 3. **1st Vice District Governor Nomination:** The Nominating Committee shall accept the written nomination of any candidate for the office of 1st Vice District Governor which is presented to the Nominating Committee not less than sixty (60) days prior to the opening day of the District Convention at which said election is to be held, and provided the said candidate complies, or will comply at the end of his term of office as 2nd Vice District Governor, with the qualifications for the office of District Governor set out in the International Constitution and Bylaws. The Nominating Committee shall place in nomination at the District Convention the names of all candidates so qualified. Should it develop that no nominations are received by the Nominating Committee; nominations may be made from the Convention floor. Nominating speeches shall be limited to one of not over five (5) minutes duration, and two seconding speeches of not over three (3) minutes duration for each candidate.

Section 4. **2nd Vice District Governor Nomination:** The nominating committee shall accept the written nomination of any candidate for the office of 2nd Vice District Governor which is presented to the Nominating Committee not less than sixty (60) days prior to the opening day of the District Convention at which said election is to be held, and provided the said candidate complies with the minimum requirements listed below:

- A. Be an active member in good standing in a chartered Lions Club in good standing in his/her district.
- B. Secure the endorsement of his/her club or a majority of the clubs in his/her district.
- C. Having 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 a major portion thereof.
 - (2) As a member of the board of directors of a Lions club for no less than two (2) additional years.
 - (3) As Zone or Region Chairman or cabinet secretary and/or treasurer for a full term or major portion thereof.
 - (4) The above may not be accomplished concurrently.

Section 5. **Election Procedure:** The nominating committee shall place in nomination candidates so qualified at the district Convention. The election shall be by secret ballot and will include the choice of "no candidate". A FOR and AGAINST option will be included on a single candidate ballot. The candidate including "no candidate" receiving the largest number of votes shall be declared elected. In case of a tie, balloting will continue with respect to the two nominees receiving the largest number of votes on the previous ballot until one candidate is elected.

- Section 6. **District Governor Election:** The election shall be by a secret written ballot, with the candidate(s) required to secure a simple majority of the affirmative (FOR) votes cast by the delegates present in person, certified and voting in order to be declared elected. Should the (AGAINST) option on a single candidate ballot receive the majority vote, then nominations of qualified persons to fill the position will be accepted from the floor and the balloting process repeated.
- Section 7. **1st and 2nd Vice District Governor Election:** The election shall be by a secret written ballot, (separate by office) with the candidate(s) required to secure a simple majority of the affirmative (FOR) votes cast by the delegates present in person, certified and voting in order to be declared elected. Should the (AGAINST) option on a single candidate ballot receive the majority vote; then nominations for persons to fill the office being voted on will be accepted from the floor and the balloting process repeated.
- Section 8. **District Governor Vacancy:** In the event of vacancy in the office of District Governor, 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. When for reasons such as death, sickness, refusal to serve or determined ineligible by the International Board prior to beginning term, the International Board will appoint a District Governor in accordance with the International Bylaws.
- Section 9. **Vice District Governor Vacancy:** In the event of a vacancy in the office of either Vice District Governor occurring greater than sixty (60) days prior to the opening day of the District Convention at which elections of the next District Governor and Vice District Governor are to be held, the same shall be filled by the District Governor's Cabinet of said District. A vacancy occurring in less than sixty (60) days prior to the District Convention shall not be filled.
- Section 10: **Certification to State Council:** A letter of Certification signed by the District Governor and Cabinet Secretary-Treasurer or Cabinet Secretary certifying the name of the endorsed District candidate for International Director or Second Vice-President shall be received by the Council of Governors immediately after the conclusion of the District Convention at which such district candidate was endorsed.

ARTICLE II
Nomination and Endorsement of Int. Dir. or 2nd Vice-Pres. Candidates

Section 1. **District Nomination and Endorsement**

Notification: The names of all candidates properly endorsed by their respective District Convention and properly certified shall be announced by the Council of Governors at the State Convention after the conclusion of the District Meetings at the State Convention.

Section 2. **State Nomination and Endorsement**

- A. Notification of Clubs: The names of all candidates properly endorsed by their respective District Conventions and properly certified shall be submitted to each Club of the State by the Council of Governors no less than fifteen (15) days prior to the convening date of the State Convention.
- B. Election Procedure: The State Nominating Committee shall place in nomination at the State Convention all candidates so qualified. The election procedures shall be as in Section 1 above.
- C. Certification to International: A letter of certification signed by the Council Chairman and Council Secretary certifying the name of the endorsed State candidate for International Director or Second Vice-President shall be sent to the International Office in accordance with the requirements set forth in the International Constitution and Bylaws.
- D. Endorsement and Certification Duration: Any District or State endorsement, once filed with the International Association of Lions Clubs, shall be valid for the two (2) succeeding International Conventions.

ARTICLE III
Duties and Responsibilities

Section 1. **State Council:** The State Council is the deliberative and approving body in the formulation of plans and policies affecting the State. Its specific responsibilities shall be to:

- A. Approve all plans, programs, and budget proposed by the State Convention Committee and host Club or Clubs in conjunction with the State Convention. It shall supervise, approve, and assist the International Convention Committee in its formulation of plans, programs, and participation in the International Convention;
- B. Designate a depository, or depositories, for all State Funds, and set the amount of corporate surety bond for the Council Treasurer, and approve the surety company with which he is to be bonded. It shall demand and receive from the Council Treasurer financial reports, semi-annually, or more frequently, if necessary and shall make provisions for an audit at the end of

the fiscal year of the books and accounts of the Council Treasurer;

- C. Demand of and receive reports from all State Committees;
- D. Provide for an audit of all State Funds to be made annually in accordance with the Multiple District 12 Constitution;
- E. In the event of a surplus being left in the State Revenue Fund or the State Reserve Fund, make provisions for placing the same in the hands of the succeeding State Council, together with all books and records. When deemed or found necessary, it shall recommend to the State Convention a division of investment surplus funds as may accrue in any State fund.

Section 2. **Multiple District Council Chairman:** The Council Chairman shall be the presiding officer of the Council and shall call meetings of said Council, at the direction of the Council unless otherwise specified in this Constitution and Bylaws. His specific responsibilities shall be to:

- A. Further the purposes of Lionism;
- B. Provide leadership, direction and initiative for international and multiple district programs, goals and long range planning;
- C. Create and foster harmony and unity among district governors, and assist them in solving issues;
- D. Submit reports and perform such duties as required by this Constitution and Bylaws and the International Board of Directors;
- E. Supervise and coordinate the preparation and distribution of the State Directory;
- F. Organize and supervise all phases of the Multiple District 12 District Governor-Elect School, to be no later than April 30 of each year.
- G. Perform such other administrative duties as may be assigned by the multiple district council of governors and;
- H. Deliver forthwith at the termination of his term of office, all Multiple District accounts, funds and records to his successor in office;

Section 3. **State Council Secretary:** Under the supervision and direction of the State Council, the Council Secretary shall:

- A. Keep an accurate record of the proceedings of all meetings of the Council, and within ten (10) days after each meeting forward copies of the minutes of same to all members of the Council, and the office of Lions International;
- B. Assist the State Council in conducting the business of the Multiple District;

- C. Perform such other duties as are specified or implied in this Constitution and Bylaws, or as may be assigned to him from time to time by the Council.

Section 4. **State Council Treasurer:** Under the supervision and direction of the State Council, the Council Treasurer shall:

- A. Have control of disbursement and receipts of the funds in accordance with Article III, Section 1B, of this Constitution which shall be turned over to him by the Cabinet Secretary-Treasurer or Cabinet Treasurer of the State. All checks drawn by the Council Treasurer shall be countersigned by the Chairman of the State Council;
- B. Deposit all monies received by him in such bank, or banks, as may be designated and disburse the same by order of said Council. His accounts, books, and records shall at all times be open to the inspection of the Council and any auditors named by the Council;
- C. Give bond for the faithful performance of his duties in such sum and with such sureties as may be required by the State Council. The State Council shall be responsible for the bonding of the State Council Treasurer;
- D. Assist the State Council in conducting the business of the Council;
- E. Perform such other duties as are specified or implied in this Constitution and Bylaws, or as assigned to him from time to time by the Council;
- F. Prepare and transmit forthwith at the termination of his term, all reports required by State and Federal Governments, including the Internal Revenue Service. Provide copies of same reports to both his Council Chairman and the succeeding Council Chairman.

Section 5. **Sergeant-At-Arms:** The Sergeant-at-Arms and Assistant Sergeant-at-Arms shall maintain order and decorum at the respective meetings and perform such other duties as are incident to their office under Robert's Rules of Order Newly Revised.

ARTICLE IV

Duties and Responsibilities - District

Section 1. **District Governor:** As an international officer of this association and under the general supervision of the International Board of Directors, the District Governor shall represent the Association he/she shall represent the association in his/her district. In addition, he/she shall be the chief administrative officer in his/her district and shall have direct supervision over the region chairmen, the zone chairmen, the cabinet secretary-treasurer and such other cabinet members as may be provided for in this Multiple District Constitution and Bylaws. His/her specific responsibilities shall be to:

- A. Further the Purposes and Objects of this Association;

- B. Supervise the organization of new Lions Clubs;
- C. Preside, when present, over cabinet, convention, and other District meetings. During any period he is unable to preside, the presiding officer at any such meeting shall be the 1st Vice District Governor, or in his absence, the 2nd Vice District Officer shall preside;
- D. Promote cordial relations among the chartered Lions Clubs;
- E. Endeavor to visit each club at least once during his term of office;
- F. Exercise such supervision and authority over Cabinet Officers and District committee appointees as is provided in the Multiple District Constitution;
- G. Submit a current itemized statement of total District receipts and expenditures to his District Convention or annual meeting of his District at the State Convention;
- H. Report all known violations of the use of the Association name and emblem;
- I. Perform such other functions and acts as shall be required of him by the International Board of Directors through the District Governor's Manual and other directives;
- J. Dismiss any Region Chairman, Zone Chairman, or any other officer appointed by him, for good and sufficient cause, and appoint a successor to serve for the unexpired term.
- K. Actively participate and inspire other district officers to administer and promote effective membership growth and new club organizations.
- L. Support and promote LCIF
- M. Deliver, forthwith, at the termination of his office, all District accounts and records to his successor in office;

Section 2. **Vice District Governors:**

- A. 1st Vice District Governor: subject to the supervision and direction of the district governor, shall be the chief administrative assistant to the district governor. His/her specific responsibilities shall be to:
 1. Further the Purposes of this association.
 2. Play an active role in membership development including extension of new clubs and leadership development within the district.
 3. Become familiar with the duties of the district governor so in the event of a vacancy in the office he/she will be better prepared to assume the duties and responsibilities of said office.
 4. Perform such administrative duties as may be assigned by the district governor.

5. Perform such other functions and acts as may be required for him/her by the International Board of Directors and other directives.
6. Actively participate in all cabinet meetings and conduct all meeting in the absence of the district governor.
7. Participate in the council of governors meetings as appropriate.
8. Participate in the preparation of the district budget.
9. Engage actively in all matters to be continued during the next year.
10. A the request of the district governor, supervise appropriate district committees and participate in the review of strengths and weaknesses of the district.

- B. 2nd Vice District Governor: The second vice district governor is subject to the supervision and direction of the district governor. His/her specific responsibilities shall be to:
1. Further the Purposes of this association.
 2. Actively participate and inspire other district officers to administer and promote effective membership growth and new club organizations.
 3. Perform such duties as assigned by the district governor, including assisting the district retention chairman.
 4. Perform such other functions and act as required by the policy of the association.
 5. Actively participate in all cabinet meetings and conduct all meeting in the absence of the district governor and the 1st vice district governor.
 6. Participate in the preparation of the district budget.
 7. Actively engage in all matters to be continued during the next year.
 8. A the request of the district governor, supervise appropriate district committees and participate in the review of strengths and weaknesses of the district.

Section 3. **Cabinet Secretary-Treasurer or Cabinet Secretary and Cabinet Treasurer:** The Cabinet Secretary-Treasurer or Cabinet Secretary and Cabinet Treasurer, as the case may be, shall act under the supervision of the District Governor. His specific duties shall be to:

- A. Further the Purpose and Objects of this Association;
- B. Assist the District Governor and the Cabinet in conducting the business of the District, and perform such duties as are specified or implied in this Constitution and Bylaws, or as may be assigned to him from time to time by the District Governor or Cabinet;
- C. Make reports to the Cabinet as the District Governor or Cabinet may require;
- D. Perform such other functions and acts as may be required by the International Board of Directors through the Cabinet Secretary-Treasurer's Manual and other directives.

Further, the Cabinet Secretary-Treasurer's or the Cabinet Secretary's specific requirements shall be to:

- E. 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 same to all members of the Cabinet and the offices of Lions International;
- F. Take and keep minutes of the District Convention and furnish copies of the same to Lions International, the District Governor and the Secretary of each Club in the District;
- G. Take and keep minutes of the District Meeting held during the State Convention.
- H. Notify all members of the Cabinet of all regular and Special Cabinet Meetings as specified in the Constitution.

Further, the Cabinet Secretary-Treasurer's or the Cabinet Treasurer's specific responsibilities shall be to:

- I. Collect and receipt for all per capita dues levied hereunder on members and Clubs in the District; deposit the same in such bank or banks as the District Governors shall determine and disburse the same by order of the District Governor and as authorized by the Cabinet;
- J. Remit and pay over to the State Council Treasurer the State per capita dues collected in the District, and secure a proper receipt thereof;
- K. Keep accurate books and records of account and permit inspection of the same by the District Governor, the Cabinet or any authorized agent of any of them at any reasonable time for any proper purpose. Upon direction of the District Governor or the Cabinet, he shall furnish any such books and records as requested to any auditor appointed by the Cabinet;
- L. Secure bond for the faithful performance of his duties in such sum and with such sureties as may be required by the Cabinet.
- M. Prepare and transmit forthwith at the termination of his term, all reports required by State and Federal Governments, including the Internal Revenue Service. Provide copies of same reports to his District Governor and the succeeding District Governor.

Section 4. **Region Chairman** (if utilized): Subject to the supervision and direction of the District Governor, shall be the chief administrative officer in his Region. His specific duties shall be to:

- A. Further the Purpose and Objects of the Association;
- B. Supervise the activities of the Zone Chairmen in his Region and such District Committee Chairmen as may be assigned to him by the District Governor;
- C. Play an active role in organizing new Clubs and in strengthening weak Clubs;
- D. Visit a regular meeting of each Club in his Region at least once during his term of office, reporting his findings to the District Governor;

- E. Visit a regular Board of Directors Meeting of each Club in his region at least once during his term of office, reporting his findings to the District Governor;
- F. Assist his Zone Chairmen in arranging and holding meetings of the District Governor's Advisory Committee and Zone Meetings;
- G. Cooperate with the Zone Chairmen in promoting such social activities as golf, bowling and softball tournaments; banquets, anniversary celebrations; special functions such as meetings in observance of District Governor Week, honoring Key Members, Monarchs, etc.; installation of officers; induction of new members; ladies nights; outings; and other similar functions;
- H. Endeavor to have every Club in his Region operating under a duly adopted Club Constitution and Bylaws;
- I. Promote representation at International, State and District Conventions by at least the full quota of delegates to which Clubs in his Region are entitled;
- J. Carry out such official visitations to Club meetings and Charter nights as shall be assigned to him by the District Governor;
- K. Perform such additional assignments as shall be given to him from time to time by the District Governor;
- L. Perform such other functions and acts as may be required of him by the International Board of Directors through the Region Chairman's Manual or other directives.

Section 5. **Zone Chairman:** The Zone Chairman, subject to the supervision and direction of the District Governor and/or Region Chairman, shall be the chief administrative officer in his Zone. His specific responsibilities shall be to:

- A. Further the Purpose and Objects of the Association;
- B. Serve as Chairman of the District Governor's Advisory Committee in his Zone and, as such Chairman, to call regular meetings of said committees as provided in Article XI of this Constitution;
- C. Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to the District Governor, Region Chairman and Lions International;
- D. Play an active role in organizing new Clubs and keep informed on the activities and well-being of all Clubs in the Zone;
- E. Represent each Club in his Zone in any problems with the District, Multiple District or Lions International;
- F. Supervise the progress of District, Multiple District and Lions International projects in his Zone;

- G. Arrange, with the cooperation of his Region Chairman, regularly scheduled Zone Meetings (meetings to which all Lions in the Zone are invited) and serve as the presiding officer of these meetings.
- H. Encourage the Clubs in his Zone to hold interclub meetings (meetings of Lions Club with other Lions Clubs) and such other social activities as golf, bowling and softball tournaments; banquets, anniversary celebrations; special functions such as meetings in observance of District Governor Week, honoring Key Members, Monarchs, etc.; installation of officers; induction of new members; spouses' night; outings, and other similar functions. He shall promote attendance at Charter Nights of newly organized Clubs;
- I. Endeavor to have every Club within his Zone operating under a duly adopted Club Constitution and Bylaws;
- J. Promote representation at International, State, and District Conventions by at least the full quota of delegates to which Clubs in this Zone are entitled.
- K. Visit a regular meeting of each Club in his Zone once or more during his term of office, reporting his findings to the Region Chairman - particularly with respect to weaknesses he may have discovered (copy to the District Governor);
- L. Perform such other functions or acts as may be required of him by the International Board of Directors through the Zone Chairman's manual and other directives.

Section 6. **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. Its specific responsibilities shall be to:

- A. Through the Region Chairmen and/or Zone Chairmen, receive reports and recommendations which emanate from and concern the Clubs and Zones in the respective Regions of the Region Chairmen if utilized;
- B. Supervise the collection of all stipulated per capita tax pertaining to this organization by the Cabinet Secretary-Treasurer or the Cabinet Treasurer;
- C. Establish the amount of the District Administrative Fund per capita dues, unless set by the delegates to the District Convention in accordance with the respective District Constitution and Bylaws; and the amount of the District Newsletter Fund per capita dues, if any;
- D. Authorize the payment of funds of the District, of all legitimate expenses pertaining to the administration of the affairs of the District;
- E. Set the amount of the corporate surety bond for the Cabinet Secretary-Treasurer or the Cabinet Treasurer and approve the surety company with which he shall be bonded;

- F. Demand of and receive from the Cabinet Secretary-Treasurer, or the Cabinet treasurer, financial reports semi-annually or more frequently, if necessary, and make provisions for an audit at the end of the fiscal year, of the books and accounts of the Cabinet Secretary-Treasurer or the Cabinet Treasurer, a copy of which audit shall be mailed to the District Governor, the Region Chairmen and the office of Lions International;
- G. Receive such other reports from the Cabinet and the Cabinet Treasurer as are found necessary from time to time;
- H. At the first meeting of the Cabinet, agree upon a definite schedule of Cabinet Meetings to be held during the year, and in so far as possible, define dates and places of such meetings.

Section 7. **District Governor's Advisory Committee:** This Committee is an advisory body to the District Governor and his Cabinet, and it represents all the Clubs in its Zone in this capacity. It shall serve in an advisory and administrative capacity only, and its specific responsibilities shall be to:

- A. Receive recommendations affecting the welfare of Lionism and the Clubs in the Zone from its member Club Presidents and Club Secretaries;
- B. Pass on information and recommendations affecting the welfare of Lionism in its Zone, Region and District to the District Governor and his Cabinet, relaying the same through its Region Chairman, if utilized;
- C. Assist the Zone Chairman in his endeavors;
- D. Promote attendance from the Clubs in its Zone at the District, State and International Convention;
- E. Assist the Zone Chairman in promotion of inter-club meetings, Zone Meetings, and other social activities.

Section 8. **District Governor's Honorary Committee:** The chief mission of this Committee shall be to promote harmony throughout the District, acting under the direction of the District Governor. The members of this Committee shall be Ambassadors of Good Will for the District, and shall be entitled to attend all meetings of the District Governor's Cabinet upon invitation of the District Governor. The official action of this committee shall be under the direction of the District Governor.

ARTICLE V State Committees

Section 1. **State Research and Long-Range Planning Committee:** There shall be a State Research and Long-Range Planning Committee. This Committee shall be composed of two (2) members from each District, serving staggered two year terms and, in addition, shall include all current and past International

Officers and Directors who are active members of a Lions Club in Multiple District 12.

- A. Appointment: The members of this Committee may be any Lion in good standing. Each District Governor shall appoint one member to a two-year term no later than fifteen (15) days after the close of the International Convention at which the District Governor takes office. In the event that a member is unable to complete his term, the District Governor of the District the member represents shall select a replacement to complete the remainder of the term.
- B. Duties: The Chairman of this Committee shall be selected prior to the International Convention by the Committee from the members. The State Research and Long-Range Planning Committee shall:
 - 1. As an independent body, make recommendations to the State Council with respect to long-Range plans, policy, and administrative matters;
 - 2. Develop and conduct special studies as directed by the State Council (e.g. questionnaire surveys)
 - 3. Serve to coordinate State -wide or Multi-District projects and activities as directed by the State Council (e.g. statewide program for membership development);
 - 4. Establish and maintain the archives of the Multiple District;
 - 5. Continually review Multiple District operations and inform and advise the State Council of financial, budget and audit reports required by State and Federal Laws; and any other legal or contract matters involving the Multiple District.
- C. Reports: Reports of the State Research and Long-Range Planning Committee activities shall be made as directed by the State Council.
- D. Expenses: No expenses of the State Research and Long-Range Planning Committee are to be reimbursed except those previously approved by the Council. Such reimbursements shall be made by the State Council Treasurer from the State Administrative Fund upon order of the Council.

Section 2. International Convention Chairman: (Amended 22 May 2010)

- A. **Choice:** *The Multiple District Council shall enter into a contract with ONE individual or entity, to serve as the Multiple District International Convention Chairman. This individual should have knowledge about the Lions of Tennessee and their participation in the upcoming Lions International Convention. District Governors are encouraged to appoint non-reimbursed International Convention Committee members to provide and to encourage Lions in their district to attend the LCI Convention.*
- B. **Duties:** *This individual or entity will have total responsibility for all pre*

convention administrative activities that must be completed as well as all on site administrative duties to insure the Lions of Tennessee are able to participate in all events deemed appropriate. The State Council shall identify and approve the specific events that must be covered, as well as the funds that will be paid to the individual to accomplish all specified duties.

C. Reports: *The State Council at the Multiple District Organizational Meeting shall report, the name of the individual or entity contracted to be the International Convention Chairman, the activities to be covered, and a budget approved for completing them.*

1. The International Convention Chairman will prepare a written report of the Multiple District's participation in the Lions International Convention which must be read at the next State Convention; filed with the permanent records of the Multiple District; and mailed to all Clubs in the State Council within sixty (60) days after the close of the Convention.

2. By the end of the fiscal year, the International Convention Chairman will prepare an itemized financial report for auditors and presentation to the State Council and at the new Multiple District Meeting and at the next State Convention.

With the passage of this amendment the effective date will be July 3, 2010.

Section 3. State Convention Committee: There shall be a State Convention Committee composed of one representative from each District in the State. The works of the State Convention Committee shall be under the supervision of the State Council which must approve all programs, activities and expenditures.

A. Appointment: The members of this committee may be any Lion in good standing. Each District Governor shall appoint one member as soon as possible after the State Convention each year, but not later than fifteen (15) days after the close of the International Convention at which the District Governor takes office. In the event that a member is unable to complete his term, the District Governor of the District the member represents shall select a replacement to complete the remainder of his term.

B. Duties: The State Convention Committee shall:

1. Meet with the State Council not later than sixty (60) days after the close of the International Convention;

2. Agree upon one member as Chairman subject to confirmation by the State Council;

3. Prepare all plans and budget for their year's work which must be approved by the State Council, in accordance with Article XIII, Section 2 of

this Constitution;

4. Fulfill all State Convention related responsibilities that may be delegated by the State Council.

C. Reports: The Chairman of the State Convention Committee shall:

1. Prepare an official report of the State Convention for the State Council which can be mailed by the State Council to all Clubs in the State within sixty (60) days after the close of the Convention.

2. By the end of the fiscal year, prepare an itemized financial report for auditors and presentation to the State Council and at the next Multiple District Meeting and at the next State Convention.

D. Expenses: The members of the State Convention Committee shall not be reimbursed for their personal expenses incurred in fulfilling their responsibilities.

Section 4. **State Constitution and Bylaws Committee**: There shall be a State Constitution and Bylaws Committee composed of one representative from each District in the State.

A. Appointment: The members of this Committee may be any Lion in good standing. Each District Governor shall appoint one member as soon as possible after the State Convention each year, but never later than fifteen (15) days after the close of the International Convention at which the District Governor takes office. In the event that a member is unable to complete his term, the District Governor of the District the member represents shall select a replacement to complete the remainder of his term.

B. Duties: The State Constitution and Bylaws Committee shall:

1. Meet with the State Council not later than sixty (60) days after the close of the International Convention;

2. Agree upon one member as Chairman subject to confirmation by the State Council;

3. Receive, prepare, and put into proper form all proposed amendments to this Constitution and Bylaws presented according to Article XIX, Section 2, para E, of this Constitution.

4. Submit all properly proposed amendments to this Constitution and Bylaws in proper form to the State Council in time to meet the notification date specified in Article XIX, Section 2, para E, of this Constitution.

C. Reports:

1. The Chairman of the State Constitution and Bylaws Committee shall report by resolution to the State Convention those amendments for vote.

2. The State Constitution and Bylaws Committee shall make other reports as directed by the State Council.

- D. Expenses: The members of the State Constitution and Bylaws Committee shall not be reimbursed for their personal expenses incurred in fulfilling their responsibilities.

Section 5. **State Contest and Awards Committee:** There shall be a State Contest and Awards Committee composed of one representative from each District in the State.

- A. Appointment: The members of this Committee may be any Lion in good standing. Each District Governor shall appoint one member as soon as possible after the State Convention each year, but never later than fifteen (15) days after the close of the International Convention at which the District Governor takes office. In the event that a member is unable to complete his term, the District Governor of the District the member represents shall select a replacement to complete the remainder of his term.

- B. Duties:

1. Meet with the State Council not later than sixty (60) days after the close of the International Convention;

2. Agree upon one member as State Chairman subject to confirmation by the State Council;

3. Formulate rules and criteria for Lion of the Year, Lion of the Decade and Club of the Year Contests for approval by the State Council.

4. Each District Contest and Awards Chairman shall select a Lion of the Year, Lion of the Decade and Club of the Year. The documentation pertaining to each Sub-District winner shall be submitted to the State Chairman of Contest and Awards within the timeframe established by the Contest rules.

5. The State Contest and Awards Chairman shall arrange for a meeting of all the District Contest and Awards Chairmen to consider each Sub-District entry and decide the winner of the State Lion of the Year, State Lion of the Decade and State Club of the Year.

6. Each District may announce its District winners and present appropriate awards at such time and occasion as it wishes. The State winners shall be announced and suitable awards made to them during the State Convention following the close of the contests.

- C. Reports: The State Chairman of the Contest and Awards Committee shall make reports as directed by the State Council.
- D. Expenses: The members of the State Contest and Awards Committee shall not be reimbursed for their personal expenses incurred in fulfilling their responsibilities.
 1. District expenses for District awards shall be budgeted and paid for from the District Convention fund.
 2. State expenses for the State winner's awards shall be budgeted and paid for from the State Convention fund.

Section 6. **State Trading Pin Committee:** There shall be a State Trading Pin Committee composed of one representative from each District in the State.

- A. Appointment: *(Amended 22 May 2010)* The members of this Committee may be any Lion in good standing and who has attended at least one *State Convention within the last five (5) years*. Each District Governor shall appoint one member as soon as possible after the State Convention each year, but never later than fifteen (15) days after the close of the International Convention at which the District Governor takes office. In the event that a member is unable to complete his term, the District Governor of the District the member represents shall select a replacement to complete the remainder of his term.
- B. Duties: The Chairman of this Committee shall be the member representing the District in which the next State Convention is planned to be held. The State Trading Pin Committee shall:
 1. Meet with the State Council not later than sixty (60) days after the close of the International Convention;
 2. Prepare all plans and budgets, including total cost obligation and approximate quantities of pins to be purchased, for their year's work, which must be approved by the State Council at the Annual Organization Meeting.
 3. Have authority to select pin designs, secure samples, and establish prices and quantities of each pin to be purchased, subject to approval by the State Council at the Multiple District Cabinet Meeting, and as later required for additional purchases.
 4. Promote the sale of trading pins and have pins available for sale at each District Meeting and Convention. At their discretion, place pin order forms in District Newsletters to help determine quantities of pins needed and promote sales.
 5. Manage the sale of all pins and turn over all pins and money remaining at the end of pin sales to their respective District Governor.

- C. Reports: The Chairman of the State Trading Pin Committee shall:
1. Prepare a written report of the work of this committee to be given to the State Council at the Annual Organizational Meeting.
 2. By the end of the fiscal year, prepare a financial report to be provided to the State Council Treasurer for inclusion in the State Council Treasurer's annual report.
- D. Expenses: The members of the State Trading Pin Committee shall not be reimbursed for their personal expenses incurred in fulfilling their responsibilities.

Section 7 **Other State Committees:**

- A. State Convention Committee: These shall include the following: State Nominating Committee, Credentials Committee, Resolutions Committee, Rules and Procedures Committee, and State Convention Site Nomination Committee. The Credentials Committee shall be composed of the current District Governors and their Cabinet Secretary-Treasurer, and the Chairman shall be the Council Chairman.
- B. Other State Committees: The Council of Governors may create and appoint such other committees and positions as is deemed necessary and appropriate for efficient operation of the Multiple District 12.
- C. Duties: Committees appointed under this section shall perform such duties and provide such reports as designated by the Council.

**ARTICLE VI
State Meetings**

Section 1. **Annual Organizational Meeting**: A State Organizational Meeting shall be held each year within sixty (60) days after the date on which the District Governors officially take office. This meeting shall be organized and supervised by the State Council of Governors and shall be for the purpose of planning and discussing the work of the State Committees. All State Committees shall meet with the State Council to present their plans for the year and to seek the advice and assistance of the State Council and secure approval of their programs and budgets as required by this Constitution. The Council Secretary, at the direction of the Council, shall issue a written call to each State Committeeman at least fifteen (15) days prior to the date of the meeting.

Section 2. **Multiple District Cabinet Meetings**: A meeting of the Council of Governors with all the District Governor's Cabinets of the State shall be known as a Multiple District Cabinet Meeting. The Council Chairman shall be the presiding officer and this meeting shall be planned and conducted under the

supervision and direction of the Council to present its plans and programs for the year, to report on progress made to date, to receive and approve reports from the State Committees and others as directed by the Council and this Constitution, and to assist the Council in carrying out its administrative function. This meeting shall be strictly of an administrative and reporting nature, and no resolution action requiring financial contributions payments, tax or dues by the Clubs of the Multiple District, nor any action requiring the approval of delegates in Convention or the District Governor's Cabinet shall be considered at the Multiple District Cabinet Meeting. At least one such meeting shall be held before the first of December each year. Other such meetings may be called at the discretion of the Council. District Council Meetings may be held in conjunction with the Multiple District Cabinet Meeting. The Council Secretary, at the discretion of the Council, shall issue a written call to each District Governor and Cabinet Secretary-Treasurer or Cabinet Secretary of the State at least thirty (30) days prior to the date of the meeting. The Cabinet Secretary-Treasurers shall in turn issue a written call to each member of his respective Cabinet at least fifteen (15) days prior to the date of the meeting.

Section 3. **State Convention:** A Convention of the State shall be held each year in accordance with Article VI of this Constitution.

ARTICLE VII

State Activities, Projects, and Entities

Section 1. **State Activities:**

White Cane Day: An annual solicitation campaign for funds may be conducted across the State of Tennessee. This solicitation may be coordinated on a statewide basis to obtain the maximum benefits from publicity and other promotional activities developed over the area. Any period of time designated for the solicitations of funds will be known as WHITE CANE DAY(S). The funds collected by the individual solicitations of Lions or by the solicitation by the Clubs will be used as designated by the District Governor's Cabinet in cooperation with the individual Clubs.

Section 2. **State Projects:**

A. Tennessee School for the Blind Fund: The Fund was established on a statewide basis at the 41st Annual Convention of Tennessee Lions in Jackson, Tennessee, on May 23, 1959. The original intent of the Fund was to provide each student at the Tennessee School for the Blind with a Christmas gift. In recent years, the program has been expanded to include a student work program that provides, where needed, compensation for students without access to other financial assistance. The program also includes a low vision clinic to work with students who may benefit from low vision aids and a scouting program for both boys and girls. The Lions of Tennessee have continued to support this Fund with contributions from the individual Districts and Clubs.

- B. Recording for the Blind and Dyslexic: The Tennessee Unit of Recording for the Blind and Dyslexic records, without charge and upon request, textbooks and other educational material needed by the blind or visually handicapped student at the elementary, high school, college, and graduate levels. Free taped material as well as professional reading to keep abreast of their field is also available. Support of RFB&D was accepted as a statewide project at the 42nd Annual Convention of Tennessee Lions in 1961 in Gatlinburg, and the Lions of Tennessee have continued to support RFB&D with contributions from the individual Districts and Clubs.
- C. Leader Dogs for the Blind: Leader Dogs School in Rochester, Michigan, provides guide dogs for any blind person over 16 years of age who is in good health, emotionally stable, of good moral character, and physically to walk at a fairly brisk pace. The Lions of Tennessee have agreed to support the Leader Dog School both with funds and with referrals of persons qualified to benefit from their services.
- D. Lions World Services for the Blind: The Lions World Services for the Blind was founded in 1939 by the Lions of Arkansas, and provides rehabilitation training of blind persons in modern, well-equipped facilities in Little Rock, Arkansas. This center has provided care for many residents of Tennessee as well as the remaining states and other nations. Therefore, the center is supported by the Lions of Tennessee.
- E. Tennessee School for the Deaf: The Tennessee Schools for the Deaf provides an educational program for children with a hearing impairment such that they cannot function in a local school system. Voluntary contributions from Lions Clubs and Districts provide funds to assist students from indigent families who need hearing devices, medicine, eye glasses, shoes, clothing, and other personal items. A student work program exists which is also supported by these voluntary contributions.

Section 3. **State Legal Entities:**

- A. Lions Clubs Volunteer Services, Inc. (LCVS, Inc.) is a 501 (c) (4) corporation organized for the purpose of establishing a Multiple District 12 Lions State Headquarters to provide services to the Lions Clubs of Multiple District 12 through the standard organizational structure of the Council of Governors.
- B. Tennessee Lions Charities, Inc. (TLC, Inc.) is a 501 (c) (3) public benefit foundation organized for the purpose of collecting and distributing charitable funds for certain charitable projects of Multiple District 12, such as Operation KidSight.

**ARTICLE VIII
State Directory**

- Section 1. Contents: The State Council shall cause to be published an annual State

Directory which shall contain as a minimum:

- A. An outline of each District organization showing the names, mailing address and telephone numbers of the District Officers.
- B. A listing of the Lions Clubs in each District along with names, mailing addresses and telephone numbers of each Club President and Secretary and the meeting place and time of each Club.
- C. A listing of all District and State Committee Chairmen along with their mailing addresses and telephone numbers.
- D. The State Lion of the Year, the State Lion of the Decade and the State Club of the year for the previous year only.

Section 2. Preparation and Distribution: The State Directory shall be prepared under the supervision of the Council Chairman and by the State Council, which shall have the Directory reproduced for distribution as soon as possible, but in no case later than the close of the first District Governor's Cabinet Meeting held by a District 12 Governor. A minimum of one copy of the Directory shall be provided to each District Officer, District Committee Member, and President and Secretary of each club in the District.

Section 3. Expenses: Funding for the State Directory shall be provided from the State Administrative Fund.

ARTICLE IX

Rules for Convention and Meeting Procedure

Section 1. Order of the Day: The State Council or the District Governor shall arrange the Order of Business for the State Convention or the District Convention, as the case may be and the same shall be the order of the day for all sessions.

Section 2. Robert's Rules of Order: Except as otherwise specifically provided in this Constitution and Bylaws, or in the Rules of Procedure adopted for a meeting, all questions of Order and Procedure in any District meeting or Convention, any meeting of the Council, a District Cabinet, Region, Zone or member Club or any group or committee of any one of them shall be determined by Robert's Rules of Order Newly Revised.

ARTICLE X

Tennessee Policy Manual

Tennessee Policy Manual: A document titled the *Lions Clubs International Multiple District 12 Tennessee Policy Manual* will be implemented to assist the Lions of Tennessee in the performance of their duties and responsibilities as outlined in *The International Association of Lions Clubs Constitution and Bylaws* and the *Multiple District 12 Constitution and Bylaws*. *The Tennessee Policy Manual* shall be in conformity with the latter

two cited documents, but it may add supplemental instructions which are not in conflict with these two documents.

ARTICLE XI Fiscal Year

Fiscal Year: The fiscal year of this Multiple District and each District shall be from July 1st to June 30th.

ARTICLE XII Amendments

- Section 1. Vote Requirements: These Bylaws may be amended only at the State Convention, by resolution reported by the Committee on Constitution and Bylaws and adopted by the affirmative vote of a majority of the delegates present in person, certified, and voting, unless otherwise specified herein.
- Section 2. Procedure for Proposing Amendments: Any proposed amendment shall originate in writing from any one of the following:
- A. A Lions Club in good standing.
 - B. State Research and Long-Range Planning Committee.
 - C. Council of Governors.
 - D. Constitution and Bylaws Committee.

Any proposed amendment shall first be presented to the Constitution and Bylaws Committee by February 1 of the year in which the amendment is to be presented to the State Convention. The Constitution and Bylaws Committee shall put the proposed amendment into proper form without changing the expressed intent of the originator, regardless of whether or not the said Committee supports the intent of the proposed amendments. So as not to burden the State Convention with amendments, in the event essentially identical amendments, identical as to issue, have been presented to the State Convention for two consecutive years, the Constitution and Bylaws Committee shall have the authority to withhold a like amendment from being presented to the following two State Conventions. The State Council shall give to each Club in the State a written notice of proposed amendments and a copy thereof at least thirty (30) days in advance of the State Convention.

Such notification may be accomplished by publishing the proposed amendment(s) in each Sub-District Newsletter. No amendment shall be reported or voted upon unless such notification has been given.

Section 3. Altering Amendments: Any proposed amendment to the Bylaws may be amended from the floor of the State Convention, provided such amendment is relevant to the proposed amendment to the Bylaws.