

**PENNSYLVANIA
MULTIPLE DISTRICT 14
SUB DISTRICT 14-N
THE INTERNATIONAL ASSOCIATION OF LIONS
CLUBS**

CONSTITUTION AND BY-LAWS



**ADOPTED AT SUB DISTRICT CONVENTION
BUTLER, PENNSYLVANIA
APRIL 21, 1979**

**REVISED AT SUB DISTRICT CONVENTION
BUTLER, PENNSYLVANIA**

**APRIL 11, 1992
APRIL 23, 1994
APRIL 22, 1995
APRIL 20, 1996
APRIL 19, 1997**

**APRIL 14, 2001
APRIL 26, 2003
APRIL 22, 2006
MARCH 21, 2009**

LIONS CLUBS INTERNATIONAL PURPOSES

TO ORGANIZE, *charter and supervise service clubs to be known as Lions clubs.*

TO COORDINATE *the activities and standardize the administration of Lions clubs.*

TO CREATE *and foster a spirit of understanding among the peoples of the world.*

TO PROMOTE *the principles of good government and good citizenship.*

TO TAKE *an active interest in the civic, cultural, social and moral welfare of the community.*

TO UNITE *the clubs in the bonds of friendship, good fellowship and mutual understanding.*

TO PROVIDE *a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.*

TO ENCOURAGE *service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.*

VISION STATEMENT

TO BE *the global leader in community and humanitarian service.*

MISSION STATEMENT

TO EMPOWER *volunteers to serve their communities, meet humanitarian needs, encourage peace and promote international understanding through Lions clubs.*

CONSTITUTION

ARTICLE I - NAME

Section 1 - This organization shall be known as Sub-District 14-N of Multiple District 14 of the International Association of Lions Clubs.

ARTICLE II - OBJECTS

Section 1 - To provide an administrative structure with which to advance the Purposes and Objects of the International Association of Lions Clubs within the District.

ARTICLE III - MEMBERSHIP

Section 1 - The members of this organization shall be Lions Clubs in good standing in the District, chartered by the International Association of Lions Clubs

Section 2 - This District shall consist of the following counties: Armstrong, Beaver, Butler, Clarion and Lawrence.

Section 3 - Whenever the male gender or pronoun presently appears in the 14-N Constitution and By-Laws, that same shall be interpreted to mean both male and female persons.

ARTICLE IV - ORGANIZATION

Section 1 - Cabinet And Officers

A. The District shall have a District Cabinet composed of the District Governor, the Immediate Past District Governor, the First and Second Vice District Governors, the Region Chairpersons (if the position is utilized during the District Governor's term), the Zone Chairpersons and a Cabinet Secretary/Treasurer or a Cabinet Secretary and a Cabinet Treasurer. The members of the District Cabinet shall be the officers of the District. Each such officer shall be a member in good standing of a Lions Club in good standing in the District.

B. The District Governor and First and Second Vice District Governors shall be elected at the annual convention of the District. The District shall elect or the District Governor shall appoint, by the time he/she takes office, the Cabinet Secretary/Treasurer or a Cabinet Secretary and a Cabinet Treasurer, one Region Chairperson for each Region (if the position is utilized during the District Governor's term), and one Zone Chairperson for each Zone in the District, and such other Club members as may be included in the section.

C. The First and Second Vice District Governors shall be elected at the Annual Convention of the District. They must meet all the qualifications set forth by the International Constitution and By-Laws.

D. The First Vice District Governor must stand for election to the office of District Governor at the Annual Convention of the District. The candidate must meet all the qualifications set forth by the International Constitution and By-Laws.

E. The Cabinet Treasurer or Secretary/Treasurer shall be bonded in such amount as approved by the District Governor's Cabinet.

F. The District Governor has the power to remove from office any officer of the Cabinet appointed by him/her.

G. Any vacancy in a District office, except that of a District Governor or First and Second Vice District Governor, shall be filled by appointment by the District Governor for the unexpired term thereof.



ARTICLE IV - ORGANIZATION (CONT)

H. If any District officer shall cease to be a member of a Club in the Region or Zone for which he was appointed, his term of office shall thereupon cease and the District Governor shall appoint a successor to fill said office.

I. No salary shall be paid to any officer of the District.

Section 2 - DISTRICT CABINET MEETINGS

A. A regular meeting of the Cabinet shall be held in each quarter of the fiscal year. The first to be held within forty-five (45) days after the adjournment of the preceding International Convention. Ten (10)

days written notice of meeting, setting forth the date, time and place determined by the District Governor, shall be given to each member by the Cabinet Secretary or Secretary/Treasurer.

B. Special meetings of the Cabinet may be called by the District Governor at his/her discretion, and shall be called upon written request made to the District Governor, Cabinet Secretary or Secretary/Treasurer by a majority of the members of the Cabinet. Not fewer than five (5) nor more than ten (10) days written or telegraphic notice of special meetings, setting forth the purpose thereof and a date, time and place determined by the District Governor, shall be given to each of the Cabinet members by the Cabinet Secretary or Secretary/Treasurer.

C. Quorum and Vote:

The attendance of a majority of the members of the Cabinet shall constitute a quorum for any meeting thereof. In all meetings, the voting privilege shall extend to the District Governor, First and Second Vice District Governors, the Immediate Past District Governor, Region Chairpersons, Zone Chairpersons and the Cabinet Secretary, Cabinet Treasurer or Cabinet Secretary/Treasurer.



Section 3 - REGIONS AND ZONES

A. The District Governor shall divide the District into Regions of no more than sixteen (16) and no fewer than six (6) Lion Clubs, and each such Region into Zones of no more than eight (8) and no fewer than three (3) Lions Clubs, giving due regard to the geographical locations of the clubs. All such Regions and Zones shall be subject to change by the District Governor when, in his/her sole discretion, he/she shall deem the same necessary to the best interest of the International Association of Lions Clubs.

Section 4 - DISTRICT COMMITTEES

A. District Governor's Advisory Committee

In each Zone, the Zone Chairpersons and the Presidents and Secretaries of the Clubs shall comprise a District Governor's Advisory Committee, with the Zone Chairperson as Chairperson thereof. At a date, time and place called by the Zone Chairperson, this Committee shall hold a first meeting within ninety (90) days after the adjournment of the preceding International Convention, a second meeting in the month of November and a third meeting in the month of February or March.

B. District Governor's Honorary Advisory Committee.

The District Governor shall appoint a District Governor's Honorary Advisory Committee composed of Past District Governors or International Officers who are members in good standing of Clubs within the District

C. District Audit Committee.

The District Audit Committee is to be appointed by the District Governor at the April Cabinet meeting to audit the books and accounts of the outgoing Cabinet Treasurer or Cabinet Secretary/Treasurer by the Second Cabinet meeting of the following year. The Committee shall consist of the First Vice District Governor Elect and two (2) Lions members with neither of the two (2) coming from the District Governor's Region. The Cabinet Secretary/Treasurer, Cabinet Secretary and Cabinet Treasurer shall be available for clarification of records. The Chairperson of the Finance Committee will serve as an advisor.

ARTICLE IV – ORGANIZATION (CONT)

D. The *District Finance Committee* is to be appointed by the District Governor and shall consist of the Immediate Past District Governor, who shall serve as Chairperson, the Immediate Past Cabinet Treasurer, the District Governor, the Cabinet Secretary, the Cabinet Treasurer, and three (3) advisors appointed by the District Governor from the Honorary Advisory Committee. The Chairperson of this Committee will serve in an Advisory capacity for the Audit Committee. The Finance Committee will help to prepare the District Governor's budget and perform such other duties as may be directed by the District Governor.

E. The District Governor shall appoint or recommend representatives to all District, State and Foundation Committees for the term of office specified.

ARTICLE V – DISTRICT DUES

Section 1 - In order to provide revenue to defray the administrative expenses of District 14-N, an annual per capita dues of *two dollars and fifty cents (\$2.50)* is hereby levied upon each member of each Club in District 14-N for the fiscal year.

Section 2 - The First Vice District Governor shall be reimbursed up to a maximum of *seventy-five cents (\$.75) per member*. The amount shall be determined by the number of Lions members as of July 1st of the current year. He shall be reimbursed for attendance at Multiple District 14 Council meetings *(four (4) per year)* and for those duties as delegated by the District Governor within District 14-N. Reimbursement will be according to Lions International and Multiple District 14 Rules of Audit. The funds shall be maintained as a separate line item in the Administrative Account. All excess funds in the First Vice District Governor's account shall be carried forward to the next fiscal year.

Section 3 - The District Governor and his/her Cabinet shall not incur obligations in any fiscal year which will affect an unbalanced budget in said fiscal year.

Section 4 - The District Governor, at the end of the fiscal year, may reimburse him/herself for out-of-pocket expenses, a sum not to exceed *four hundred (\$400) dollars*. The District Governor may also reimburse the Cabinet Secretary and/or Treasurer for out-of-pocket expenses, a sum not to exceed *two hundred (\$200) dollars*. Any remaining balance of the Administrative Fund will be turned over to the incoming District Governor.

ARTICLE VI - DISTRICT CONVENTION

Section 1 - The *District Convention* shall be held annually no less than two (2) weeks prior to the Pennsylvania State Convention. The date and place shall be decided by the District Governor.

Section 2 - The voting members of the District Cabinet shall be the Officers of the Annual District Convention.

Section 3 - Each chartered Club in good standing in the International Association of Lions Clubs, Multiple District 14 and Sub-District 14-N, shall be represented by one or more delegates at the Annual District Convention. Each said Club shall be entitled in each such convention to one voting delegate and one alternate delegate for each ten (10) members, or major fraction thereof, of said Club, as shown by the records of the International Office on the first day of the last month preceding that month during which the convention is held. The major fraction referred to in this section shall be five or more members. Each certified delegate present in person may cast one vote only for each office to be filled by, and one vote on each issue to be voted on by, members of said convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. Delinquent dues may be paid and good standing acquired at any time prior to the close of credential certification, such closing time being established by the rules of the respective convention. Each Past District Governor of this District shall be entitled to full delegate privilege at each District Convention of which he/she is a club member. No such Past District Governor shall be included in the delegate quota of his/her Club for any such convention.

ARTICLE VI - (CONT)

Section 4 - The attendance in person of a majority of the delegates registered at a convention shall constitute a quorum at any session of the convention.

Section 5 - Within *sixty (60) days* after the close of the convention an official report of the convention proceedings shall be mailed by the Cabinet Secretary to the International Association of Lions Clubs and each Club in the district.

ARTICLE VII - AMENDMENTS

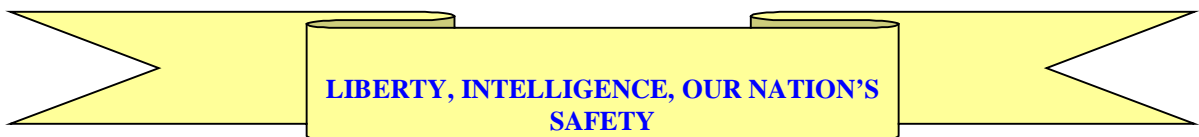
Section 1 - This Constitution may be amended only at a District Convention, by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by the affirmative vote of *two-thirds (2/3)* of the votes cast.

Section 2 - No amendment shall be so reported or voted upon unless the same shall have been furnished in writing to each Club, no less than *thirty (30) days* prior to the convening date of the Annual Convention, with notice that the same will be voted upon at said Convention.

Section 3 - Each amendment shall take effect at the close of the current administrative year or July 1st.

ARTICLE VIII-INTERPRETATION

Section 1 - In all cases, the Constitution and By-Laws shall be interpreted to conform with the provisions of the International Constitution and By-Laws and the Pennsylvania Multiple District 14 Constitution and By-Laws.



BY-LAWS

ARTICLE 1 - DISTRICT NOMINATIONS AND ELECTIONS

Section 1 - Any member of a Club in the District seeking the office of District Governor or First and Second Vice District Governor shall file their intention to run, in writing, with the District Governor no sooner than the Second Cabinet meeting and no later than sixty (60) days before the District Convention. Candidates must furnish therewith evidence of their compliance with the qualifications for said office as set forth in the International Constitution and By-Laws. The District Governor shall call for nomination at the District Convention the names of all qualified candidates. If none are so received and/or so qualified, then, but then only, nominations for the office may be from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes' duration and one seconding speech of not more than three (3) minutes' duration.

Section 2 -The election shall be by secret ballot. The Candidate receiving the largest number of votes cast shall be declared elected. In case of a tie on any ballot, balloting shall continue on the tied candidates until one is elected; but if this is impractical, then the procedure set forth in Article IX, Section 7, of the International Constitution shall be followed.

Section 3 - In the event of a vacancy in the office of District Governor, the same shall be filled in accordance with the provisions of the International Constitution. The remaining Cabinet Officers and members of the Past District Governor's Advisory Committee shall convene at a date, time and place called and determined by the Immediate Past District Governor, to select a replacement for recommendation to the International Board of Directors.

Section 4 - In the event of a vacancy in the office of First or Second Vice District Governor, for a period of more than six months, the same shall be filled by a qualified candidate receiving the majority vote of the combined Cabinet officers and members of the Past District Governor's Advisory Committee convened at a date, time, and place called and determined by the District Governor.

ARTICLE II - DUTIES OF DISTRICT OFFICERS

Section 1 - *District Governor*

Under the general supervision of the International Board of Directors, he or she shall represent the Association in the District. In addition, he or she shall be the Chief Administrative officer of the District and shall have direct supervision over the Vice District Governors, Region Chairpersons, Zone Chairpersons, Cabinet Secretary and Cabinet Treasurer (or Cabinet Secretary/Treasurer), and such other Cabinet members as may be provided for in the respective Single, Provisional or Multiple District Constitution and By-Laws. Specific responsibilities shall be to:

- (a) Further the Purposes and Objects of this Association;
- (b) Supervise the organization of new Lions Clubs;
- (c) Preside over Cabinet, Convention and other District Meetings. During any period he/she is unable to so preside, the presiding officer at any such meeting shall be the club member designated by the respective District (Single, Provisional, Sub or Multiple) Constitution and By-Laws; and
- (d) Perform such other functions and acts as shall be required of him/her by the International Board of Directors through the District Governor's Manual and other directives.



Section 2 - First Vice District Governor.

The First Vice District Governor, subject to the supervision and direction of the District Governor, shall be chief administrative assistant to the District Governor. His/her specific responsibilities shall be to:

- (a) Further the Purpose of this Association.
- (b) Perform such administrative duties as assigned by the District Governor.
- (c) Perform such functions and acts required by the International Board of Directors.
- (d) Participate in the Cabinet meetings, and conduct meetings in the absence of the District Governor, and participate in Council meetings as appropriate.
- (e) Assist the District Governor in the review of the strengths and weakness of the clubs in the District, identifying the existing and potential weak clubs, establishing plans to strengthen them.
- (f) Conduct club visitations as the representative of the District Governor when requested by the District Governor.
- (g) Work with the District Membership Committee and the District Extension Committee, and assist them to reach their goals for the year.
- (h) Work with the District Leadership Development Committee and assist the committee to develop and implement a District-Wide leadership development plan to enhance the enthusiasm and capability of the District MERLO team and integration of the team's work with the District Leadership Development efforts.
- (i) Work with the District Convention Committee and assist the committee to plan and conduct the annual District Convention and assist the District Governor to organize and promote other events within the District.
- (j) At the request of the District Governor, supervise other District Committees.
- (k) Participate in the planning of the next year including the District Budget.

- (l) Familiarize himself/herself with the duties of the District Governor so that, in the event of a vacancy in the office of the District Governor, he/she would be better prepared to assume the duties and responsibilities of said office as the acting District Governor until the vacancy is filled according to these By-Laws and rules of procedure adopted by the District Governor so that, in the event of a vacancy in the office of the District Governor, he/she would be better prepared to assume the duties and responsibilities of said office as the acting District Governor until the vacancy is filled according to these By-Laws and rules of procedure adopted by the International Board of Directors.

Section 3 - Second Vice District Governor.

The Second Vice District Governor, subject to the supervision and direction of the District Governor, shall be an assistant in the administration of the District, and representative of the District Governor. His/her specific responsibilities shall be, but are not limited, to:

- (a) Further the Purpose of this Association.
- (b) Perform such administrative duties as assigned by the District Governor.
- (c) Perform such functions and acts required by the International Board of Directors.
- (d) Participate in the Cabinet meetings, and conduct meetings in the absence of the District Governor, and participate in Council meetings as appropriate.
- (e) Familiarize himself/herself with the health and status of the clubs in the District, and assist the District Governor and the First Vice District Governor in identifying and strengthening the existing and potential weak clubs.
- (f) Conduct club visitations as the representative of the District Governor when requested by the District Governor.
- (g) Assist the District Governor and First Vice District Governor in planning and conducting the annual convention.

Section 4 - **Cabinet Secretary and Cabinet Treasurer or Secretary/Treasurer.**

- (a) To keep a true and complete record of the proceedings of all meetings of the Cabinet.
- (b) To forward copies of minutes within five (5) days after each meeting to all members of the Cabinet and Lions Clubs International.
- (c) To collect from Clubs in the District the stipulated per capita dues.
- (d) To deposit funds in the bank designated by the District Governor and approved by the Cabinet.
- (e) To disburse these funds only with authorization of the District Governor's Cabinet.
- (f) To give bond for the faithful discharge of duties in an amount set by the Cabinet.
- (g) To submit a semi-annual financial report to the Cabinet, as well as other special reports that may be called for by the Cabinet.
- (h) To submit the books and accounts for an audit whenever required by the District Governor's Cabinet.
- (i) To place in the hands of his/her successor all monies and records, financial and otherwise, that pertain to the office of Cabinet Secretary and Cabinet Treasurer or Cabinet Secretary/Treasurer, immediately following the end of the fiscal year; and
- (j) To perform other duties that ordinarily pertain to the office of Cabinet Secretary and Cabinet Treasurer or Cabinet Secretary/Treasurer and that are delegated to these officers from time to time by the District Governor and the Cabinet.

Section 5 - **Region Chairperson.**

The Region Chairperson, subject to the supervision and direction of the District Governor, shall be the chief administrative officer in his/her Region. His/her specific responsibilities shall be:

- (a) To attend the regular Cabinet and special meetings of the Cabinet.
- (b) To hold staff meetings with the Zone Chairpersons in the Region, discussing with them the status and health of each Club in the Region, service programs, membership status, attendance records and any other problems that should be discussed.
- (c) To attend a regular meeting of each Club in the Region at least once during the year. Accompanying the District Governor upon

the occasion of his/her official visit shall not be counted in this regard.

- (d) To be prepared at all times to induct members and install officers when requested by a Club in the Region to do so;
- (e) To work with the Zone Chairpersons in strengthening Clubs in the Region.
- (f) To encourage the development of new Clubs; and
- (g) To perform other duties that are delegated to this Lion by the District Governor such as:
 - (1) Assisting in District and Club Officers' seminars;
 - (2) Supervising District Committees; and
 - (3) Holding Region new members' indoctrinations

Section 6 - **Zone Chairperson**

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

- (a) To play an active role in organizing new Clubs, while keeping informed on the activities and well being of all Clubs in the Zone;
- (b) To visit a regular meeting of each Club in the Zone within the first quarter of his/her term in office or as soon as possible thereafter, reporting the findings to the Region Chairperson;
- (c) To guide and assist Clubs in exchanging ideas on programs, projects, activities and methods of fundraising;
- (d) To supervise the progress of District, Multiple District and Lions Club International projects in the Zone;
- (e) To endeavor to have every Club within the Zone operating under a duly adopted Club Constitution and By-Laws;
- (f) To promote representation at International, Multiple District and Sub-District Conventions by at least the full quota of delegates for which Clubs in the Zone are entitled;
- (g) To serve as chairperson of the District Governor's Advisory Committee in the Zone and hold three meetings of this committee annually; and
- (h) To make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days to Lions International, the District Governor and Region Chairperson.

ARTICLE III - COMMITTEES

Section 1 - The District Governor shall appoint, designate the Chairperson of, and fill any vacancies occurring, in the following for the Annual Sub-District Convention:

- (1) District Convention Committee;
- (2) Credentials Committee;
- (3) Registration Committee;
- (4) Necrology Committee;
- (5) Resolutions Committee;
- (6) Elections Committee;
- (7) Constitution and By-Laws Committee;
- and
- (8) Rules Committee

These committees shall perform such duties as the District Governor shall designate

ARTICLE IV - CONVENTION PROCEDURES

Section 1 - The District Governor shall arrange the order of business for the Convention, and the same shall be the order of the day for all sessions.

Section 2 - Except as otherwise specifically provided in the Constitution and By-Laws or in the Rules of Procedure adopted for a meeting, all questions of Order and Procedure in any District meeting or Convention, any meeting of the District Cabinet, Region, Zone or Member Club, or any group or committee, shall be determined by Robert's Rules of Order Newly Revised.

ARTICLE V - FISCAL YEAR

Section 1 - The fiscal year of this District shall be from July 1st through June 30th.

ARTICLE VI - STATE COUNCIL APPOINTMENTS

Section 1 - Whenever District 14-N is eligible for an appointee to State Council Committees, the District Governor shall announce the fact thirty (30) days in advance of such an appointment, so that any interested Past District Governor or qualified Lion may present his/her name to the District Governor for consideration.

ARTICLE VII - AMENDMENTS

Section 1 - These By-Laws may be amended only at a District Convention, by resolution reported by the Convention Committee on Constitution and By-Laws and adopted by the affirmative vote of two-thirds (2/3) of the votes cast.

Section 2 - No amendment shall be so reported or voted upon unless the same shall have been furnished in writing to each Club no less than thirty (30) days prior to the convening date of the Annual Convention, with notice that the same will be voted upon at said Convention.

Section 3 - Each amendment shall take effect at the close of the current administrative year or July 1.

ARTICLE VIII

This Constitution and By-Laws shall take effect at the beginning of the next fiscal year (July 1st), at which the same is adopted by an affirmative vote of two-thirds (2/3) of the votes cast at the Sub-District Convention.



We Serve

LIONS CLUBS INTERNATIONAL

CODE OF ETHICS

TO SHOW faith in the worthiness of my vocation by industrious application to the end that I may merit a reputation for quality of service.

TO SEEK success and to demand all fair remuneration or profit as my just due, but to accept no profit or success at the price of my own self-respect lost because of unfair advantage taken or because of questionable acts on my part.

TO REMEMBER that in building up my business it's not necessary to tear down another's; to be loyal to my clients or customers and true to myself.

WHENEVER a doubt arises as to the right or ethics of my position or action towards others, to resolve such doubt against myself.

TO HOLD friendship as an end and not a means. To hold that true friendship exists not on account of the service performed by one to another, but that true friendship demands nothing but accepts service in the spirit in which it is given.

ALWAYS to bear in mind my obligations as a citizen to my nation, my state and my community, and to give them my unswerving loyalty in word, act and deed. To give them freely of my time, labor, and means.

TO AID others by giving my sympathy to those in distress, my aid to the weak, and my substance to the needy.

TO BE CAREFUL with my criticism and liberal with my praise; to build up and not destroy.

**RULES OF PROCEDURE
DISTRICT 14-N
CONVENTION**

RULE 1 The *District Governor* shall arrange the order of business for the District Convention. Except for registration and certification hours, which may not be changed, deviation from the announced order of business shall be made only by consent of three-fourths (3/4) of the certified delegates assembled at any session at which a quorum is present. A majority of those certified delegates present in person at any session shall constitute a quorum.

RULE 2 Except as otherwise provided in the Lions Clubs International Constitution and By-Laws, the District 14-N Constitution and By-Laws, national custom and practice or these rules, Robert's Rules of Order Newly Revised shall govern all questions of order and procedure.

RULE 3 (a) The Credentials Committee shall be composed of the District Governor, as chairperson, the Cabinet Secretary, Cabinet Treasurer or Cabinet Secretary/Treasurer and two (2) other non-officers of the District appointed by the District Governor; provided, however, the District Governor may designate any other committee member as chairperson. The Credentials Committee's primary responsibility shall be to verify club delegate credentials. In carrying out this responsibility, the Credentials Committee shall have the powers and shall perform the duties as established by national custom and practice or as set forth in Robert's Rules of Order Newly Revised.

(b) The registration and certification of delegates shall occur on the day of election during the period for the election.

(c) The number of certified delegates shall be announced to the convention upon close of certification and prior to the commencing of voting.

Rule 4 (a) Prior to the convention, the District Governor, unless otherwise provided, shall appoint, and delegate the chairperson of, a Nominations Committee consisting of three (3) members. It shall be the Committee's responsibility to review the qualifications of each nominated candidate and rule on the eligibility of the same.

(b) The candidate may withdraw from the contest at any time prior to the issuance of the final report of the Nominations Committee.

RULE 5 Replacement of delegates and alternate delegates.

(a) To replace a delegate and/or alternate delegate already certified, the replacement must surrender the copy of the credentials certificate issued to the member he/she is replacing.

- (b) On the day of voting, a duly certified alternate delegate shall be allowed to obtain a ballot and vote in lieu of a duly certified delegate from the same Lions Club by presenting his/her copy of his/her alternate credential certificate together or with the copy of the certified delegate's credential certificate to the voting personnel, at which time the voting personnel will make the necessary notation on the credential records marking that a substitution has been made on the respective club's delegate entitlement. Alternate delegates who are not certified cannot replace a certified or uncertified delegate.

RULE 6 Nominations for the offices of District Governor, First and Second Vice District Governors and such other offices to be filled by the convention shall be limited to nominating/seconding speeches not to exceed five minutes (5) for each nominee.

RULE 7 (a) Prior to the convention, the District Governor shall appoint, and designate the chairperson of, an Elections Committee consisting of three (3) members. Each duly nominated candidate shall also be entitled to designate one (1) observer through his/her club. The observers may oversee election procedures only, but may not participate directly in the committee's decision making.

(b) The Elections Committee shall be responsible for preparation of elections materials, vote tabulation, and resolving questions concerning the validity of individual ballots. The Committee's decision shall be final and binding.

(c) The Elections Committee shall prepare a comprehensive report of the election results containing the following components: Date, time and place of election; specific voting results by candidate; signature of each committee member and observer. The District Governor, Council chairperson and all candidates shall be provided a copy of the committee's report.

RULE 8 voting (a) Voting shall take place at a predetermined location and time.

(b) To secure a ballot card, the delegate shall present his/her credential certificate to voting personnel for verification. Once verified, the delegate shall be issued a ballot.

(c) The voter shall indicate his/her vote by placing a mark in the appropriate location by the name of the candidate of his/her choice. The mark must be placed in the proper location to constitute a vote. Any ballot containing votes for more than the specified number of offices to be filled in any section shall be declared invalid to that particular section.

(d) Simple majority vote shall be necessary to elect the District Governor. If a simple majority vote is not received in the election of District Governor, a vacancy shall occur and Article III, Section 9 (d) of the International By-Laws shall apply, and subsection (e) of this rule shall be followed.

(e) A simple majority vote shall be necessary to elect all other candidates. In the event any one candidate shall fail to receive the required number of votes to be elected, additional balloting shall take place as outlined in this section until such time as one candidate secures a simple majority vote.

RULES OF PROCEDURE
SPECIAL MEETING TO RECOMMEND
A LION FOR APPOINTMENT
AS DISTRICT GOVERNOR

RULE 1. In the event a vacancy arises in the office of District Governor, it shall be the duty of the Immediate Past District Governor, or if not available, the most recent Past District Governor who is available, upon notification from the International office, to convene a meeting of the District Governor, Immediate Past District Governor, First and Second Vice District Governors, the Region Chairpersons, Zone Chairpersons and the Secretary and Treasurer or Secretary/Treasurer and all Past District Governors who are members in good standing of a chartered Lions club in the District for the purpose of recommending a Lion for appointment by the International Board of Directors.

RULE 2. Written invitations to this meeting shall be sent as soon as possible so that the meeting is held within the required fifteen (15) days of receipt of notification. The Immediate Past District Governor, as the meeting's chairperson, shall have the authority to select the meeting site, date and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time within the required fifteen (15) days.

RULE 3. The chairperson shall maintain a written attendance roster.

RULE 4. Each Lion that is entitled to attend the meeting may make one nomination of his/her choice from the floor.

RULE 5. Each such nominee shall be entitled to one seconding speech only, in his/her behalf, of not more than three (3) minutes in duration, and may speak personally for five (5) additional minutes. When each nominee has had an opportunity to present his/her remarks, the chairperson shall declare the nominations closed. No additional nominations shall be accepted after the close of nominations.

RULE 6. Voting. (a) Voting will occur immediately after the closed nominations.

(b) Voting will be by written ballot unless a majority of the members attending the meeting select another voting method.

(c) The member shall indicate his/her vote by writing the name of his/her choice on the ballot. Any ballot containing votes for more than one nominee shall be declared invalid.

(d) A simple majority vote shall be necessary to recommend a member for appointment as District Governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place as outlined in this Rule 6 until such time as one candidate secures a simple majority vote.

RULE 7. At the conclusion of the meeting, but in no event more than seven (7) days after the conclusion of the meeting, the chairperson will forward a written report of the voting results to the International office, together with evidence of invitations sent and attendance at the meeting.

RULE 8. The International Board of Directors, pursuant to Article III, Sections 9 (a) and (d) of the International By-Laws shall consider, but is not bound by, any recommendation resolved at the special meeting. The International Board of Directors reserves the right to appoint the recommendee or any club member as District Governor for the remainder of the term.

**SUMMARY OF RULES
SPECIAL MEETING TO RECOMMEND
A LION FOR APPOINTMENT
AS DISTRICT GOVERNOR**

1. The International office has advised the District to convene a special meeting to recommend a member for appointment as District Governor.
2. The Immediate Past District Governor prepares invitations for the special meeting. Invitations are to be sent to the District Governor, Immediate Past District Governor, First and Second Vice District Governors, the Region Chairpersons, Zone Chairpersons and the Secretary and Treasurer or Secretary/Treasurer and all Past International Presidents, Past International Directors and Past District Governors who are members in good standing of a chartered Lions club in the District. The invitations should state the date, time and location for the meeting.
3. The Chairperson maintains an attendance roster at the meeting.
4. Nominations are made from the floor. Each nominee may speak for five (5) minutes, and his/her seconder may speak for an additional three (3) minutes.
5. Voting begins immediately after nominations close. Voting is by written ballot unless a majority of attendees select another voting method.
6. A simple majority of votes cast by those present and voting is necessary to be recommended. If no one candidate secures a simple majority vote, voting continues as outlined in the Rules of Procedure.
7. The Chairperson forwards the meeting results at the conclusion of the meeting.