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LIONS INTERNATIONAL
TENNESSEE STATE ORGANIZATION
CONSTITUTION

ARTICLE I
Name

Name: This organization shall be known as Multiple District 12, Tennessee Lions International, hereinafter referred to as "Multiple District" or "State".

ARTICLE II
Objects

Objects: To provide the Lions of Tennessee with an efficient organization, headed by the Council of Governors, for the express purpose of advancing Lionism and providing proper and uniform administration throughout Tennessee.

ARTICLE III
Membership and District Boundaries

- Section 1. **Membership:** The members of this organization shall be all Lions Clubs in the Multiple District chartered by Lions International and in good standing. A Club shall be considered in good standing (1) when the Club has met the requirements of the International Constitution and By-Laws qualifying them to hold a Charter; and (2) when the duly chartered Club is under no restrictive conditions of Lions International and on the first day of the Annual State Convention it has no indebtedness to Lions International or the State organization which has not been paid within sixty (60) days from date of invoice. Whenever the male gender or pronoun appears in this Constitution and By-Laws, it shall be interpreted to mean either male or female person(s).
- Section 2. **District Boundaries:** The organization is subdivided into five (5) Districts, which are designated District L, District I, District O, District N, and District S.
- A. District L shall embrace and include the following counties: Benton, Carroll, Chester, Crockett, Decatur, Dyer, Fayette, Gibson, Hardeman, Hardin, Haywood, Henderson, Henry, Lake, Lauderdale, Madison, McNairy, Obion, Shelby, Tipton and Weakley.

- B. District I shall embrace and include the following counties: Cheatham, Davidson, Dickson, Giles, Hickman, Houston, Humphreys, Lawrence, Lewis, Marshall, Maury, Montgomery, Perry, Stewart, Wayne, and Williamson.
- C. District O shall embrace and include the following counties: Bledsoe, Bradley, Clay, Cumberland, Fentress, Hamilton, Marion, McMinn, Meigs, Monroe, Overton, Pickett, Polk, Putnam, Rhea, Sequatchie, Van Buren, and White.
- D. District N shall embrace and include the following counties: Anderson, Blount, Campbell, Carter, Claiborne, Cocke, Grainger, Greene, Hamblen, Hancock, Hawkins, Jefferson, Johnson, Knox, Loudon, Morgan, Roane, Scott, Sevier, Sullivan, Unicoi, Union, and Washington.
- E. District S shall embrace and include the following counties: Bedford, Cannon, Coffee, DeKalb, Franklin, Grundy, Jackson, Lincoln, Macon, Moore, Robertson, Rutherford, Smith, Sumner, Trousdale, Warren, and Wilson.

Section 3. **Boundary Change:** Inasmuch as the District Boundaries are included herein for information only as Section 2 above, revision of Section 2 following boundary changes shall not require an amendment to be presented to and approved by the delegates to the State Convention. Section 2 shall be revised by the Constitution and By-Laws Committee immediately following the approval of new district boundaries by the State Convention and the International Board of Directors in accordance with the redistricting rules and procedures of the International Constitution and Bylaws and the International Policy Manual.

ARTICLE IV State Officers

State Officers: The officers of this Multiple District shall be the members of the State Council of Governors.

ARTICLE V State Council of Governors

Section 1. **Council Membership:** The State Council of Governors shall be composed of the District Governors in the State and one member of the Immediate Past District Governors to be selected by the District Governors no later than 15 days after they are officially installed.

- Section 2. **Council Officers:** The selected Immediate Past District Governor shall be the Chairman of the State Council. The State Council shall elect from its membership a Vice-Chairman to serve in the absence or incapacity of the Chairman, a Secretary, and a Treasurer, and such other officers as the State Council shall deem necessary, all of whom shall be separate offices held by the separate members of the Council.
- Section 3 **Voting and Quorum:** Each member of the Council shall have one vote on each question requiring action of the Council. The personal presence of a majority of the Council shall constitute a quorum at any meeting thereof.
- Section 4. **Meeting:** The Council Chairman shall call the first meeting of the State Council within 60 days after the date on which the District Governors officially take office and such other meetings as it deems advisable. The Council Chairman or the Secretary of the Council at the Council's direction shall issue a written call for each meeting of the Council, with the time and place thereof to be set out in the call and to be determined by the Chairman. The date of any meeting save the first, which shall be set by the Chairman, shall be determined by the Council.
- Section 5. **Powers:** Except where inconsistent with and contrary to the provisions of the Articles of Incorporation and Constitution and Bylaws of the International Association of Lions Clubs, the power granted therein to the Board of Directors of said Association, and the policies and acts of said Board of Directors, the Multiple District Council shall:
- A. Have jurisdiction and control over all officers and agents, when acting as such, of the Multiple District Council and all committees of the Multiple District and Multiple District Convention.
 - B. Have management and control over the property, business, and funds of the Multiple District.
 - C. Have jurisdiction, control, and supervision over all phases of the State Convention and all other meetings of the Multiple District.
 - D. Have jurisdiction, when authorized or directed by the International Board, to hear and rule upon any complaint of a Constitutional nature raised by any District, any Lions Club, in the Multiple District. All such rulings of the Council shall be subject to review and decision by said International Board.
 - E. Have control and management of all budgetary matters of the Multiple District and committees of the Multiple District Convention. No obligation may be approved or made which shall affect an unbalanced budget or deficit in any fiscal year.

ARTICLE VI
State Convention

Section 1. **Date and Place:** A convention of this State shall be held and concluded no later than fifteen (15) days prior to the date of the International Convention at a place having been previously elected by a vote of the delegates present, qualified, and registered at an annual Convention of this State, but subject to Section 4 of this Article. The date of the State Convention shall be either of the last two (2) week-ends in April or the first two (2) week-ends in May of each year. The date shall be selected by the state convention committee for that year's convention and submitted to the Council Chairman for approval by the Council.

NOTE: The two (2) underlined sentences above become effective for the 2011 convention.

Section 2. **Site Invitations:** The Chairman of the State Council shall receive all invitations in writing from the places desiring to entertain the convention three (3) years hence. All invitations must be in the hands of the Chairman of the Council at least thirty (30) days before the date set for the intervening State Convention, and shall give a brief description of necessary facilities which are available for proper and adequate handling of the convention. After the invitations have been received, it shall be the duty of the District Governor in whose District the bidding city and/or Host Club is located, to investigate from all viewpoints the places extending the invitation. The Council Chairman shall certify to the State Convention three years hence. In the event no invitations from places desiring to entertain the convention three years hence have been received at the time the convention convenes, the names of cities able, ready and willing may be presented on the floor of the convention.

Section 3. **Site Rotation:** The State Convention shall rotate systematically from year to year from one District in the State to another, the only exception being in the event an invitation is not extended from the qualified District.

Section 4. **Site Changes:** The State Council shall retain and have the absolute power to change at any time, for good and sufficient reason, the convention site without the State nor any individual District or Districts incurring any liability whatsoever.

Section 5. **Council Supervision:** The State Council shall have supervision over all phases of the State Convention, shall have complete charge of the State Convention Fund and shall disburse same in payment of State Convention expenses as approved by the State Council.

- Section 6. **Convention Officers:** The members of the State Council shall be the officers of the State Convention.
- Section 7. **District Meetings:** A meeting of each District in the State shall be held at the State Convention during which financial and other reports by the Cabinet Secretary and/or Treasurer and the District Governor shall be presented. All delegates to the State Convention shall have the right to vote at their respective district meeting.
- Section 8. **Appointments:** A Sergeant-at-Arms and such Assistant Sergeant-at-Arms as are deemed necessary for the State Convention shall be appointed by the State Council. It shall also appoint a convention pianist, a song leader, at least one assistant song leader, and a Lion to prepare and conduct a Necrology Ceremony.
- Section 9. **Delegates and Alternates:** Each chartered Club in the Multiple District in good standing in the International Association of Lions Clubs and in its District shall be entitled to one (1) delegate and (1) alternate for each ten (10) members, who have been enrolled for at least one year and a day in the Club, (see A thru D below) or major fraction thereof, of said Club as shown by the records of the International Office of the first day of the month last prior to that month during which the convention is held. PROVIDED, however, that each such Club shall be entitled to at least one (1) delegate and one (1) alternate. The major fraction referred to herein shall be five (5) or more members.

A. Transfer Member: Must be a member of the receiving club for at least one year and one day prior to the month during which the convention is held.

B. Reinstated Member: Provided the reinstated member has been a member of the club for an aggregate period of not less than one year and one day prior to the month during which the convention is held.

C. New Charter Club: One (1) delegate and one (1) alternate until the club has been chartered one year and one day prior to the month during which the convention is held.

D. Reinstated from Status Quo: One (1) delegate and (1) alternate for each ten (10) members, who have been enrolled for at least one year and a day in the Club, at the time of release from Status Quo; however, the club is entitled to a minimum of one delegate and one alternate.

In addition to Club delegates, the District Governors currently serving and each Past District Governor who is a member of a Club in good standing and who is duly registered and certified shall have full delegate status as a delegate-at-large, independent of the Club delegate quotas herein specified.

Delinquent dues may be paid and good standing acquired at any time prior to the close of credential certification, as such closing time shall be established by the rules of the convention.

- Section 10. **Voting and Quorum:** Only duly certified delegates to said convention, including delegates-at-large as provided in Section 9 hereof, and alternates only to the extent of replacing any absent Club delegate and certified as such, shall vote on any question or election before said convention. No proxy shall be valid for any purpose. No delegate shall vote more than once on any vote taken. The delegates present and voting on any question upon which a vote is taken shall constitute a quorum of the convention and shall be the basis for determining adoption or rejection of the question. Unless otherwise provided herein, Robert's Rules of Order shall govern.
- Section 11. **Resolution Notification Requirements:** No resolution or action requiring financial contribution payments, tax or dues by the Clubs of the Multiple District, shall be considered at the convention unless a copy of such resolution shall have been mailed to each Club in the State at least thirty (30) days prior to the convention to which such resolution is presented.
- Section 12. **Official Report:** An official report, including financial report, of the Convention shall be mailed to Lions International, all current and Immediate Past District Governors of the State, and all Clubs of the State, by the State Council within sixty (60) days after the close of the convention.

ARTICLE VII District Conventions

- Section 1. **Date and Place:** An annual convention of the various Districts comprising Multiple District 12 shall be held each fiscal year no later than in conjunction with the District Meeting at the State Convention for the purpose of electing a District Governor, 1st and 2nd Vice Governor for the coming year, hearing financial and other reports by the Cabinet Secretary and Cabinet Treasurer, the District Governor, and any other matters that may be presented. Should any District desire to hold a District Convention earlier, it shall be at a place selected by the previous annual convention of the District and a date and time fixed by the District Governor.
- Section 2. **Convention Officers:** The members of the District Cabinet shall be the officers of the District Convention.
- Section 3. **Delegates and Alternates:** The delegates and alternates to the District Convention shall be as set forth in **Article VI, Section 9, of this constitution.**

Section 4. **Voting and Quorum:** Only duly certified delegates to said convention, including delegates-at-large as provided in Article VI, Section 9, hereof, and alternates only to the extent of replacing any absent Club delegates and certified as such, shall vote on any question or election before said convention. No proxy shall be valid for any purpose. No delegate shall vote more than once on any vote taken. The delegates present and voting on any question shall constitute a quorum of the convention, and shall be the basis for determining adoption or rejection of the question. Unless otherwise provided in the respective District Constitution and By-Laws, Robert's Rules of Order shall govern.

Section 5. **Resolution Notification Requirements:** No resolution or action requiring financial contribution payments, tax or dues by the Clubs of the District shall be considered at the convention unless a copy of such resolution shall have been mailed to each Club in the District at least thirty (30) days prior to the convention to which such resolution is presented.

ARTICLE VIII District Officers

Section 1. **Officers:** The officers of each District shall be the District Governor, who shall be the presiding officer; the 1st and 2nd Vice Governor; the Immediate Past District Governor; the Cabinet Secretary-Treasurer or the Cabinet Secretary and the Cabinet Treasurer; the Region Chairmen, if utilized; the Zone Chairmen; and the Presidents and Secretaries of the Clubs in the District.

Section 2. **District Governor:** The District Governor of each District shall be elected at the annual District Convention, as provided by Article I of the By-Laws and by the International Constitution, and shall serve for a term of one year which term shall commence with the close of the International Convention held in the year of his election, if so held, but if not, then on the July 1 next following his election and shall terminate with the close of the International Convention next following the calendar year of his election, if so held, but if not, then on the June 30 of the calendar year next following the calendar year of his election.

Section 3. **Vice District Governor:** The 1st and 2nd Vice Governor of each District shall be elected at the annual District Convention, as provided by Article I of the By-Laws, and shall serve for a term of one year which term shall commence with the close of the International Convention held in the year of his election, if so held, but if not, then on the July 1 next following his election and shall terminate with the close of the International Convention next following the calendar year of his election, if so held, but if not, then on the June 30 of the calendar year next following the calendar year of his election.

- Section 4. **Cabinet Secretary-Treasurer:** The District Governor shall appoint a Cabinet Secretary-Treasurer or a Cabinet Secretary and a Cabinet Treasurer, who shall be a member of the same Lions Club of which the District Governor is a member, or a Lions Club in close proximity thereto.
- Section 5. **Region Chairmen:** The District Governor may appoint by the time he/she officially takes office one Region Chairman in each Region in his District.
- Section 6. **Zone Chairmen:** The District Governor shall appoint by the time he/she officially takes office, one Zone Chairman in each Zone in his District.
- Section 7. **Requirements:** Each officer appointed by the District Governor shall be a member in good standing of a chartered Lions Club in good standing within the District.
- Section 8. **Vacated Office:** In the event of a vacancy in the District Governor's Cabinet; or in any office except that of District Governor, Vice Governor's, Club President and Club Secretary; the District Governor shall have the power to fill such vacancy for the unexpired term thereof.
- Section 9. **Residency Change:** A club member shall be appointed (or elected) as a Region Chairperson or Zone Chairperson only over the region or zone in which his/her club is located.
- Section 10. **Salary:** There shall be no salary paid to any officer of any District in this State; nor shall any officer of this State be paid a salary.

ARTICLE IX District Cabinet

- Section 1. **Cabinet Composition:** There shall be a District Governor's Cabinet in each District, composed of the District Governor as presiding officer, The Vice Governor's, the Immediate Past District Governor, the Region Chairmen if utilized, the Cabinet Secretary, the Cabinet Treasurer, or Cabinet Secretary-Treasurer if said offices are held by the same person, the Zone Chairmen and District Governor's Honorary Committeemen.
- Section 2. **Voting and Quorum:** The District Governor, the Vice District Governor's, the Immediate Past District Governor, the Region Chairmen, the Cabinet Secretary, the Cabinet Treasurer, or Cabinet Secretary-Treasurer if said offices are held by the same person, and Zone Chairmen, shall have the right to vote at all District Cabinet Meetings. The voting privilege may also be extended to such of the other members of the respective District Cabinet as the respective District Constitution and By-Laws shall designate. A majority of the voting members of the District Governor's Cabinet shall constitute a quorum.

Section 3. **Cabinet Meetings:** The District Governor shall call at least one regular meeting of the District Governor's Cabinet each quarter during the year, and the first of these shall be held within thirty (30) days after the adjournment of the preceding International Convention. Ten (10) days written notice of meetings of the District Governor's Cabinet shall be given each member by the Cabinet Secretary. Special meetings of the District Governor's Cabinet may be called by the District Governor at his discretion, or shall be called upon written request made either to the District Governor or the Cabinet Secretary by a majority of the members of the basic Cabinet. Not less than five (5) and not more than ten (10) days written or telegraphed notice of special meetings of the District Governor's Cabinet shall be given to each member by the Cabinet Secretary.

ARTICLE X Regions and Zones

Section 1. **Regions:** Each District shall be divided by the District Governor into Regions of not more than sixteen (16) and no fewer than ten (10) Lions Clubs each, due regard having been given to the geographical location of the Clubs, and shall be subject to change by the District Governor as is deemed necessary for the best interest of Lionism and the individual Lions Clubs, but so as to comply with the policy of Lions International.

Section 2. **Zones:** Each Region shall be divided by the District Governor into Zones, which Zones shall be comprised of not more than eight (8) and no fewer than four (4) Lions Clubs each, due regard having been given to the geographical location of the Clubs, and shall be subject to change by the District Governor as is deemed necessary for the best interest of Lionism and the individual Lions Clubs, but so as to comply with the policy of Lions International.

Section 3. **Region Meetings:** Meetings of the member Clubs in a Region shall be designated and known as Regional Meetings, and the Regional Meetings shall be held throughout the District during the year at times and places so fixed by the Region Chairman, if utilized, and Zone Chairman of the respective Regions, with the Region Chairman in active charge. Such Regional Meetings shall be so arranged and of such a number as will make possible and convenient for the members of each Club in the District to attend at least one of such meetings each year. All such Regional Meetings shall be under the supervision of the District Governor.

Section 4. **Zone Meetings:** Meetings of all the member Clubs in a Zone 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 Chairman of each individual Zone, who shall be in active charge, under the supervision of the Region Chairman of the Region in which the Zone is part. Such Zone Meetings shall be arranged and of such a number as will

make it possible and convenient for the members of each Club in each Zone to attend at least two such meetings each year.

ARTICLE XI District Governor's Advisory Committee

- Section 1. **Committee Composition:** There shall be a District Governor's Advisory Committee in each Zone, composed of the Zone Chairman and the Presidents and Secretaries of the Clubs in the Zone. The Zone Chairman shall be the Chairman of this Committee.
- Section 2. **Committee Meetings:** The Zone Chairman in each particular Zone shall call and conduct no fewer than three and preferably four meetings of this District Governor's Advisory Committee during the year. The first of these meetings shall be within ninety (90) days after the adjournment of the preceding International Convention; the second, in the month of November; the third in the month of February or March; and the fourth approximately thirty (30) days prior to the State Convention.
- Section 3. **Presidents and Secretaries Conference:** The Zone Chairman of each particular Zone, in cooperation with the Zone, shall invite and make every effort to have the Presidents-elect and the Secretaries-elect of the Clubs in the Zone attend the fourth Zone Meeting which will be conducted approximately thirty (30) days before the State Convention, and a portion of the meeting shall be known as the Presidents and Secretaries Conference. The purpose of this meeting will be to brief and school the incoming Presidents and Secretaries regarding the responsibilities of their respective offices and their many responsibilities.

ARTICLE XII District Governor's Honorary Committee

- Section 1. **Committee Composition:** There may be in each District a District Governor's Honorary Committee. The membership of this committee shall consist chiefly of the Past International Officers, Past International Directors, and Past District Governors residing within the District, and said membership of this committee shall be appointed by the District Governor. The Immediate Past District Governor may be the Chairman of the committee.
- Section 2. **Committee Meetings:** The District Governor's Honorary Committee shall meet when and as called upon by the District Governor to do so.
- Section 3. **Privileges:** The members of the District Governor's Honorary Committee may be extended the courtesy of the floor and be allowed to speak on matters being discussed at District Meetings, but shall not have the right to

vote on questions, except in the case of the Immediate Past District Governor, unless extended that privilege by the respective District Constitution and Bylaws.

ARTICLE XIII State Revenue

Section 1. State Revenue Fund:

- A. Use of Funds: Funds are to be used exclusively for defraying the State Convention, International Convention and State Administrative expenses with prior approval of the Council. These funds shall not be used for any other purpose.

- B. Annual per Capita Dues:
 - 1. Each member shall be charged \$2.60 payable advance in two (2) Semi-annual payments:
 - a. District Treasurer will bill each club \$1.30 per member on 10 Sep for 1 Jul thru 31 Dec.
 - b. District Treasurer will bill each club \$1.30 per member on 10 Mar for 1Jan thru 30 Jun.
 - 2. Billing will be based on LCI Membership roster as of 1 August, and 1 February respectively.
 - 3. New Clubs or reorganized Clubs organized after:
 - a. January 1 will pay the March billing.
 - b. April 13 will not pay any State revenue Fund Dues.
 - 4. All dues collected from clubs in each district by the District Cabinet Treasurer shall be forwarded by district check to the Council Treasurer.
 - 5. The district Cabinet may elect to exempt the student members of a campus club from these dues.

- C. Allocation: The Council of Governors shall annually allocate the expected receipts of these funds including funds from the previous Council to the State Convention Fund, International Convention Fund and the State Administrative fund. The allocation shall be based on preliminary budgets by the State and International Convention chairpersons and the Council Treasurer. This allocation will be presented, as a budget, at the State

Organizational meeting. The Council shall not incur expenses in excess of the approved budget.

D. Surplus and Deficit:

1. Surplus: The balance in the State Revenue Fund to remain in the fund and placed at the disposal of the next succeeding State Council of Governors.

2. Deficit: The deficit will be defrayed from remaining final budget uncommitted funds.

a. Any deficit remaining to be defrayed immediately from uncommitted State Projects Fund subject to later approval by a majority of delegates in the next succeeding State Convention.

b. Requests for approval of action in (a) above to be in accordance with **Article XIV, Section 3 B and C.**

c. If not approved by the State Convention or if uncommitted State revenue Funds are not available the deficit shall be defrayed equally by the Districts of Multiple District 12.

d. Any borrowed funds so collected will be returned to the State Projects Fund.

E. Audit: The Council shall provide for audit of the State revenue Funds, annually or more frequent intervals if necessary, by competent auditor, with provisions for separate reconciliations for State and International Conventions and State Administrative Fund including any surplus to the fund. A financial report will be made at the first Multiple District Cabinet meeting following end of fiscal year and at the next State Convention.

Section 2. **State Convention Fund:**

A. Fund Purpose: The State Convention Fund shall be used exclusively for attendance prizes, reporting convention proceedings, printing of credential certificates, official program, ballots, delegates and alternate registration cards, badges, printing and mailing convention proceedings and other expenses deemed convention expenses by the Council.

B. Registration Fee:

1. The amount of the fee shall be set by the Council and shall not exceed \$10.00 per delegate.

2. Fee will be collected from all delegates, alternates and guests registering for the State Convention.
3. The Host District will collect fees using procedures established by the Council.
4. Fees are used to help defray actual costs of the Convention with the exception of food costs. In no case will cost of any meal be part of the Registration Fee.

C. Hospitality Books:

1. Hospitality Books containing tickets for meals and entertainment will be sold separately.
2. Guarantees will be based on actual number of Hospitality Books sold as of thirty (30) days prior to the Convention.

D. Budget:

1. The Convention Committee shall prepare and present preliminary plans and budget to the Council at the State Organizational Meeting for approval.
2. The final budget shall be prepared by the Convention Committee after the Pre-registration deadline of thirty (30) days prior to the Convention. The total budget shall be the sum there of:
 - a. Actual receipts from registration fees paid, and;
 - b. That part of the State revenue Funds allocated to the Convention fund by the State Council.
3. The Council shall approve the final budget and shall not incur expenses in excess of this approved final budget.

Section 3. **International Convention Fund:**

- A. Fund Purpose: The International Convention Fund shall be used exclusively for promoting Tennessee Lionism at the International Convention, and no other purpose.

1. Funds shall be expended only for such items as approved by the Council.

2. Funds from this account shall not be used directly for promoting a Multiple District 12 candidate for International Office.

B. Budget (Amended May 22, 2010)

1. The International Convention *Chairman* shall prepare and present plans and budget to the Council at the State Organizational meeting for approval.

2. Following the Organizational Meeting the *Chairman* shall prepare a final budget for presentation to and approval by the Council.

3. The Council shall approve the final budget and shall not incur expenses in excess of the final approved budget.

Section 4. **State Administrative Fund:**

A. Fund Purpose: The State Administrative Funds shall be used exclusively for administrative expenses of the Council such as postage, telephone bills, printing and supplies, the state Directory, and for reimbursement of approved Council Chairman official expenses and shall be dispensed by the State Council Treasurer at the direction of the Council.

B. Council Chairman Expenses: The Council Chairman may be reimbursed for expenses incurred in performing his official duties as prescribed herein and by the Council of Governors, including travel, postage and telephone, and expenses to the State and International Conventions.

1. Such reimbursement shall be made from the State Administrative Fund only after approval of the Council.

2. Reimbursement for any expense shall not exceed the amount allowed by current Rules of Audit for District Governors, International Association of Lions Clubs.

3. Claims for reimbursement are to comply with methods required for District Governors.

4. The total reimbursement of Council Chairman Expenses for the fiscal year shall not exceed \$1,500.00.

- C. Budget: The Council Treasurer shall prepare and present a preliminary annual State Administrative Budget for approval by the Council at the annual Organizational Meeting. Following the meeting, the Council Treasurer shall prepare and present a final budget for approval by the Council. The Council shall not incur expenses in excess of the approved final budget.

ARTICLE XIV

State Reserve

Section 1. State Reserve Fund:

- A. Fund Purpose: This fund shall be used to promote the advancement of Lionism in Tennessee.
- B. Fund Designation: This fund shall be designated by categories referred to, in this section, as State Projects Fund and International Officer Fund.
- C. Responsibilities:

1. The Council Treasurer shall be responsible for the maintenance, administration and other responsibilities associated with this fund including receiving and depositing dues from each District and:

2. Selecting a bank with convenient access. Establish a two signature requirement for checks. i.e. Council Treasurer and Council Chairman.

3. Assisting Council with budget preparation once a candidate for International Office is endorsed, and/or state projects proposed budget is received.

4. Preparing and issuing checks for approved payments.

Section 2. Source of Revenue:

- A. Annual per Capita Tax:

1. District Treasurer shall bill each club \$2.00 per member payable in advance in two (2) semi-annual payments.

2. Council Treasurer will bill each Cabinet Treasurer \$1.00 per member per club on 10 September for 1 Jul thru 31 Dec, and again on 10 March for 1 Jan thru 30 Jun.

3. Billing will be based on LCI club membership roster as of 1 Aug. and 1 Feb. respectively.

4. The District Cabinet may elect to exempt the student members of a campus club from these taxes.

B. New or Reorganized Clubs:

1. After January 1 will pay the March billing.

2. After April 13 will not pay for the remainder of the fiscal year.

3. All dues collected from clubs in each district by the District Treasurer shall be forwarded by district check to the Council Treasurer.

C. Disposition of Revenue:

1. The Council Treasurer will place \$1.00 in the State Projects Fund and \$1.00 in the International Officer Fund. Each fund shall be capped at \$40,000 and all dues and interest collected shall be placed in each fund even when one account exceeds \$40,000. Dues and interest will continue to be equally placed in each account until the end of the Lion current year (June 30).

2. When at the end of the Lions year one account may exceed \$40,000 and the other may be less than \$40,000; excess funds in either account exceeding \$40,000 will be transferred to the incoming Council to be budgeted in the State Revenue Fund. (Article XIII, State Convention Fund, International Convention Fund, and/or Administrative Fund.)

Section 3. **State Projects Fund:**

A. Fund Purpose: This fund shall be used to fund special activities, projects, promotions or programs, and provide a reserve to defray the cost of emergencies and unforeseen expenses. The Council Treasurer shall maintain separate records of this fund and place the fund in an interest

bearing account insured by an agency of the US Government. The interest earned thereon shall become part of the fund.

- B. Expenditure Approval: This fund shall only be expended for specific purposes as approved by a majority vote of delegates present and voting at the State Convention. The Council may use funds to defray a deficit of unforeseen expenses in the State Revenue Fund budget pending approval at the next State Convention. Deficit shall be defrayed equally by districts if not approved.
- C. Proposing use of Funds: Proposal for use of the State Projects Fund shall originate in writing from any one of the following:
1. A Lions Club in good standing,
 2. State Research and Long Range Planning Committee,
 3. Council of Governors,
 4. Constitution and Bylaws Committee.

Proposed use of this fund shall first be presented to the State Council no later than 1 February of the year in which the proposed use is to be presented to the State Convention. The Council shall put the proposal into proper form without changing the expressed intent of the originator, regardless of whether or not said Council supports the intent of the proposal. In the event similar proposals are received the Council may combine them provided the intent expressed is not changed. The Council shall provide each Club a written notice of the proposal at least thirty days prior to the State Convention. Such notification may be accomplished by publishing the proposal in each Sub-District Newsletter. No action may be taken unless such notification has been given.

- D. Budget: A budget for this fund is not required until and unless some activity is anticipated requiring use of the funds.

Section 4. **International Officer Fund:**

- A. Fund Purpose: This fund shall be used exclusively for promoting and defraying the expenses of the candidate of any Tennessee Lion properly endorsed in accordance with the provisions of the Bylaws for the office of International Second Vice President or International Director, and for promoting the State of Tennessee during the years a Tennessee Lion is serving as an International Officer (Vice President, President, or Immediate past President) or International Director. This account shall not be used for any other purpose, and shall be expended only for budgeted items approved

by the Council. The Council treasurer shall maintain separate records of this fund and shall place the fund in an interest bearing account insured by an agency of the US Government. The interest shall become part of the fund.

- B. Budget: The Council, or a special committee approved by the Council, shall prepare a preliminary budget, not to exceed anticipated funds in accordance with the Fund Purpose stated in Section 4 A, above. The budget will be presented at the annual Organization Meeting following State endorsement of the candidate. The Council shall not incur expenses in excess of the final approved budget.

Section 5. Surplus or Deficit and Audit:

- A. Surplus or Deficit: Funds remaining in either fund (State Projects or International Officer) after payment of all approved expenses shall remain in said fund. In the event of actual expense of either fund exceeds the final budget the deficit shall be defrayed that fund surplus uncommitted to the final budget. In the event that fund is insufficient the deficit shall be defrayed equally by the Districts.
- B. Audit: The Council shall provide for an annual audit of the State Reserve Fund, or more frequently if necessary, by a competent auditor. The audit shall present the amount of funds received, expended or retained. A report shall be made at the first Multiple District meeting and next State Convention.

**ARTICLE XV
District Revenue**

Section 1. District Administrative Fund:

- A. Per Capita Dues: To provide revenue to defray the administrative expense of each District; an annual per capita District Administrative Fund Dues shall be levied upon each member in the District in two (2) semi-annual payments of approximately the same amount. The total of the dues and amounts of each payment shall be specified in the Constitution and By-Laws of the said District as approved by the delegates at the respective District Convention. In the absence of such a specification, the qualified members of each District Cabinet shall set these amounts in the first meeting of each fiscal year. Billings for the appropriate payments shall be made on September 10th to cover the semi-annual period of July 1 to December 31, and on March 10th to cover the semi-annual period of January 1 to June 30. Billings will be based on the roster of each Club as of the first day of August and the first day of February, respectively. Said dues shall be collected from each Club by the Cabinet Secretary-Treasurer, or the Cabinet Treasurer of the District of which the Club is a member; and exception will be a new or reorganized Club which shall pay a

prorated per capita amount beginning on the first day of the second month following the date of their organization.

1. Should a campus club be chartered the District Cabinet may elect to exempt the students from District dues.
 2. This exemption will not include staff and/or faculty members.
- B. Budget: The District Governor and his Cabinet shall prepare a budget at its first meeting of the fiscal year. Expenditures within this budget shall not exceed the anticipated income from the annual per capita District Administrative Fund dues based on the semi-annual billings. In addition, neither the District Governor nor his Cabinet shall incur expenses in excess of anticipated income from these dues except that legitimate expenditures may be authorized from surplus funds on hand from previous years. The said per capita dues collected in each District shall become and remains a fund of said District and shall be disbursed only for administrative expenses of the District as are approved by the District Governor's Cabinet. Payments out of said District Administrative Fund shall be by checks drawn and signed by the Cabinet Secretary-Treasurer or the Cabinet Treasurer and countersigned by the District Governor.
- C. District Governor 's International Convention Expenses: Expenses of the District Governor in connection with his attendance at an International Convention shall be consigned a District Administrative expense, and a designated amount of each annual per capita District Administrative Fund dues shall be set aside in each District to defray these expenses. This amount may be specified in the District Constitution and By-Laws, if they exist; otherwise, the amount may be specified by the District Cabinet at its first meeting of each fiscal year. In the event the amount so designated is insufficient to meet the necessary expenses, the District Governor's Cabinet has the authority to supplement the amount from the District Administrative Fund to meet the deficiency. Reimbursement of these expenses to the District Governor shall not exceed those as outlined in the Rules of Audit of Lions International to the District Governor-Elect.
- D. Surplus or Deficit: In the event that there is a surplus left in the District Administrative Fund; including receipts from dues and carry-over surplus; after payment of all District expenses, the balance shall remain in the Fund and shall be placed at the disposal of the next succeeding District Governor and the District Governor's Cabinet. In the event that the actual District expenses exceed the budgeted amounts as authorized by the District Cabinet, the Cabinet Secretary-Treasurer or Cabinet Treasurer shall immediately notify the District Governor or the District Cabinet and shall immediately terminate the disbursement of funds until appropriate adjustments are made in the scheduled and approved expenditures. If a

deficit exists following the reconciliation of all expenditures at the end of the year, it will be the responsibility of the subsequent District Cabinet to determine the responsibility for the deficit and to adjust subsequent per capita dues and expenditures in a manner appropriate to the available funds.

- E. Audit: The District Governor's Cabinet shall provide for an audit of the books and accounts of the Cabinet Secretary-Treasurer or the Cabinet Treasurer annually or at more frequent intervals, if necessary, by a competent auditor, and a statement of financial condition of the District shall be sent to each Club in the District at the close of the fiscal year.

Section 2. **District Newsletter Fund**

- A. Authorization: Inasmuch as it is vital to the growth and to the efficient function of each District to provide complete, clear, timely, and pertinent information to each member of the District, a District newsletter may be authorized for the regular publication and distribution to each individual member of the District. This authorization may be contained in the District Constitution and By-Laws, if the document exists, as approved by the assembled delegates at the respective District Convention. Otherwise, the District Governor's Cabinet in its first session of each fiscal year may authorize the publication of such a District Newsletter and designate the frequency of publication, the scope, and the budget for the activities associated with its publication and distribution.
- B. Per Capita Dues: To provide for the funds for the publication of the Newsletter, an annual per capita Newsletter Fund dues shall be levied upon each member in the District in two semi-annual payments of approximately the same amount. The total amount of the dues and amounts of each payment shall be specified in the Constitution and By-Laws of the said District as approved by the delegates at the respective District Conventions. In the absence of such a specification, the qualified members of each District Cabinet shall set these amounts in its first meeting of each fiscal year. Billings for the appropriate payments shall be made on September 10th to cover the semi-annual period of July 1 to December 31 and on March 10th to cover the semi-annual period of January 1 to June 30. Billings will be based on the roster of each Club as of the first day of August and the first day of February, respectively. Said dues shall be collected from each Club by the Cabinet Secretary-Treasurer or the Cabinet Treasurer of the District of which the Club is a member; an exception will be new or reorganized Clubs which shall pay a prorated amount beginning on the first day of the second month following the date of their organization.
- C. Budget: The budget authorized by the District Cabinet at its first meeting of the fiscal year shall not authorize expenditures that exceed the anticipated income for the annual per capita District Newsletter Fund dues based on the semi-annual billings. In addition, neither the District Governor nor his

designated Business Manager for the Newsletter shall incur expenses in excess of the anticipated income from these dues except that legitimate expenditures may be authorized from the surplus funds from the previous years. The said per capita dues shall be collected in each District and shall remain in a fund separate from all other District accounting and disbursed only for expenses related to the publication and distribution of the Newsletter. These expenses shall be verified by the Business Manager and/or Editor of the Newsletter and paid by checks drawn and signed by the Cabinet Secretary-Treasurer or Cabinet Treasurer and countersigned by the District Governor.

- D. Surplus or Deficit: In the event that there is a surplus left in the District Newsletter Fund; including receipts from dues and carry-over surplus, after payment of all expenses, the balance shall remain in the Newsletter Fund and shall be so identified and placed at the disposal of the next succeeding District Governor and the District Governor's Cabinet for use in the publication of subsequent issues. In the event that the actual expenses exceed the budget amounts as authorized by the District Cabinet, the Business Manager or Editor shall immediately notify the District Governor and the Cabinet Secretary-Treasurer or the Cabinet Treasurer. Disbursement of funds will then be suspended until appropriate adjustments are made in scheduled and approved expenditures by the District Governor's Cabinet. If a deficit exists following the reconciliation of all expenditures at the end of the year, it will be the responsibility of the subsequent District Cabinet to determine the responsibility for the deficit and to adjust subsequent per capita dues and expenditures in a manner appropriate to the available funds.
- E. Audit: The Cabinet Secretary-Treasurer or the Cabinet Treasurer shall maintain a record of all receipts and expenditures associated with the publication and distribution of the newsletter. These records shall be included in the audit of the books and accounts performed at the direction of the District Cabinet. A report concerning the receipts and expenditures from the District Newsletter Fund shall be included in the statement of financial conditions of the District that is sent to each Club in the District at the close of the fiscal year.

ARTICLE XVI

State and District Per Capita Dues Summary

Dues Summary: The revenue received under Articles XIII and XIV of this constitution as per capita dues are summarized below for convenience:

A. State Dues:

State Revenue Fund	\$2.60
State Reserve Fund	\$2.00
TOTAL	\$4.60

B. District Dues:

District Administrative Fund Dues specified by each District.
District Newsletter Fund Dues specified by each District.

ARTICLE XVII
State Activities, Projects and Entities

Section 1. **State Activities**

- A. Designation: To provide the maximum effectiveness of promotional efforts such as advertising, proclamations, and other promotional endeavors, certain fund-raising activities may be designated as State Activities to provide coordination and promotion of the activity on a statewide basis.
- B. Declaration: An activity will be recognized as a statewide activity after having been so declared in an amendment to the By-Laws of this Constitution in accordance with the rules governing such amendments.
- C. Coordinator: A State Coordinator will be elected for each of the designated State Activities. This election shall be held at a General Session of the State Convention each year. The coordinator so elected shall serve for the following fiscal year. A list of nominees as coordinators of each of the State Activities shall be presented by the Council of Governors to the assembled delegates. Each nominee listed shall have given his agreement to serve, if elected. Additional nominations for the Coordinator for each State Activity may be made from the floor by qualified delegates to the Convention. Each of these nominees must be present to state his agreement to serve, if elected, or the delegate making the nomination must have written evidence of the willingness of the nominee to serve otherwise, the nomination from the floor will not be accepted.
- D. Election of Coordinator: Election of a State Coordinator for each of the State Activities shall be made by a simple majority vote of those delegates present and voting at the session. In the event of multiple nominees for the position of State Coordinator of any of the Activities, successive ballots will be taken, eliminating each time that nominee with the least number of votes until one nominee receives a majority vote.

- E. Duties: Each State Coordinator shall work in cooperation with the Council of Governors and the Long Range Planning Committee to promote the success of the activity and to coordinate activities among the Districts of the State.
- F. Funds: All funds for the activities of the State Coordinators of any of the State Activities must be provided either by the Council of Governors or by assignment from the activity funds of the Districts.
- G. Review and Declaration: Beginning with the 1987-88 Lions year and every third year thereafter, the State Research and Long-Range Planning Committee shall review all currently declared state activities and recommend continuation or deletion of each activity. The State Constitution and Bylaws Committee shall prepare amendments to the By-laws re-declaring or deleting activities as recommended by the State Research and Long-Range Planning Committee, for presentation at the next succeeding State Convention. If for some reason the above actions are not accomplished, all currently declared State Activities will continue to be declared.

Section 2. **State Projects**

- A. Designation: To increase the effectiveness of Lionism in the State of Tennessee, certain projects may be designated as State Projects to provide a common base of support. Coordination of these efforts will permit the support of projects that exceed the boundaries or the financial resources of any one District.
- B. Declaration: A Project will be recognized as a statewide project after having been so declared in an amendment to the Bylaws of this Constitution in accordance with the rules governing such amendments.
- C. Coordinator: A State Coordinator will be elected for each of the designated State Projects. This election shall be held at a General Session of the State Convention each year. The Coordinator so elected shall serve for the following fiscal year. A list of nominees as Coordinators for each of the State Projects shall be presented by the Council of Governors to the assembled delegates. Each nominee listed shall have been contacted prior to that session and shall have given his agreement to serve if elected. Additional nominations for Coordinator of each of the State Projects may be made from the floor by qualified delegates to the Convention. Each of the nominees must be present to state his agreement to serve, if elected, or the delegate making the nomination must have written evidence of the willingness of the nominee to serve, otherwise, the nomination from the floor will not be accepted.
- D. Election of Coordinator: Election of a State Coordinator for each of the State Projects shall be made by a simple majority vote of the delegates

present and voting at the session. In the event of multiple nominees for the position of State Coordinator of any of the Projects, successive ballots will be taken; eliminating each time that nominee with the least number of votes until one nominee receives a majority vote.

- E. Duties: Each State Coordinator shall work in cooperation with the Council of Governors and the State Research and Long-Range Planning Committee to promote the success of the project. The Coordinator will work directly with the representatives and the Cabinet of each District to provide information about the project, to establish proposed budgets, and to collect and disburse funds provided for the project. At the following State Convention, the Coordinator will present a detailed report of all amounts collected and disbursed.
- F. Funds: All funds for the activities of the State Coordinators of any of the State Projects must be provided either by the Council of Governors or by assignment from the activity funds of the District or from the activity funds of the individual Clubs.
- G. Review and Re-declaration: Beginning with the 1987-88 Lions year and every third year thereafter, the State Research and Long-Range Planning Committee shall review all currently declared State Projects and recommend continuation or deletion of each project. The State Constitution and By-Laws Committee shall prepare amendments to the Bylaws re-declaring or deleting projects as recommended by the State Research and Long-Range Planning Committee, for presentation at the next succeeding State Convention. If for some reason the above actions are not accomplished, all currently declared State Projects will continue to be so declared.

Section 3. **State Legal Entities**

- A. Purpose: To increase the effectiveness of Lionism in the State of Tennessee, certain legal entities may be created from time to time.
- B. Procedure: The Research and Long Range Planning Committee, from time to time, will identify the need for a legal entity to be formed and submit a resolution to the Constitution and Bylaws Committee to be presented at the State Convention. Upon a two-thirds majority vote approval of the delegates present and voting at the State Convention, the Research and Long Range Planning Committee will prepare the necessary legal documents to bring the legal entity into existence.
- C. Requirements: As a minimum, the entity will have a board composed of Lions duly elected from across the State of Tennessee. The officers of the entity will be duly elected by the board each year. The entity will operate under its own Charter/Constitution and Bylaws. The officers of the entity will report annually to the delegates at the State Convention on the progress and status of their operation.

ARTICLE XVIII
Adoption and Conformity

- Section 1. Adoption: This Constitution shall become in full force and effect when it has been adopted by an affirmative vote of two-thirds (2/3) of the delegates present and voting as provided under Article XIX of the current Constitution being superseded hereby. Upon adoption hereof, such shall repeal and supersede the existing Constitution of Multiple District 12, Lions International.
- Section 2. Conformity to International: In the event that the Constitution and By-Laws of the International Association of Lions Clubs shall be amended, deleted, or otherwise changed in such a manner as to render any part of this Constitution and By-Laws in derogation thereof, such changes shall not render this Constitution and Bylaws inoperable until the next ensuing State Convention of Multiple District 12, and shall not render it inoperable until proper opportunity is presented under the provisions of this Constitution and By-Laws to correct such affected Articles and Sections.

ARTICLE XIX
Amendments

- Section 1. Vote Requirements: This Constitution may be amended only at the State Convention by resolution reported by the Committee on Constitution and By-Laws and adopted by the affirmative vote of two-thirds (2/3) of the delegates present in person, certified, and voting, unless otherwise specified herein.
- Section 2. Procedures for Proposing Amendments: Any proposed amendments shall originate in writing from any 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 By-laws 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 amendment. 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 next following two (2) 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 Constitution may be amended from the floor of the State Convention, provided such amendment is relevant to the proposed amendment to the Constitution.