

MISSOURI LIONS
MULTIPLE DISTRICT 26
CONSTITUTION & BY-LAWS



Revised and Approved
May 2009

CONSTITUTION AND BY-LAWS COMMITTEE 2008 - 2009

26-M1	PDG Marshall James
26-M2	Lion Kimberly Taylor – Chairman
26-M3	PDG Lyn Porterfield
26-M4	PDG Eldon Shipps
26-M5	PDG Lee Buck
26-M6	PDG James Rosbrugh
26-M7	PDG Bob Van Ark
Liaison Governor (26-M5)	DG Jene Crook

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MISSOURI LIONS MULTIPLE DISTRICT NO. 26 CONSTITUTION

ARTICLE I

NAME AND STATE ORGANIZATION

Section 1. The organization shall be known as Lions Multiple District No. 26, Incorporated.

Section 2. The Organization was issued its corporate charter as a not-for-profit Corporation by the Secretary of State of Missouri on the 21st day of June, 1954.

ARTICLE II DEFINITIONS

Section 1. Throughout this Constitution and the By-Laws adopted in a manner herein authorized, the following definitions as used herein shall apply:

(a) "Multiple District No. 26", "Multiple District", or "State", shall refer to Lions International Multiple District No. 26 and the State organization referred to in Article I, Section 1 above.

(b) "Council" or "State Council", shall refer to the Council of Governors whose voting members shall be each District Governor of the Districts in Multiple District No. 26 and the Council Chairman.

(c) "Convention" or "State Convention", shall refer to the annual assembly of delegates from the Lions Clubs who are members of the Multiple District No. 26.

(d) "District", shall refer to a sub-district, as the term is defined in the Constitution of Lions International, in Multiple District No. 26.

(e) "District Cabinet", shall refer to the officers of each District, and shall usually include the District Governor, Vice District Governor, Region Chairmen, Zone Chairmen, Immediate Past District Governor and Cabinet Secretary and Cabinet Treasurer (or Cabinet Secretary-Treasurer).

(f) "District Convention", shall refer to the annual assembly of delegates of the Lions Clubs of a District.

(g) "State Corporation" or "State Organization" shall refer to the legal corporate structure of the Multiple District No. 26. Said corporate structure shall constitute the legal entity of the Multiple District No. 26.

(h) The Male Gender, whenever used, shall include the Female Gender.

Section 2. As used herein, all terms shall include both the singular and the plural unless the context shall dictate to the contrary.

ARTICLE III PURPOSE

Section 1. To provide an administrative structure with which to advance the Purposes and Objects of

the International Association of Lions Clubs in this Multiple District No. 26.

ARTICLE IV MEMBERSHIP

Section 1. The membership of the Multiple District No. 26 shall consist of all Lions Clubs within the State of Missouri which have been duly chartered by Lions International and are in good standing.

Section 2. This Multiple District No. 26 shall consist of seven (7) Districts, with the boundary lines as follows:

(a) District 26-M1 shall be comprised of the Counties of Bollinger, Butler, Cape Girardeau, Carter, Dent, Dunklin, Howell, Iron, Madison, Mississippi, New Madrid, Oregon, Pemiscot, Perry, Phelps, Pulaski, Reynolds, Ripley, St. Francois, Sainte Genevieve, Scott, Shannon, Stoddard, Texas and Wayne.

(b) District 26-M2 shall be comprised of the City and County of St. Louis and the Counties of Crawford, Franklin, Jefferson and Washington.

(c) District 26-M3 shall be comprised of the Counties of Adair, Audrain, Boone, Clark, Cooper, Howard, Knox, Lewis, Lincoln, Macon, Marion, Monroe, Montgomery, Pike, Ralls, Randolph, Schuyler, Scotland, Shelby, St. Charles and Warren.

(d) District 26-M4 shall be comprised of the Counties of Andrew, Atchison, Buchanan, Caldwell, Carroll, Chariton, Clay, Clinton, Daviess, DeKalb, Gentry, Grundy, Harrison, Holt, Linn, Livingston, Mercer, Nodaway, Platte, Putnam, Sullivan and Worth.

(e) District 26-M5 shall be comprised of the Counties of Bates, Cass, Henry, Jackson, Johnson, Lafayette, Pettis, Ray, St. Clair, Saline and Vernon.

(f) District 26-M6 shall be comprised of the Counties of Barry, Barton, Cedar, Christian, Dade, Dallas, Douglas, Greene, Hickory, Jasper, Laclede, Lawrence, McDonald, Newton, Ozark, Polk, Stone, Taney, Webster and Wright.

(g) District 26-M7 shall be comprised of the Counties of Benton, Callaway, Camden, Cole, Gasconade, Maries, Miller, Moniteau, Morgan and Osage.

Section 3. In the event any of said Districts shall become Transitional Districts as defined in the International Constitution, because their membership or number of Clubs are below minimum requirements, the requirements of the International Constitution and of the International Board shall prevail over provisions of this Constitution and By-Laws.

The title "Transitional District" shall be used solely for purposes of clarity of intent and shall not be considered as a required title for the Districts which they concern. For all purposes of the Association except those of this Constitutional provision, they shall be referred to simply as "Districts."

ARTICLE V STATE OFFICERS AND STATE COUNCIL

Section 1. The State Officers shall be as follows:

- (a)** The Officers of this State shall be the District Governors of the Multiple District No. 26 and the State Secretary-Treasurer.
- (b)** The Officers shall assume their State duties at the same time that the District Governors enter upon their duties as Governors of their respective Districts.
- (c)** The elected District Governors shall constitute the Board of Directors of the State Organization.
- (d)** The administrative officers of the State Organization shall be as follows:

- (1)** The President, who shall be the duly elected Vice Chairman of the Council.

- (2)** The Vice President, who shall be duly elected by the Council.

- (3)** The Secretary-Treasurer, who shall be the duly appointed Secretary-Treasurer of the Council. He shall be appointed by the Council to serve for such term as is the pleasure of the Council. The State Secretary-Treasurer, and all other persons with authority to collect and/or disburse funds of the Multiple District, shall be bonded in such amount and with such sureties as approved by the Council. The cost of the bond shall be an expense of the Multiple District and shall be paid out of the General Fund.

Section 2. The State Council shall operate as follows:

- (a)** There shall be a Council comprised of all of the District Governors in Multiple District No. 26 and the State Secretary-Treasurer who shall be an ex-officio member without a vote. Each Council of Governors shall elect a chairman and a vice chairman, who shall be elected at a special meeting of the incoming governors to be held prior to the International Convention. The chairman must have been a member of the outgoing council. The outgoing council shall, prior to the special meeting of the incoming council, recommend two or more of their members as candidates for chairman, but the incoming council is not limited to those recommendations in making their choice. In the event no member of the outgoing council is willing to serve as chairman, the incoming council shall elect its chairman from the next preceding council. The duties of the chairman shall be to chair all meetings of the council and convention, to set the agenda of all meetings subject to the approval of the Governors, to represent Multiple District 26 at all appropriate functions and events within the state, to further the Purpose and Objects of this Association, to provide leadership, direction, and initiative for International and Multiple District programs, goals, and long range planning, to create and foster harmony and unity among Sub-Districts, and assist District Governors to solve issues, to submit reports and perform such duties as may be required by the Multiple District Constitution and By-Laws, to perform

such other administrative duties as may be assigned by the Council, and facilitate, at the close of his term of office, the timely presentation of all Multiple District accounts, funds, and records to his successor in office. Expenses shall be governed by rules of audit for district governors. The Council Chairman shall be a voting member of the Council. He shall be an ex-officio member of all Multiple District 26 committees, but shall have no vote in any of the committees. The vice chairman shall be elected by the incoming Council from its own members. He shall perform the duties of chairman in the absence of the chairman.

- (b)** Election procedure. The election of the chairman and vice chairman shall be conducted by secret written ballot and the balloting shall continue for each office until one person shall receive the approval of the majority of votes of the District Governors present and voting.

- (c)** The term of the Council shall commence on the date when the voting members of the Council shall enter upon their duties as Governors of their respective Districts and shall terminate when the next succeeding term shall commence.

- (d)** Each member of the council of governors, including the council chairperson, shall have one (1) vote on each question requiring action of the Council of Governors. A majority of the voting members of the Council shall constitute a quorum thereof. Unless otherwise specified herein, to pass any motions brought before the Council at a duly held meeting thereof, it shall only require an affirmative vote of a majority of the Council members present and voting on the issue.

- (e)** The Council shall hold its first meeting of the new term within forty-five (45) days after the date on which the District Governors officially take office. The Council shall hold such subsequent regular meetings at such time and place as the Council shall select. Special meetings may be called by the Chairman as he deems necessary and advisable. Upon petition of any three (3) voting members of the Council, the Chairman shall call a special meeting thereof. Notice of any special meeting of the Council of Governors shall be given by ordinary mail or electronic notification, sent to each member of said Council at his or her last known address. Such notice shall be mailed to each member at least fifteen (15) days before the date of such special meeting.

- (f)** The Council, at the first meeting of each new term, shall adopt a Council Policy Manual which shall guide Council actions. Additions and deletions to the Policy Manual may be made by the Council at any time; a two-thirds majority is required. The policy adopted shall be sent to the Constitution and By-Laws Committee for screening to insure compliance with the Constitution and By-Laws and to be placed in a proper form for inclusion in the Policy Manual. The Council shall then confirm the language for

inclusion in the Manual. No policy may be adopted that is in conflict with the Lions Clubs International Constitution and By-Laws, the Missouri Lions Constitution and By-Laws or the Laws of the State of Missouri. Copies of the Policy Manual shall be made available to the District Governors, candidates for District Governor, State Committee Chairman, and any requesting Lion.

(g) This Constitution and By-Laws properly amended and adopted shall be considered the By-Laws of the State Corporation.

(h) The Vice District Governor shall represent the District Governor at the State Council Meetings in case of the absence of the District Governor.

ARTICLE VI COMMITTEES

Section 1. In addition to the various State Committees established by the subsequent provisions of this Article, there shall be such other State committees as the By-Laws shall from time to time establish and such other special committees as the Council shall, by resolution from time to time, establish.

Section 2. Except as otherwise provided in this Constitution or the By-Laws of this Multiple District No. 26, each State committee shall consist of at least one member appointed to represent each District by the District Governor representing said District at the time the appointment is made. Districts will be allowed only one vote from among it's representatives at any committee meeting.

Section 3. Notwithstanding anything to the contrary, each member of any State Committee shall serve at the pleasure of the District Governor of the District the committee member represents. Any District Governor may remove at anytime, any committee member representing his District for any just reason.

Section 4. Except as otherwise provided in this Article, the term of each committee member shall expire at the expiration of the term of the Council during which said member is appointed. The terms of office of members of the Athletic, All-State Band, Lions Opportunities for Youth and Convention Committees shall be and said Committees shall operate on a year of October 1 to September 30 of the following year, both dates inclusive.

Section 5. Notwithstanding anything to the contrary contained in the Constitution or the By-Laws of the Multiple District No. 26, no person may serve on the same State Committee for more than four years in any six consecutive years without the consent of the Council given on a year to year basis thereafter. This consent shall be given by a two-thirds affirmative vote by secret ballot of the members of the Council.

Section 6. There shall be the following State Committees (in addition to any other committees the Council or By-Laws may establish):

(a) State and International Convention Committee---
-It shall be the charge of this Committee to plan and supervise the holding of the Convention and Multiple District No. 26's participation in the International Convention. This Committee, with the approval of the Council, shall supervise the making of all arrangements regarding the convention facilities at the selected convention city, shall determine how the convention funds are to be spent, and shall, in general, make sure the Convention runs as smoothly as possible. Further provisions relating to the operation of the State Convention Committee are set forth in Article VIII hereof.

(b) Sight Conservation and Work with the Blind---
The Committee, at its first meeting shall prepare a budget for its use during the fiscal year, based on anticipated revenues from the Lions Clubs of the State on a voluntary basis. This budget, if and when approved by the State Council of Governors, may be used in disbursing funds by the committee, and a financial report detailing such expenditures shall be made to the Council of Governors shortly after January 1st and again just prior to the convening of the State Convention. This latter report shall include all accounting of the funds expended by the committee during the year and when approved by the State Council and audited, such report shall be submitted to the State Convention and a copy of the report shall be furnished to each Club Secretary not later than thirty (30) days after the close of the Convention.

The Sight Conservation Committee shall advance the interests of Sight Conservation, including assistance to the blind and associated programs to the Lions members of Multiple District 26. This shall include promoting the programs for the Missouri Lions Eye Research Foundation in the individual districts and throughout the Multiple District. These duties shall be exercised by each member participating in visits and presentations to club, zone, region, district and multiple district meetings. The members shall keep in communication with the clubs in their district throughout the year. These duties should include involvement in programs of the Missouri Lions Eye Research Foundation in their district, through participation and/or recruitment of volunteers. Each committee member shall set a goal for donations from their district to the programs of the Missouri Lions Eye Research Foundation. It shall be the duty of the committee members to procure donations for the foundation.

The individual members, one from each district, shall be appointed to this committee by the Governor of that district. The mileage of each member may be paid by the Missouri Lions Eye Research Foundation through the Lions of Missouri State Office.

The committee shall report to the Council of Governors, through the chairperson, or their designated representative at their regular meeting. The committee shall communicate ideas and suggestions to the Council of Governors as to ways

to further the interest of sight conservation and helping the blind.

(c) Lions Business Opportunities for the Missouri Blind---It shall be the charge of this Committee to supervise the operation of the not-for-profit corporation now existing, known as "Lions Business Opportunities for the Missouri Blind, Inc." (hereinafter referred to as LBOMB) whose duties are, through the corporation, to cooperate with the State Bureau for the Blind and other official agencies to promote vocational training, job placement, establishment of business opportunities and other rehabilitation for the visually handicapped. A designated representative of the Bureau for the Blind or other appropriate agency shall serve as an ex official member of the Committee. Any campaigns for funds from the Lions Clubs of Missouri to secure donations for its financial needs shall have the approval and consent of the Council. The Committee in operating LBOMB shall abide by the provisions of its corporate charter. Multiple District No. 26 reserves the right to disassociate itself from LBOMB, should any change occur in the charter of LBOMB which shall not have the approval of the Council or Convention. The term of office for members of this committee will commence on October 1st.

(d) State Public Relations Committee---It shall be the duty of this Committee to supervise all public relations for the Multiple District No. 26 and to supervise the publishing of the Multiple District No. 26 news bulletin. The Council with recommendations of the Committee shall appoint an Editor who shall administer the actual printing and distribution of the news bulletin.

(e) Missouri Lions All State Band Committee---It shall be the duty of this Committee to supervise the conduct and operation of the Missouri Lions All State Band. This Committee, with the approval of the Council, shall set policy for the Band, shall determine the functions at which the Band shall perform, shall administer the Missouri Lions All State Band Fund with the approval of the Council, and shall elect a Chief Band Director who shall administer and conduct the Band.

The Chief Band Director shall as part of his duties administer any funds allotted to him by the Council. He shall be bonded to cover the maximum cost of the funds entrusted to him. The cost of such bond shall be paid out of the Missouri Lions All State Band Fund. The Committee with the approval of the Council may appoint from time to time such Band Directors as the Committee deems appropriate to assist the Chief Director in the administration and conduction of the Band.

The funds necessary to finance the expenses of the band, such as uniforms, music, travel, board and lodging for rehearsals and engaging in approved performances, shall be obtained from the Missouri Lions All State Band Fund and through grants made by Lions Clubs and others sponsoring band

members in accordance with the procedures established by the Council. It shall be the duty of the Chief Band Director, with the approval of the Council, to store, maintain and preserve any and all equipment, including uniforms, used by the Band from time to time.

(f) State Constitution and By-Laws Committee---It shall be the duty of this Committee to screen all amendments to the Constitution and By-Laws being submitted for approval of the Convention, by resolution of the Council of Governors (as provided in Article XII, Section 1(b) of the Constitution and in Article VI, Section 1(b) of the By-Laws), or by resolution from the Lions Clubs of the Multiple District (as provided in Article XII, Section 1(c) of the Constitution and in Article VI, Section 1(c) of the By-Laws) prior to the same being submitted to the Convention for approval. The purpose of this screening is to make sure that any amendments being submitted are consistent with provisions of the Constitution and By-Laws of Lions International and the laws of the State of Missouri, and that the amendments are in proper form and in a form which can easily be understood by the Convention delegates. In the screening process, the Committee is not to change the intent without the consent of the parties submitting the same, but the Committee is merely to make sure that the intent is clearly expressed in the wording to the amendment and its presentation to the Convention.

In addition to screening any such proposed amendments, the Committee shall be free to comment upon any amendments presented to it for screening and shall be free to propose any amendments to the Constitution and By-Laws of this Multiple District which it deems to be appropriate. This Committee shall be responsible for screening Council Policy for conflicts with this Constitution and By-Laws and for placing policies adopted by the Council in proper language and form for inclusion in the Council Policy Manual.

(g) Committee On International Candidates---It shall be the duty of this Committee to screen all persons seeking endorsement by the State Convention to run for International office except that of District Governor. The Committee may not turn down any Lion meeting the requirements, other than endorsement by the State Convention, for candidacy for the International Office being sought, as set forth in the Constitution and By-Laws of Lions International. The following provisions shall govern the establishment and operation of the Committee:

(1) COMMITTEE MEMBERSHIP - The members of the committee shall consist of three (3) Lions who are sitting members of the State Council. The Committee at its first meeting shall elect the Lion who is to serve as the Chairman of the Committee. The sole function of the Committee shall be to certify that a candidate Lion has met all of the requirements for the International Office being sought, other than endorsement by the State

Convention and to select, by an equitable manner, the order in which candidates shall be placed upon the ballot should there be more than one candidate seeking endorsement at the same State Convention.

(2) SUBMISSION OF CANDIDACY NOTICE - Any Missouri Lion wishing to become a candidate for an International Office shall declare his intentions, in writing, to the Chairman of the Council of Governors. This communication shall be made on or before October 1 preceding the particular State Convention at which said Missouri Lion wishes to have his name submitted for endorsement. The written notice shall describe the International Office being sought and the manner in which the candidate has met each of the requirements for said office, other than endorsement by his Sub-district and the State Convention.

(3) READING OF NOTICES - At the first meeting of the Council of Governors held on or after October 1, the Chairman shall read before the Council the name of each Missouri Lion who is seeking endorsement at the next State Convention and who has timely submitted the required written notice specified in sub-section (g) (2) above. At that time, the time and place of the first meeting the Committee on International Candidates shall be set.

(4) SUB-DISTRICT ENDORSEMENT - The endorsement of a candidate for an International Office by a Sub-District must be made by a majority vote of those delegates in attendance at a Sub-District Convention or any other Meeting of Delegates of the Sub-district with appropriate prior notice of the time, place and purpose of said meeting to all Clubs within the Sub-District. Provided, however, that no Sub-District Convention shall be eligible to endorse a candidate for International Second Vice-President or for International Director unless the Sub-District meets the minimum district requirements as provided by Article II, Section 2 of the International By-Laws.

(5) SCREENING BY COMMITTEE - Within a sufficient number of days, preceding the annual State Convention at which one or more candidates for International Office is seeking endorsement, to allow the names of such Lions to be placed upon an appropriate written ballot and to allow the names and summarized resumes thereof to be submitted to every Lion of the State. The Committee shall have met to review the qualifications of those seeking endorsement for International Office at the Annual State Convention. All Lion candidates who have submitted reasonable proof of compliance with the requirements for the International Office being sought as set forth in the Constitution and By-Laws of Lions International shall be certified by the Committee for inclusion upon the ballot. At least 10 days prior to the holding of the meeting at which the qualifications of each candidate are to be reviewed by the Committee, written notice regarding the time and place thereof shall be sent to each member of

the Committee, and each Lion candidate. At each meeting, at the discretion of the Committee, each Lion candidate may be granted permission to submit additional information.

(6) REQUIRED COMMITTEE MEETINGS - There shall be such number of meetings as the Committee deems appropriate, except that in years during which there is one or more Lions who have submitted notice of candidacy for International Office, there shall be at least one meeting. The Committee need not meet during years when no Lion is seeking to obtain endorsement from the State Convention. A written record of all action taken by the Committee shall be kept and made a part of the permanent records of the Multiple District.

(h) Hearing Conservation and Work with the Deaf Committee----It shall be the duty of this Committee to promote interest of the Lions Clubs of the Multiple District No. 26 in activities in relation to hearing conservation and assistance to deaf people; to determine and recommend to the Council ways and means of raising funds to be expended on behalf of the deaf, for hearing research, for charitable hearing centers, and for work to promote hearing, and to cooperate with government agencies when advisable to promote vocational training, job placement, establishment of business opportunities for the deaf and hearing handicapped.

(i) Host Club Committee----It shall be the duty of this committee with the consent of the Convention Committee and Council to plan and arrange for the headquarters hotel in the convention city and to plan and arrange the key breakfast and program for the same, model luncheon and program, church services for Sunday morning, necrology service, dance and bands, collection of tickets, registration of delegates and guests, printed welcome for the official program cover, welcome address by Mayor of the Host City, room accommodations for guest speakers including payment of the bill, meeting the guest speaker upon his arrival and seeing that his or her room is appropriate, adequate liability insurance, decorations, and miscellaneous expenses incident to the running of the Convention as approved by the Convention Committee and the Council, and to perform such other duties as the Convention Committee and/or Council may from time to time, delegate. They shall also furnish the State Council, prior to the Convention, the names and clubs of the toastmasters, ministers and any and all other persons appearing before the Convention. The Chairman of the Host Club Committee shall be appointed by the Convention Committee and said Chairman shall be a member in good standing of a Lions Club in the District in which the Convention City is located. The members of the Host Club Committee shall be appointed by the duly appointed Chairman of the Host Club Committee, and shall be members in good standing of a Lions Club in the District in which the Convention City is located. The members of the Host Club Committee shall be such

number as the Chairman shall deem necessary to perform the duties, but no fewer than five.

(j) Liaison Committee----This Committee shall be composed of all present and past International Officers or Directors with membership in Lions Clubs in Multiple District No. 26. The Committee shall elect their own Chairman. The Committee shall hold meetings as requested by the Chairman, or by the Council, or a majority of the Committee. It shall seek out and report regularly to the Council and/or Lions of Missouri any pertinent information having to do with the relationship of Lions International to Multiple District No. 26, the International Constitution and By-Laws, Board policy, and Candidates for International Office. The Chairman of this committee shall be the Chairman of the caucus of delegates from Multiple District No. 26 at the International Convention. In his absence at the International Convention the Committee shall choose his replacement. This Committee may, at the discretion of the Council of Governors, report to the State Convention any pertinent matters considered by it.

(k) State Membership Committee----This Committee shall be composed of the District Membership Chairman from each of the Districts. A State Chairman shall be appointed for a three year term by the Council of Governors. At the first meeting of each council year, a vice chairman shall be elected from its members. This committee shall, with the approval of the Council of Governors, develop, implement and administer continuing programs to promote the growth and development of membership throughout the State.

(l) State Leadership Development Committee---- This Committee shall be composed of the District Leadership Chairman from each of the Districts. A State Chairman shall be appointed for a three year term by the Council of Governors. At the first meeting of each council year, a vice chairman shall be elected from its members. It shall be the duty of this committee to develop, implement, and conduct, with the consent of the Council, seminars, and training forums for club and district officers at the Multiple District level and develop standard formats for seminars and training forums to be implemented by the Districts, at their option, on the district level.

(m) State Athletic Committee----In addition to the members appointed by the District Governors the committee may itself appoint advisors to help carry out its charge. Advisors are not entitled to vote or reimbursements for mileage expenses without prior approval by the Council. The State Athletic Committee shall be responsible for the annual All-State All-Star Football Game. The committee shall prepare a budget for the game for council approval. The committee shall make regular reports, including financial reports, to the Council. A detailed financial report shall be given to the Council at its fall meeting. Net funds generated by this committee shall be

donated to The Missouri Lions Eye Research Foundation.

(n) Lions Opportunities for Youth Committee----It shall be the duty of the Committee, both in cooperation with and outside the scope of the Athletic and All-State Band Committees, to promote youth programs in the Multiple District and to promote interest in Lionism among the youth of Missouri.

(o) State Retention Committee----This Committee shall be composed of the District Retention Chairman from each of the Districts. A State Chairman shall be appointed for a three year term by the Council of Governors. At the first meeting of each council year, a vice chairman shall be elected from its members. It shall be the duty of the Committee, working with the Council of Governors and the Membership, Extension and Leadership Committees, to develop and implement strategies to increase membership and enhance retention in clubs. It shall establish plans for training/educating or promoting, and implementing retention programs within the Multiple District.

(p) State Extension Committee----This Committee shall be composed of the District Extension Chairman from each of the Districts. A State Chairman shall be appointed for a three year term by the Council of Governors. At the first meeting of each council year, a vice chairman shall be elected from its members. This committee shall, with the approval of the Council of Governors, develop, implement and administer continuing programs to develop and promote new Lions Clubs throughout the State.

(q) The State Chairman of the Membership, Leadership, Retention, and Extension Committees, appointed to three year terms by the Council of Governors, may be or may not be a District Chairman.

(r) Long Range Planning Committee ---- At the direction of the Council, it shall be the duty of this Committee to carefully examine any and all aspects of Lionism in the State and make recommendations to the Council to improve the operations, policy and impact of Lionism in the Multiple District. Past International Directors, if not District representatives, shall be ex-officio non-voting members of the committee. State and International Lions' employees can and should be consulted. The committee may, at its discretion, consult with as many additional Lions as it deems necessary.

Section 7. All Committees, after appointment shall meet at least once during each Council term unless otherwise provided herein. Said meeting shall be held at such time as the Council of Governors shall designate, but no later than December 1. At the first meeting of the Committee, the Committee shall elect a chairman, vice chairman and such other officers as the committee deems necessary, from among its members as appointed by the District Governors, to

serve for the current Council term, except the Membership, Leadership, Extension, and Retention Committees, which will have a chairman appointed by the Council of Governors to serve for a three (3) year term. Also, at said meeting the Committee shall determine its budget for the ensuing Council term, and said budget shall include expected revenues and expenditures for the upcoming Council term. Said budget once approved shall be submitted to the Council for acceptance. Each committee may meet at such other times during the Council term as it selects, however no state committee may meet during the time the Council is in work session or in regular session, or during the weekends set aside for the Council to make its annual visit to Lions World Services for the Blind or the Leader Dog School. A special meeting of any committee may be called at the request of the Committee Chairman, the Council or any three members of the Committee. Reasonable notice as set forth in the By-Laws shall be sent to each committee member prior to the holding of the meeting of the committee. Annually, within sixty (60) days after the close of each term, each committee shall submit to the Council at its first regular meeting a report of their activities of the previous year, including financial reports regarding receipts, disbursements, assets, and liabilities during the current term.

Section 8. Terms and Appointments

(a) The following State Committees shall have a two year term:

- (1) State Convention
- (2) Sight Conservation and Work with the Blind
- (3) Lions Business Opportunities for the Missouri Blind
- (4) Public Relations
- (5) Hearing Conservation and Work with the Deaf
- (6) Constitution and By-Laws
- (7) Long Range Planning

(b) For Council terms commencing in even years, appointments to the above mentioned committees shall be as follows:

- State Convention--- M2, M4 and M6.
- Sight Conservation and Work with the Blind--- M2, M4 and M6.
- Lions Business Opportunities for the Missouri Blind---M2, M4 and M6.
- Public Relations--- M2, M4 and M6.
- Hearing Conservation and Work with the Deaf-- -M2, M4 and M6.
- Constitution and By-Laws--- M2, M4 and M6
- Long Range Planning--- M2, M4 and M6.

(c) For Council terms commencing in odd years, appointments to the above mentioned committees shall be as follows:

- State Convention--- M1, M3, M5 and M7.
- Sight Conservation and Work with the Blind--- M1, M3, M5 and M7.

- Lions Business Opportunities for the Missouri Blind---M1, M3, M5 and M7.
- Public Relations---M1, M3, M5 and M7.
- Hearing Conservation and Work with the Deaf-- -M1, M3, M5 and M7.
- Constitution and By-Laws--- M1, M3, M5 and M7.
- Long Range Planning--- M1, M3 M5 and M7.

(d) The following State Committees shall have a three year term:

- (1) State Membership Committee
- (2) State Leadership Development Committee
- (3) State Retention Committee
- (4) State Extension Committee

Section 9. No committee may spend funds in its charge for other than in the furtherance of the purpose for which the Committee was established.

Section 10. A majority of the Districts present at a committee meeting shall constitute a quorum. Except as otherwise specifically required, it shall only take a vote of a majority of the Districts present and voting to pass any matter brought before the committee at a duly held meeting thereof.

Section 11. In addition to the basic membership of the Committee, the Council of Governors may appoint additional persons to serve as ex-officio non-voting members. In addition to the members appointed by the District Governors, a committee may itself appoint advisors to help carry out its charge. Advisors are not entitled to vote. Advisors are not entitled to reimbursements for mileage expenses without prior approval by the Council.

Section 12. There shall be no prohibition against any person serving on more than one committee simultaneously.

Section 13. All committee members who are serving on the effective date of this Constitution, whose terms have not expired, shall continue to serve until the expiration of their terms. In the event that the number of Lions Districts in Multiple District 26 changes, each committee member that is seated at the time that the change becomes effective may complete his/her term on the committee. In the event that this results in two or more members serving as representatives of any one district on any committee and one resigns for any reason, there shall not be a replacement named for that member who resigns.

**ARTICLE VII
MISSOURI LIONS EYE RESEARCH FOUNDATION**

Section 1. The Missouri Lions Eye Research Foundation, (hereinafter referred to as MLERF), is an activity of the Multiple District 26 Lions. It is a non-profit Missouri corporation governed by its own By-Laws, which are subject to the approval of the Multiple District 26 Lions.

Section 2. The Board of Directors of MLERF shall number thirteen. Seven of the thirteen Directors shall be Lions, elected, one from each of the Districts that make up Multiple District 26. Two of the thirteen Directors shall be the current Chairperson and Vice Chairperson of the Council of Governors of Missouri Lions Multiple District 26. Four of the thirteen Directors shall be elected by the Board of Governors of The Missouri Lions Eye Research Foundation. These four Directors shall not be members of Lions Clubs International. Each Director shall have one vote on any matter being considered by the Board of Directors.

Section 3. All Directors, except the current Chairperson and Vice Chairperson of the Council of Governors, shall be elected to three year terms, except that the Directors from District M1 and District M3 if elected in 2008 will serve for a term of one year and in 2009 will be elected for a full term, and those Directors from District M2, District M4 and District M6 if elected in 2008 shall serve a term of two years and in 2010 will be elected for a full three year term, and those Directors from District M5 and District M7 if elected in 2008 shall be elected for a three term. This rotation shall be followed and will serve to keep the Directors terms staggered. No Director shall serve more than two consecutive three terms. Those Directors elected to serve less than three years may still serve two full three year terms.

Section 4. Any active member in good standing of a Lions Club in good standing within the District may seek the office of MLERF Director from such District by making his/her intention known in writing to the District Governor in the same manner and within the same time limitations as a candidate for Vice District Governor.

Section 5. In the event a vacancy occurs in any of the seven Director positions elected from the Districts comprising Missouri Lions Multiple District 26, the District Governor from the respective District where the vacancy occurs shall appoint an other Lion Club member from the District to fill the vacancy until the next District Convention, at which convention a Director shall be elected to fill the unexpired term.

Section 6. The Director from each District shall be elected at the annual Multiple District Convention, unless previously elected at a District Convention. The election shall be by secret written ballot, unless there is only one candidate, in which event a voice vote may be taken. The candidate receiving the largest number of votes shall be declared elected. In the event of a tie vote, balloting shall continue until one candidate is elected.

Section 7. In the event that the number of Lions Districts in Multiple District 26 shall change, each District elected Director that is seated at the time the change becomes effective may complete his/her term on the Board. In the event that this results in two Board members serving as representatives of any one District and one resigns for any reason,

there shall not be a replacement named for that member who resigns.

ARTICLE VIII MULTIPLE DISTRICT CONVENTION

Section 1. A convention of the Multiple District shall be held each year prior to the date set for the International Convention, preferably at least thirty (30) days in advance thereof, the exact time to be fixed by the Council and the Host Committee, but such time selected shall not fall on Mother's Day. The place for succeeding conventions shall be determined by a vote of the delegates, either on the Convention floor or by written ballot, at the annual Convention of the Multiple District, and said place shall be selected by said convention at least two years in advance.

Section 2. Any proposed amendment which would change or redistrict the Multiple District in any way shall be approved as provided in Section 1 of Article XII by the duly qualified delegates present and voting at a State Convention, and approved by the Sub-District Convention(s), provided, however, approval by the Convention of the re-districting Sub-District(s) is not required if the respective re-districting Sub-District does not meet the minimum district requirements as provided by Article II, Section 2 of the International By-Laws at the time of voting on such proposal. Approval of a Sub-District Convention shall require only the affirmative vote of a majority of the duly qualified delegates present and voting at such Convention.

Section 3. The Chairman of the Council and the State Convention Committee shall receive all invitations in writing from Districts desiring to entertain the convention in the next year not already assigned at least thirty (30) days before the date set for the Multiple District Convention, and said invitations shall state how many hotels and private rooms are available and the prices of same. The State Convention Committee shall hear presentations from those desiring to host the convention, and shall recommend a location to the Convention. In the event no invitations from places desiring to entertain the convention have been received at the time the convention convenes, the name of cities able, ready, and willing may be presented to the State Convention Committee or may be presented on the floor of the convention.

Section 4. The Convention Committee shall have supervision over all phases of the Convention; shall have complete charge of the Convention fund and shall disburse same in payment of all Convention expenses as approved by the Council (see Article IX, Section 2). The members of the Council shall be the officers of the annual Convention.

Section 5. A meeting of each District in the Multiple District shall be held at the Multiple District Convention, at which time those districts who have

not previously elected a District Governor will hold election for same. Financial and other reports by the Cabinet Secretary-Treasurer and the District Governor may be presented.

Section 6. A Sergeant-at-Arms and such assistant Sergeant-at-Arms as are deemed necessary for the Convention shall be appointed by the Council.

Section 7. Delegates.

(a) Each Chartered club in the Multiple District in good standing shall be entitled to one voting delegate and one alternate for each ten (10) members of said club, or major fraction thereof, who have been enrolled for at least one year and a day in the club, as shown by the records of Lions International on the first day of the month last preceding that month during which the Convention is held. A major fraction referred to in this section shall be five or more members. A named delegate need not have been a Lion member for one year and one day.

(b) Each Past District Governor and current District Governor shall be entitled to be a delegate to and vote at the State Convention, in addition to those delegates to which a club may be entitled under the preceding paragraph.

(c) Each such vote on any question can be cast only by a delegate present in person at the Convention, and no delegate shall cast more than one vote on each question. Unless otherwise specified in this Constitution or By-Laws, the vote of a majority of the delegates voting on any question shall be the act of the Convention.

Section 8. Delegates must register at the Multiple District Convention, and pay a registration fee.

Section 9. A majority of the delegates in attendance at the Convention shall constitute a quorum of any session at the Convention.

Section 10. The Council shall have absolute power to change at any time, for good and sufficient reason, without the Multiple District or individual District or Districts incurring any liability the city or place in which the Convention is held.

Section 11. The Convention may rotate sequentially from year to year from one District in the State to another.

ARTICLE IX MULTIPLE DISTRICT CONVENTION FUND

Section 1. Multiple District Convention Fund revenues received by the Host Committee from the transfers from the Convention fund and sales of hospitality books shall be used exclusively for defraying the Multiple District Convention expenses.

Section 2. The Council, in its discretion, shall determine proper Convention expenses, which shall be paid from the Convention Fund or by checks drawn on the Host Committee Account. Host Committee checks shall be signed by the Treasurer of the Host Committee and countersigned by one

other member of the Host Committee, preferably its chairman. Proper Convention expenses may include the expenses of convention attendance prizes, the reports of official convention programs, ballots, registration cards and badges, and the printing and mailing of Convention proceedings to all clubs in the Multiple District. The enumeration of proper Convention expenses found in this section shall not be deemed exclusive.

Section 3. The Host Committee expenses shall include such expenses as arranged for by the Committee for functions and activities as approved by the Council. The Council or its designate shall arrange for and receive applications for housing of delegates and others in attendance at the Convention. The Host Committee in cooperation with the Council or its designate shall plan and arrange for the headquarters hotel.

Section 4. A Hospitality Fee, the amount of which shall be set by the Council, shall be collected from each person attending the Convention who participates in the official Convention entertainment. Such fee shall be collected under the supervision of and for the Council, and shall be used to defray the actual cost of the convention approved by the Council and provided at the Convention.

Section 5. The Council shall not incur expenses in excess of funds on hand plus anticipated income from the Convention Fund (Hospitality Books).

Section 6. In the event there is a balance left in the Host Committee Convention Fund after payment of all Convention expenses, the balance shall be transmitted to the Multiple District 26 State Convention Fund and shall be used for future conventions.

Section 7. An official report of the Convention shall be kept by the Council Secretary and a copy of said report shall be mailed to the Cabinet Secretary of each District within sixty (60) days after the close of the Convention.

ARTICLE X ELECTION PROCEDURE

Section 1. Any qualified candidate, who is the only candidate and who has been certified by the Committee on International Candidates, in order to be endorsed for International Director or Second Vice President by the Missouri Lions who is seeking such office unopposed must receive an affirmative vote by two-thirds (2/3) of the votes cast by the voting delegates present at the meeting when the vote is taken at the annual Missouri Lions State Convention during the year in which such candidate is proposed to be endorsed; such endorsement shall be for a maximum of two (2) years or two (2) successive International Conventions following the endorsement. If such candidate does not receive at least two-thirds (2/3) of the votes by the voting delegates present at the meeting when the vote is

taken, then it shall be considered that he is not endorsed by the Missouri Lions at the annual Convention.

Section 2. In the event more than one candidate is seeking to be endorsed for the office of International Director or for the office of Second Vice President by the Missouri Lions and each has been certified by the Committee on International Candidates, then the candidate receiving the largest number of votes in favor of his candidacy by the voting delegates shall be deemed duly endorse, provided at least one candidate shall receive a majority of the votes cast by the voting delegates present at the meeting when the vote is taken. If no candidate shall receive a majority of the votes cast by the voting delegates, then no candidate shall be deemed endorsed by the Missouri Lions for the office in question. Such endorsement shall be for a maximum of two (2) years or two (2) successive International Conventions following the endorsement.

Section 3. Before the election there shall be a ballot prepared for the Election Committee that will have the names of the candidates thereon and one line to designate a negative vote for all such candidates. The form of ballot and voting instructions thereon shall be contained in the By-Laws. The ballots shall be printed and ready to deliver to the official delegates of the Convention representing the clubs of Missouri upon the delegates presenting their credentials to the Election Committee immediately preceding the holding of the election.

ARTICLE XI MISCELLANEOUS PROVISIONS

Section 1. In the event any provision contained in this Constitution and By-Laws of Multiple District No. 26 is in conflict with any provision of the Constitution and By-Laws of Lions International the Constitution and By-Laws of Lions International shall prevail.

Section 2. Controlling Law--- The provisions of this Constitution and the By-Laws of Multiple District No. 26 of Lions International shall be governed and construed in accordance with the Laws of the State of Missouri and nothing herein shall violate the Laws of the State of Missouri, or the United States of America.

Section 3. Proxy voting is strictly prohibited in all multiple district affairs, including Council and committee meetings.

ARTICLE XII AMENDMENTS

Section 1. This Constitution can be amended only at the State Convention by a two-thirds (2/3) affirmative vote by secret ballot of those qualified delegates voting on the proposition. Any amendment to be submitted must be proposed in one of the following methods:

(a) By resolution approved and submitted by the Constitution and By-Laws Committee;

(b) By resolution submitted and approved by the Council of Governors. Such resolution shall be submitted to the Constitution and By-Laws Committee at least ninety (90) days before the State Convention at which it is to be presented for approval; or

(c) By resolution submitted and approved by no less than fifty (50) Lions Clubs of the Multiple District No. 26, approving the same in the same fiscal year of the Multiple District. No more than twenty (20) of such Lions Clubs shall be from the same District. Such resolution shall be submitted to the Constitution and By-Laws Committee at least one hundred and twenty (120) days before the State Convention at which it is to be presented for approval.

The originator of any proposed amendment to be submitted by the Lions Clubs shall be responsible for drawing up the amendment. Copy of proposed amendment may be sent to any or all Clubs in the Multiple District. At a duly called meeting, any Club may endorse submission of the proposed amendment to a vote of the delegates at the State Convention. If membership of a Club votes to endorse the amendment, it shall be in the form of a resolution, the approval of which shall be attested and dated by the Club Secretary. The resolution must be received by the State Office at least 120 days before the convening of the State Convention at which it is to be presented for approval. The State Constitution & By-Laws Committee shall examine said resolutions and report its findings to the next meeting of the Council of Governors. If the number of resolutions is sufficient to meet constitutional requirements for an initiative, the Committee shall proceed to perfect wording for the ballot, and to give notice to all Clubs in the Multiple District.

Any proposed amendments submitted by the Lions Clubs of the Multiple District or by the Council of Governors to the Constitution and By-Laws Committee shall be reported to the Council of Governors for their information only by the Committee as soon as possible after being submitted to the Committee, but no later than fifty-five (55) days following submission of any such proposed amendment to the Committee. Any amendment submitted by the Committee itself shall be reported to the Council of Governors for their information only by the Committee as soon after being approved by the Committee as possible but no later than sixty-five (65) days prior to the State Convention at which the same is to be presented for approval.

Section 2. Notice of the proposed amendment or amendments shall be given to the individual Lions Clubs by mailing a copy or electronic notification thereof to each President and Secretary of each club or by inclusion of a copy thereof in the State newsletter no less than sixty (60) days prior to the State Convention.

**MISSOURI LIONS MULTIPLE DISTRICT
NO. 26 BY-LAWS**

**ARTICLE I
DUTIES**

Section 1. State Council Secretary-Treasurer. The Council Secretary-Treasurer shall attend all the meetings of the State Council. Under the supervision and direction of the State Council, the Council Secretary-Treasurer shall keep an accurate record of the proceedings of all meetings of the Council, and shall 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. He shall assist the State Council in conducting the business of the Multiple District, and shall perform such duties as are specified or implied in this Constitution and By-Laws, or as may be assigned to him by the Council. He shall have control of disbursements and receipts, subject to the supervision of the State Council as regards to the State Funds. He shall deposit all monies received by him in such bank or banks, as may be designated by the Council and shall disburse the same by order of said Council. He shall make an annual financial report to the State Council at the meeting of the Council immediately preceding the State Convention, and at other such times as the Council may require. His accounts, books and records shall at all times be open to the inspection of the Council and any auditors named by the Council. He shall give bond for the faithful performance of his duties in such sum and with such sureties as may be required by the State Council.

Section 2. State Council. The State Council is the deliberative and assisting body in the formulation of administrative plans and policies affecting the State, including the annual State Convention. It shall make all contracts and approve all bills relating to the State Funds. Checks drawn against the State Funds shall be signed by two of the following three Council Officers: Council Chairman, Council Vice Chairman, and Council Secretary-Treasurer. The Council shall designate a depository for said funds and set the amount of corporate surety bond for the Council Secretary-Treasurer, and approve the surety company of which he shall be bonded. It shall demand and receive from the Council Secretary-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 Secretary-Treasurer. As soon after the close of the fiscal year as reasonably possible an audit shall be conducted, and the audit report shall be submitted to the Council at its second regular meeting. All unexpended funds shall be turned over to the succeeding Council. When deemed or found necessary it shall recommend to

the State Convention changes pertaining to the amount of State per capita tax collected for administrative expenses of the District and State. It shall appoint a Sergeant-at-Arms and such assistant Sergeant-at-Arms for the State Convention as are deemed necessary.

Section 3. Sergeant-at-Arms. The Sergeant-at-Arms shall be responsible for the maintenance of proper order and decorum at the annual State Convention and shall perform such other duties as are incident to that office.

**ARTICLE II
COMMITTEES**

Section 1. The Credentials Committee of the State Convention shall be composed of the Cabinet Secretary or Cabinet Secretary-Treasurer of each District and one Past District Governor from each district, appointed by the District Governor.

Section 2. The State Council shall appoint prior to the annual State Convention, a Resolutions Committee and a Rules Committee, and such other committees as the State Council shall decide upon. Each District Governor of the State shall appoint at least one representative from his or her district to each such committee.

Section 3. The State Council shall designate the Chairman of each convention committee appointed by it, and have power to fill all vacancies in any committee so appointed.

Section 4. All state-wide committees whose function involve the collection and disbursement of funds for any project approved by the State Council shall prepare and file with the State Council a complete financial report of their operations within thirty (30) days of the annual State Convention.

Section 5. Each State Committee, including special and standing committees, shall be convened for regular or special meetings only upon notice to the members at least fifteen (15) days prior to the meeting.

Section 6. All state-wide committees shall prepare and file with the State Council a preliminary administrative budget, including expected revenues and expenditures of their operations for the upcoming Council term, within thirty (30) days after the annual State Convention.

**ARTICLE III
REVENUE**

Section 1. Total Per Capita Tax.

(a) To provide necessary revenues for the State Lions activities, there shall be levied upon each Lion in each District an annual per capita tax of \$9.00; except in years during which Multiple District 26 has an endorsed candidate for International Vice President or has a sitting International Vice President, President, or Immediate Past President

the annual per capita tax shall be \$10.50 commencing with the first billing following said endorsement and continuing until said condition no longer exists. In the event the candidate has withdrawn candidacy, either temporarily or permanently, the Council of Governors shall have authority to eliminate the added per capita tax, and may again subsequently impose said added tax, provided the candidate is still or is again endorsed. Upon re-endorsement the added per capita tax would again be imposed. Said per capita tax shall be payable in equal semi-annual installments. Billings for the per capita tax shall be mailed to each individual club by each District Cabinet Secretary-Treasurer during the months of August and February, based upon the number of members of each club on the last day of June and December of each year. Dues billed to each club shall be based on the membership of said club as shown on the Recap of Accounts for the last day of June and December, transmitted by Lions International to the District Governor. Each District Governor upon receipt of the Recap of Accounts shall report said membership totals to his/her Cabinet Secretary and to the state office. Any club disagreeing with its membership totals on International records must reconcile its roster with that on International records before its dues billing can be adjusted. Said billings shall be declared delinquent if unpaid by the dates of October 1st and April 1st of each year, unless an earlier date is set in the District Constitution & By-Laws. When a portion of the dues of a District remain unpaid by the time of the annual State Convention, only those clubs in arrears shall forfeit their delegate privileges at the convention. Other clubs in the District are not affected.

(b) Revenues collected by virtue of this section by District Cabinet Secretary-Treasurers shall be placed by them in a special account to be turned over to the State Council Secretary-Treasurer and the District Administrative Fund in the proportions hereinafter set out upon order of the District Cabinet. The state Secretary-Treasurer shall bill Districts for the state Council's portion of the dues, and remittances to the State Council Secretary-Treasurer shall be made no later than November 1 and May 1 of each year.

(c) New and reorganized clubs which have been organized or reorganized by January 1st of any fiscal year shall be required to pay only the March semi-annual billings. Clubs organized or reorganized after April 30 of any fiscal year shall not be taxed for the fiscal year of their organization or reorganization, but such club shall not thereby forfeit its delegate privileges at the annual State Convention.

Section 2. State Council Funds.

(a) \$9.00 (\$10.50 if the exception in Section 1(a) has been invoked) per member of the annual per capita tax shall be forwarded by the District Cabinet Secretary-Treasurer in semi-annual installments to the State Council Secretary-Treasurer and shall be

divided in the following proportions and placed in the following funds by the State Council Secretary-Treasurer: \$0.70 per year in the International Convention Fund; \$7.40 per year in the State Administrative Fund; \$0.70 per year in the Missouri Lions All-State Band Fund; and \$0.20 per year in the International Candidates' Election Fund except when the condition in Section 1(a) is invoked the International Candidates' Election Fund will receive \$1.70 per year.

Section 3. International Convention Fund.

(a) This fund is for the purpose of promoting the interest of the State of Missouri and Missouri Lionism at the Lions International Convention.

(b) Disbursements from this fund shall be for any expenses reasonably incurred for the International Convention as determined by the Convention Committee, including travel expenses as set forth herein, and approved by the State Council.

(c) The bond provided by the State Council Secretary-Treasurer as provided in Article V, Section 1(d)(3), and the audit called for therein shall extend to the International Convention Fund

(d) The expenses of the State Secretary, in connection with his attending the International Convention, whenever said Convention is held in any country outside the North American Countries, shall be paid out of the International Convention Fund using the same Rules of Audit as outlined by Lions International, providing that Lions International does not pay his way.

(e) The expenses of the District Governor (outgoing) in connection with their attending the International Convention shall be considered a District administrative expense. Reimbursement for such expenses shall be made on the same basis as outlined in the Rules of Audit of Lions Club International.

Section 4. State Administrative Fund.

(a) This fund shall be used by the State Council to fund all administrative expenses authorized and necessary to permit the State Council to perform its obligations and responsibilities as set out herein and in the By-Laws, for which no special funds have been designated.

Section 5. Missouri Lions All State Band Fund.

(a) This fund shall be used to pay the authorized and necessary expenses of the Missouri Lions All State Band as defined in Article VI hereof.

Section 6. International Candidates Election Fund

(a) This fund shall be used to defray the expenses of any candidate for Lions International office who has received the endorsement of the State Convention as provided in Article VI, Section 6(g) of this Constitution, and whose endorsement is still current. Such expenditures must be approved by the State Council and shall not include any expenditures whatsoever incurred prior to State endorsement. In years when Multiple District 26 has no candidate for International office and no sitting International Vice

President, President, or Immediate Past President, the income per member received by the State Council Secretary-Treasurer for this fund shall be set aside by the State Council in a separate fund for use in years when Multiple District 26 does have such a candidate or sitting International Vice President, President, or Immediate Past President.

(b) This fund may also be used to defray expenses, not covered by Lions Clubs International, of a successful candidate for International Second Vice President from Multiple District 26 incurred while serving in the offices of Vice President, President, and Immediate Past President of Lions Clubs International.

(c) It is recognized that in any year when Multiple District 26 has a candidate for International Office, other than that of District Governor, or a sitting International Vice President, President, or Immediate Past President, expenditures from the International Candidate Election Fund might necessarily be required in such circumstances that prior approval of the State Council cannot be obtained. Therefore, whenever there is a candidate from Multiple District 26 for International Office, other than that of District Governor, or a sitting International Vice President, President, or Immediate Past President, a special Campaign and International Officers Finance Committee shall be appointed, consisting of three (3) members, one appointed by the State Council, one appointed by the candidate or International Vice President, President, or Immediate Past President, and the third shall be the Vice Chairman of the Council of Governors from the year previous to the year in which the candidate is endorsed by the State Convention, and all of whom shall be Past or current District Governors, and no two of whom shall be from the same sub-district. The Committee shall have the responsibility of approving all expenditures in behalf of the candidate or sitting International Vice President, President, or Immediate Past President and no such expenditures shall be made without the approval of the Committee. The decision of a majority of the three (3) members shall govern. The Committee shall report to the State Council with a written financial statement at each regular Council meeting.

In the event the Vice Chairman of the Council from the year previous to the officer's endorsement is unavailable or refuses to serve, he shall be replaced by a Past District Governor agreeable to and chosen by the other two (2) members of the Committee.

Section 7. Contracts and Obligations.

(a) The State Council has the inherent authority and responsibility to enter into agreements and contracts and to incur obligations in the best interests of Multiple District No. 26 so long as the contract or obligation does not obligate Multiple District No. 26 to expend any funds in excess of the funds on hand plus anticipated income from the annual per capita tax based upon semi-annual billings. "Funds on

hand" as used herein shall not be interpreted to mean any accumulated funds already allocated and designated for other purposes.

(b) The State Council may enter into contracts or obligations whose terms extend beyond the end of the fiscal year during which the contract is executed or the obligation incurred only if: 1) The execution of the contract or the incurrence of the obligation has been approved by at least a two-thirds (2/3) vote of the Council at a duly held meeting, and has been approved at a State Convention by a two-thirds (2/3) affirmative vote by secret ballot of those qualified delegates voting on the proposition after notice of the proposition which contains a summary of the basic terms of the contract or obligation to be incurred has been given by mailing a copy or electronic notification of the notice to each President of each Club or by inclusion of a copy thereof in the State newsletter, no less than forty-five (45) days prior to the State Convention; or 2) The contract and/or obligation involves a project previously approved by a two-thirds (2/3) majority vote of the qualified delegates voting at a State Convention, and the State Council has received assurances acceptable to it that sufficient funds are or will be available to cover the costs of the project's expenses before expenses are irrevocably contracted for, and that project receives a favorable vote of two-thirds (2/3) of the Council at a regular meeting. Once a state-wide project has been approved as provided for herein, it shall not be necessary to have it approved each year at the State Convention so long as the provisions herein are complied with.

(c) Any modification, cancellation, amendment, alteration or change of any existing obligation must be accomplished in the same manner as prescribed herein for the approval of the original contract or obligation.

(d) Nothing contained in this Section 8 shall prevent the State Council from approving the execution of any contract or from imposing any obligation which extends beyond the fiscal year in which it is to be signed if under the terms of said contract or obligation, each succeeding State Council shall have the legal right to cancel or terminate it at any time without penalty.

ARTICLE IV RULES OF CONVENTION PROCEDURE

Section 1. The State Council shall arrange a program for the State Convention, and the same shall be the order of the day for all sessions.

Section 2. For the purpose of casting and counting a vote for the candidate for the office of International Director or for the office of Second Vice President, pursuant to Article X of the Constitution, the following shall apply:

(a) Form of ballot. The ballots shall be in substantially the following form:

OFFICIAL BALLOT

MISSOURI LIONS

MULTIPLE DISTRICT NO. 26

FOR THE OFFICE OF
(International Director or 2nd Vice)

(Date)

- 1. (name of first candidate)
- 2. (name of second candidate)
- 3. None of the above

INSTRUCTIONS TO VOTE:

Place an "x" in the box opposite your choice. Only one box may be marked.

(b) Method of counting. In counting the ballots, the Election Committee shall only count as valid ballots cast those ballots in which only one box is clearly marked. All other ballots shall be deemed as having not been cast.

Section 3. Robert's Rules of Order shall govern all parliamentary procedure except as otherwise provided in the Rules of Procedure adopted by the Convention.

**ARTICLE V
FISCAL YEAR**

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

**ARTICLE VI
AMENDMENTS**

Section 1. These By-Laws can be amended only at the State Convention by a majority affirmative vote by secret ballot of those qualified delegates voting on

the proposition. Any amendment to be submitted must be proposed in one of the following methods:

- (a) By resolution approved and submitted by the Constitution and By-Laws Committee;
- (b) By resolution submitted and approved by the Council of Governors. Such resolution shall be submitted to the Constitution and By-Laws Committee at least ninety (90) days before the State Convention at which it is to be presented for approval; or
- (c) By resolution submitted and approved by no less than fifty (50) Lions Clubs of the Multiple District No. 26, approving the same in the same fiscal year of the Multiple District. No more than twenty (20) of such Lions Clubs shall be from the same District. Such resolution shall be submitted to the Constitution and By-Laws Committee at least one hundred and twenty (120) days before the State Convention at which it is to be presented for approval.

(d) Any proposed amendment submitted by the Lions Clubs of the Multiple District or by Council of Governors to the Constitution and By-Laws Committee shall be reported to the Council of Governors for their information only by the Committee as soon as possible after being submitted to the Committee, but no later than fifty-five (55) days following submission of any such proposed amendment to the Committee. Any amendment proposed by the Committee itself shall be reported to the Council of Governors for their information only by the Committee as soon as possible after being approved by the committee, but no later than sixty-five (65) days prior to the State Convention at which the same is to be presented for approval.

Section 2. Notice of the proposed amendment or amendments shall be given to the individual Lions Clubs by mailing a copy or electronic notification thereof to each President and Secretary of each club or by inclusion of a copy thereof in the State newsletter no less than sixty (60) days prior to the State Convention.

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