

International Association of Lions Clubs



MULTIPLE DISTRICT “N”

CONSTITUTION & BY LAWS

NOTE: The singular "THEY" and "THEIR" is used throughout these documents as the gender neutral pronoun.

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CONSTITUTION

ARTICLE I -NAME

Section1

This organization shall be known as Multiple District N, Lions Clubs International, hereinafter referred to as “Multiple District”.

ARTICLE II-Purposes

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.

ARTICLE III -MEMBERSHIP

Section 1

The members of this organization shall be all Lions Clubs in this Multiple District chartered by Lions Clubs International.

The Multiple District shall consist of all Sub-Districts within the Atlantic Provinces of Canada and the Lions Clubs of Calais Fort Kent, and Fort Fairfield in the State of Maine, USA, with boundary lines as adopted by a Multiple District Convention and approved by the Board of Directors of Lions Clubs International. Approved by Multiple District U, and adopted by Multiple District N, Blanc Sablon and the Municipality of Bonne Esperance in the province of Quebec is added to the boundary.

ARTICLE IV - COLORS, SLOGAN, AND MOTTO

Section 1. **EMBLEM.** The emblem of this association and each chartered club shall be of a design as follows:



Section 2. **USE OF NAME AND EMBLEM.** Use of the name, goodwill, emblem and other logos of the association shall be according to the guidelines established from time to time in the by-laws.

Section 3. **COLORS.** The colors of this association and of each chartered club shall be purple and gold.

Section 4. **SLOGAN.** Its Slogan shall be: Liberty, Intelligence, Our Nation's Safety.

Section 5. **MOTTO.** Its Motto shall be: We Serve.

ARTICLE V – SUPREMACY

Section1

The Standard Form Multiple District Constitution and By-Laws shall govern the multiple district unless otherwise amended so as not to conflict with the International Constitution & By-Laws and policies of Lions Clubs International. Whenever there may exist a conflict or a contradiction between the provisions set out in the multiple district constitution and by-laws and the International Constitution and By-Laws, then the International Constitution and By-Laws shall govern.

ARTICLE VI – OFFICERS and COUNCIL OF GOVERNORS

Section1

- A) The officers of the Multiple District Council shall be a Chair and a Secretary-Treasurer. In the event that the Council Chair is unable to act in that capacity for any reason, the present Council shall elect a new Chair from among them, who shall act until the Council Chair is able to resume the duties.
- B) There shall be a Council of Governors composed of all the District Governors in the Multiple District, the Council Chair and the Council Secretary-Treasurer. Candidates for the position of Council Chair must be from the outgoing District Governors or the immediate predecessors and will be elected by the Multiple District Convention delegates by secret ballot. Nominations for the

Office of Council Chair will be made by the sitting District Governors. The Council Chair may not succeed him/herself.

- C) Council shall also include, in an advisory, but non-voting capacity, the Chair of the Constitution and By-Laws Committee.

- D) Council shall also include, by invitation, in an advisory but non-voting capacity, those chairs of such committees as the Council requests to be present. (Funding for these positions shall be as per Multiple District N By-Laws and Policy Manual). All Past International Directors and the first and second Vice-District Governors shall be invited as non-voting members and unfunded.

- E) A Council Secretary-Treasurer (CST) shall be appointed by the sitting council to serve for a three year term from among the applicants responding to the call circulated not less than 6 months in advance of the expiring term of the incumbent.

Section2

The CST shall be a non-voting member of the Council and may serve a maximum of two successive terms.

Voting: Each District Governor and the Council Chair shall have one vote in the proceedings of meetings of the Council of Governors.

Section3

Quorum: The personal presence of a majority of the voting members of the Council shall constitute a quorum of any meeting thereof.

Section 4

Meetings: The incoming Council shall meet immediately following the close of the current year's Multiple District Convention, and shall be attended by all members of Council and such Chair(s) of Multiple District Committees as shall be determined by Council for the purpose of approval and consideration of committee plans, reports, budgets, and such other matters as may be deemed appropriate which will impact the operation of the Multiple District in the upcoming year. The Council

shall meet in the summer within 60 days of the close of the International Convention, at a Fall Conference, and a Multiple District Convention.

Any other Council meeting or telephone conference call will be called by the Council Chair as deemed necessary.

Council meetings shall be opened to interested Lions, with sufficient seating capacity provided by the Convention Chair to accommodate those wishing to attend. Council may hold private (in camera) meetings when discussing personnel matters or awards and recognitions.

Section 5

Powers: Except where inconsistent with and contrary to the provisions of the Articles of Incorporation and Constitution & By-Laws of the International Association of Lions Clubs, the powers granted therein to the Board of Directors of said Association and the policies and acts of said Board of Directors, the Multiple District Council shall:

- a. Have such jurisdiction and control over all offices and agents, when acting as such, of the Multiple District, the Fall Conference and Multiple District Convention;
- b. Have management and control over the property, business and funds of the Multiple District and shall provide for an annual audit of all such funds;
- c. Have jurisdiction, control and supervision over all phases of the Multiple District Convention and all other meetings of the Multiple District;
- d. Have control and management of all budgetary matters of the Multiple District and committees of the Multiple District, Multiple District Convention and all other meetings of the Multiple District. No obligation may be approved or made which shall effect an unbalanced budget or deficit in any fiscal year.

Section 6

REMOVAL: At the request of the majority of the Council of Governors, A Special Meeting of the Council may be called for the purpose of removal of the Council Chairperson. Regardless of the manner in which the Council Chairperson is selected or elected, the Council Chairperson may be removed from the Council for cause by an affirmative vote of 2/3 of the entire number of the Council of Governors.

ARTICLE VII- FALL CONFERENCE

Section 1A

A Fall Conference of the Multiple District, as outlined in the Fall Conference handbook version 1.5 – pages 3 and 4 and the rotation schedule at the top of page 5 as attached to the Policy Manual as Addendum #2, shall be held between October 1th and November 15th of each fiscal year at a site selected by the Convention Committee and approved by the Multiple District Council not less than one year in advance provided that the site shall be located within the sub-districts on the following rotation thereafter:

N-1	2018	N-1	2022
N-4	2019	N-4	2023
N-3	2020	N-3	2024
N-2	2021	N-2	2025

Section 1B

There shall be a FALL CONFERENCE COMMITTEE chaired by the member of the Multiple District Convention Committee in whose sub-district the Fall Conference is to be held and consisting of such other members from the hosting sub-district as the chair deems necessary.

The duties of the Committee shall be the planning and management of the Fall Conference in accordance with the policies and procedures contained in the Fall Conference handbook version 1.5 – attached to the Policy Manual as Addendum #2 and budget approved by and authority granted by the Multiple District Council.

The Fall Conference Committee shall submit a budget to the Multiple District Incoming Council at its first regular meeting immediately following the MD Convention for approval.

Liabilities not included in the budget may not be incurred by the Committee without prior approval of the Council.

All attendees shall pay the registration fee of \$5.00 and such fee shall be included in the purchase of a full hospitality book. Only registered attendees shall be admitted to any session, activity, or function of the Conference.

Hospitality Book Fee:

Established by the committee and approved by the Council may be collected from each delegate, alternate and guest attending the Conference. Such fees together with other revenues shall be collected by the committee and disbursed in accordance with the approved budget and policies of the Multiple District Council. The Chair shall present a statement of revenues and expenditures, together with all records, source documents, registration data, bank statements and Conference surplus to the Council Secretary-Treasurer not later than 45 days after the close of the Conference. A full Conference report including a financial summary should be submitted to the Multiple District Council.

Section2

Voting Delegates:

All Lions in good standing in their sub-districts may attend the Fall Conference, but voting on matters before the Conference shall be limited to:

All members of the Council of Governors, all certified voting delegates or their alternates, all Past District Governors, and all Vice District Governors.

Twenty-five percent (25%) of the voting delegates registered at the Fall Conference shall constitute a quorum.

Section3

Business:

All matters relative to the welfare of the Multiple District may be discussed at the Fall Conference and referred to standing or special committees, appointed by the Multiple District Council, for their consideration and report to the Multiple District Convention.

At such Fall Conference, resolutions relative to the amendment of the Constitution and By-Laws of the Multiple District may be presented by any club after favorable majority vote by the majority of the clubs in the Zone or Sub-District. All resolutions so presented shall be referred to the Constitution and By-Laws Committee for study and upon their determination that such resolutions are in order, shall be presented to the Fall Conference for discussion; shall forward them to the Editor of the district publication for inclusion in the issue next following the Fall Conference; and shall cause them to be placed on the agenda of the next Multiple District Convention for a vote.

Section4

Candidates for International Office:

Any qualified candidate who intends to seek the endorsement of the Multiple District for any International Office, except that of District Governor, shall be entitled to have his/her candidacy presented from the floor at the Fall Conference and shall be entitled to address the members assembled.

ARTICLE VIII – MULTIPLE DISTRICT CONVENTION

Section 1

An annual convention of this Multiple District shall be held in each year not less than thirty (30) days prior to the International Convention at a site selected by the Convention Committee and approved by the Multiple District Council not less than three years in advance, provided that the site shall be

located within the sub-districts on the following rotation and continuing in the same rotation thereafter:

N-3	2018	N-3	2022
N-2	2019	N-2	2023
N-1	2020	N-1	2024
N-4	2021	N-4	2025

If any Sub-District fails to provide a site as outlined above for the year of its turn, the Council shall determine the site.

Section 2

The Multiple District Council shall retain and have the absolute power to change at any time, for good and sufficient reason, the city or place of holding the Multiple District Convention.

Section 3

There shall be a Multiple District Convention Committee consisting of one member from each Sub-District appointed by the District Governor to serve a term which shall expire at the conclusion of the first meeting of the Council following the conclusion of the Multiple District Convention in the member's Sub-District.

If a member is unable to complete the term for any reason, the then serving District Governor shall appoint a replacement to complete the term.

The Chair of the Committee shall be the member representing the Sub-District hosting the convention that year.

The duties of the Committee shall be the planning and management of the annual Multiple District Convention in accordance with the policies and procedures contained in the MD 'N' Convention HandBook and attached to the Policy Manual as Addendum No1.

The Convention Committee shall submit a convention budget to the Multiple District Council for approval at its meeting immediately following the conclusion of the Multiple District Convention; said budget may be amended at the Fall Conference by the Council or at the request of the committee

Liabilities not included in the budget may not be incurred by the committee without prior approval of the Council.

All attendees shall pay the registration fee of \$5.00 and such fee shall be included in the purchase of a full hospitality book. Only registered attendees shall be admitted to any session, activity or function of the Convention.

Hospitality Book Fee:

Established by the committee and approved by the Council may be collected from each delegate, alternate and guest attending the Conference. Such fees, together with other revenues, shall be collected by the committee and disbursed in accordance with the approved budget and policies of the Multiple District Council. The Chair shall present a statement of revenues and expenditures, together with all records, source documents, registration data, bank statements and Convention surplus to the Council Secretary-Treasurer not later than 45 days after the close of the Conference. A full Convention report including a financial summary should be submitted to the Multiple District Council.

Section4

The members of the Council shall be the officers of the annual Multiple District Convention.

Section5

A convention of each Sub-District in the Multiple District shall be held annually, in conjunction with the Multiple District Convention, or at such other date, time and place prior thereto as determined by the Sub-District Cabinet. A meeting of the registered delegates of a Sub-District in attendance at a Multiple District Convention may constitute the annual Convention of a Sub-District.

Section 6

A Convention **SERGEANT-AT-ARMS** and such Assistant Sergeants-at-Arms as deemed necessary shall be appointed by the Council.

Section 7

Each chartered club in good standing in the International Association of Lions Clubs, Multiple District N and its Sub-Districts, shall be entitled to be represented by one or more DELEGATES AND ALTERNATE DELEGATES at the Annual Convention of its Districts (Multiple and Sub) and shall be entitled in each such Convention to one voting delegate and one alternate delegate for each ten members, or major fraction thereof, of said Club as shown by the records of the International Office on the first day of the month last preceding that month during which the convention is held. (Major fraction shall be five or more.)

Each delegate and alternate delegate shall be certified by the Elections Committee of the Multiple District Convention (By-Laws Article XV1, Section 2) provided, however, that no delegates or alternate delegates shall be certified by being issued a delegate voting card after acceptance of the report of the Elections Committee by the Convention.

Each certified delegate present in person may cast one vote for each office to be filled, and one vote on each issue to be decided, by said convention. When all delegates present have voted, the duly certified alternate delegates present may vote in the place of their respective delegate, if the respective delegate is not present, able or willing to vote.

In addition, all members of the Council and all Past District Governors shall be entitled to be voting delegates to the Multiple District Convention.

Unless otherwise specified in the Constitution and the By-Laws, the affirmative vote of a majority of the delegates voting on any question shall be the act of the Convention and shall be in effect until altered or repealed by a subsequent Convention.

The Chair of the Council shall only vote in the event of a tie and shall cast the deciding vote.

Section 8

A majority of the voting delegates registered at any convention, Sub or Multiple District, shall constitute a quorum.

Section 9

The Multiple District Council Secretary-Treasurer shall be the Secretary of the convention and shall compile an official report, including the minutes, of the convention, which shall be sent to the members of the Council, Multiple District Committee Chairs, Vice-District Governors and Past International Directors within 45 days following the convention, and shall be published upon receipt in the official publications of the Multiple District.

ARTICLE XI – SUB-DISTRICT ORGANIZATION

Section 1A

Cabinet and Officers: Each Sub-District shall have a District Cabinet composed of the District Governor, First Vice District Governor, Second Vice-District Governor, Immediate Past District Governor, such Region-Chairs** (provided that the District Governor has decided to retain the position of Region Chair) and Zone Chairs as shall be elected, or appointed by the District Governor, Cabinet Secretary-Treasurer, and District Committee Chairs. The members of the District Cabinet with the exception of District Committee Chairs, shall be the officers of the Sub-District. Each member of the District Cabinet shall be a member of a Lions Club in good standing in the Sub-District and shall be entitled to one vote in the proceedings of Cabinet meetings.

Section 1B

- A) The respective Districts (Single, Provisional and Sub) shall provide in its District Constitution and By-Laws or Policy Manual for the elected office of First and Second Vice District Governors duties of said office to be established by International By-Laws under Article X Section 2 B and C.
- B) The President and Secretary of all clubs in good standing in the Sub-District, and all Past District Governors in good standing in the Sub-District shall be entitled to one vote at Cabinet meetings;
- C) The District Governor and Vice-District Governors, of each Sub-District shall be elected at the annual convention of the Sub-District and shall take office immediately on adjournment of the next following International Convention. The District Governor shall, by the time he/she takes office, ensure that one Region Chair** and one Zone Chair for each Region and Zone in the Sub-District has been elected or appointed.

- D) Any vacancy in a Sub-District office, except that of District Governor and First and Second Vice-District Governors shall be filled by the appointment of a successor by the District Governor for the unexpired term thereof.

- E) If the vacancy occurs due to a failure to elect a First or Second Vice-District Governor at convention for any reason, or due to the death, resignation or inability to serve after the convention but before the end of the fiscal year, the Incoming District Governor shall call a special delegate meeting to be held as part of a special or regular cabinet meeting within the first sixty days of the new fiscal year for the purpose of receiving floor nominations and casting votes by delegates only for the office of First or Second Vice-District Governor. The incoming District Governor shall give 21 days' notice of the election to clubs.

- F) If the vacancy shall occur due to death, resignation or inability to serve of a sitting First or Second Vice-District Governor, then the District Governor shall call a regular or special cabinet meeting within sixty days of the vacancy becoming known to the District Governor for the purpose of receiving floor nominations and casting votes by cabinet officers for the office of First or Second Vice-District Governor. The District Governor shall give all cabinet members 21 days' notice of the election of First or Second Vice-District Governor, which shall be held according to the Constitution and By-Laws of the International Association of Lions Clubs.

- G) If any Region Chair or Zone Chair shall cease to be a member of a club in the Region or Zone, to which he/she was elected or appointed, his/her term of office shall thereon cease and the District Governor shall appoint a successor to fill said office;

- H) No salary shall be paid to any officer of the Multiple District or any Sub-District.

Section 2

District Cabinet Meetings

- A) A **Regular Meeting** of the Cabinet shall be held in each quarter of the fiscal year. Ten (10) days written notice of the meetings setting for the place time, date and agenda determined by the District Governor shall be given to each member by the Cabinet Secretary-Treasurer.

- B) A **Special Meeting** of the Cabinet may be called by the District Governor at their discretion, and shall be called upon written request made to the District Governor or Cabinet Secretary-Treasurer by not less than 10 of the members of the Cabinet. Not less than ten (10) days written 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 member by the Cabinet Secretary-Treasurer.

- C) **Quorum:** The attendance of a majority of the members of the Cabinet registered for a meeting shall constitute a quorum for any meeting.

- D) **District Convention:** The fourth quarterly meeting of the District Cabinet may be replaced by a Sub-District Convention. At such convention, voting delegates shall be as set forth in Article VII, Section 7.

Section 3

Regions and Zones:

- A) Each District Governor shall divide his Sub-District into Regions of sixteen (16) or less Lions Clubs, and each Region into Zones of eight (8) or less Lions Clubs. All such Regions and Zones shall be subject to change by the District Governor, when in their sole discretion, they shall deem the same necessary to the best interests of the Association.

- B) Meetings of representatives of all clubs in a Region with the Region Chair**, or if not, then with the Zone Chair presiding, may be held during the fiscal year at times and places fixed by the Region Chair** and/or the Zone Chair of the respective Regions or Zones.

Entitlement to vote at any Region Meeting shall be in the sole discretion of each individual Sub-District.

C) Zone Meetings

Meetings of representatives of all clubs in a Zone, with the Zone Chair presiding, shall be held during the fiscal year at times and places fixed by the Zone Chair.

Entitlement to vote at any Zone Meeting shall be in the sole discretion of each individual Sub-District.

Section 4

Sub-District Committees:

- A) In each Zone, the Zone Chair and the Presidents and Secretaries of the Clubs in the Zone shall compose a **District Governor's Advisory Committee**, with the Zone Chair as Chair thereof. At a date, time and place called by the Zone Chair, this committee shall hold a first meeting within 90 days after the adjournment of the preceding International Convention; - District Convention.

- B) The District Governor may appoint a District Governor's Honorary Committee composed of Past District Governors who are members in good standing of Clubs within the Sub-District. This Committee shall meet when and as called upon by the District Governor.

- C) Other Committees as deemed necessary may be appointed by the District Governor.

ARTICLE X - MULTIPLE DISTRICT DISPUTE RESOLUTION

Section 1

Disputes Subject to Procedure

All disputes relative to membership, club boundaries, or interpretation, breach of, or application of the multiple district constitution and by-laws, or any policy or procedure adopted from time to time by the multiple district council of governors, or any other internal Lions multiple district matter that cannot be satisfactorily resolved through other means, arising between any clubs or sub-districts in the multiple district, or any club(s) or sub-district(s) and the multiple district administration, shall be settled by the following dispute resolution procedure. Except as otherwise provided herein, any time limits specified in this procedure may be shortened or extended by the multiple district council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer, conciliators or the International Board of Directors (or its designee) upon a showing of good cause. All

parties to any dispute subject to this procedure shall not pursue administrative or judicial actions during this dispute resolution process.

Section 2

Complaints and Filing Fee

Any Lions club in good standing or sub-district within the association (the “complainant”) may file a written request with the council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer (a “complaint”), with a copy to the Legal Division, asking that dispute resolution take place under this procedure. The complaint must be filed within thirty (30) days after the complainant(s) knew or should have known of the occurrence of the event upon which the complaint is based. The complainant(s) must submit minutes signed by the club or cabinet secretary certifying that a resolution in support of filing the complaint has been adopted by a majority of the entire membership of the club or district cabinet. A copy of the complaint shall be sent to the respondent(s).

A complaint filed under this procedure must be accompanied by a US\$750.00 filing fee, or its equivalent in the respective national currency, payable by each complainant to the multiple district which shall be submitted to the council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer at the time the complaint is filed. In the event the complaint is settled or withdrawn prior to a final decision by the conciliators, US\$100.00 shall be retained by the multiple district as an administrative fee and US\$325.00 shall be refunded to the complainant and US\$325.00 shall be paid to the respondent (which shall be shared on an equal basis if there is more than one respondent). In the event the selected conciliators find the complaint to have merit and the complaint is upheld, US\$100.00 shall be retained by the multiple district as an administrative fee and US\$650.00 shall be refunded to the complainant. In the event the selected conciliators deny the complaint for any reason, US\$100.00 shall be retained by the multiple district as an administrative fee and US\$650.00 shall be paid to the respondent (which shall be shared on an equal basis if there is more than one respondent). In the event the complaint is not settled, withdrawn, upheld or denied within the time frames established by this procedure (unless an extension has been granted for good cause), then the entire fee will be automatically retained by the multiple district as an administrative fee and shall not be refunded to any party. All expenses incurred relative to this dispute resolution procedure are the responsibility of the multiple district, unless established multiple district policy provides that all expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute.

Section 3

Response to Complaint

The respondent(s) to the complaint may file a written response to the complaint with the council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer, with a copy to the Legal Division, within ten (10) days of receiving notice of the complaint. A copy of the response shall be sent to the complainant(s).

Section 4

Confidentiality

Once a complaint has been filed, communications between the complainant(s), respondent(s), council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer, and conciliators should be kept confidential to the extent possible.

Section 5

Selection of Conciliators

Within fifteen (15) days of filing the complaint, each party to the dispute shall select one (1) neutral conciliator, who shall be a past district governor, preferably a past council chairperson, who is currently a member in good standing of a club in good standing, other than a club which is a party to the dispute, in the multiple district in which the dispute arises, and shall be impartial on the matter in dispute and without loyalties to any party to the dispute. The selected conciliators shall select one (1) neutral conciliator who will serve as chairperson, and who shall be a past international director and is currently a member in good standing of a club in good standing in the multiple district in which the dispute arises, other than a club which is a party to the dispute, and shall be impartial on the matter in dispute and without loyalties to any party to the dispute. In the event there is no neutral past international director who may be selected from within the multiple district in which the dispute arises, the selected conciliators may select one (1) neutral conciliator/chairperson who shall be a past international director and is a member of a club in good standing outside the respective multiple district. The selected conciliators' decision relative to the selection of the conciliator/chairperson shall be final and binding. Upon completion of the selection process, the conciliators shall be deemed appointed with all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure.

In the event the selected conciliators cannot agree on the selection of the conciliator/chairperson within the time frame noted above days, then the selected conciliators shall be automatically deemed to have resigned for administrative reasons and the parties must select new conciliators (“the second team of selected conciliators”) who shall then select one (1) neutral conciliator/chairperson in accordance with the selection procedures and requirements described above. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within the multiple district in which the dispute arises, the selected conciliators may select one (1) neutral conciliator/chairperson who shall be a past international director and is a member of a club in good standing outside the respective multiple district. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within or outside the multiple district in which the dispute arises, then the past international director who most recently served on the International Board of Directors from within the multiple district in which the dispute arises or from an adjacent multiple district, whichever is closest in proximity, shall be appointed as conciliator/chairperson. The time limits in this Section E may not be shortened or extended by the multiple district council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer or the conciliators.

Section 6

Conciliation Meeting & Decision of Conciliators

Upon being appointed, the conciliators shall arrange a meeting of the parties for the purpose of conciliating the dispute. The meeting shall be scheduled within thirty (30) days of the appointment of the conciliators. The objective of the conciliators shall be to find a prompt and amicable resolution to the dispute. If such conciliation efforts are unsuccessful, the conciliators shall have the authority to issue their decision relative to the dispute. The conciliators shall issue their decision in writing no later than thirty (30) days after the date on which the initial meeting of the parties was held, and the decision shall be final and binding on all parties.

The written decision shall be signed by all the conciliators, with the dissent of any conciliator properly noted, and a copy of the written decision shall be provided to all parties, the multiple district council chairperson or, in the event the complaint is directed against the council chairperson, the council secretary or council treasurer, the multiple district council of governors and to the Legal Division of Lions Clubs International. The decision of the conciliators must be consistent with any applicable provisions of the International, Multiple District and District Constitutions and By-Laws and policies of the International Board of Directors, and is subject to the authority of and further review by the International Board of Directors at the sole discretion of the International Board of Directors or its designee.

Failure to comply with the final and binding decision of the conciliators constitutes conduct unbecoming a Lion and is subject to loss of membership privileges and/or charter cancellation.

ARTICLE XI-AMENDMENTS

Section 1

All resolutions for a change to the Multiple District Constitution and By-Laws shall be referred to the Constitution and By-Laws Committee.

This Constitution may be amended only at a Multiple District Convention, by resolution proposed by a Club and endorsed by a majority of the Clubs in the Zone or Sub-District.

All resolutions for a change in the Constitution shall be first submitted to the Annual Fall Conference by any Club after seeking endorsement as aforementioned and subsequent notice of same shall be given to all Clubs in the Multiple District at least 30 days prior to vote being held.

The above notwithstanding, the Multiple District Council of Governors may offer amendments to this Constitution at a Multiple District Convention without the same having been submitted by a Club, provided however, that due notice shall be given to all Clubs in the Multiple District subsequent to the Fall Conference at least 30 days prior to the vote being taken.

Amendments offered at the Fall Conference may be amended at the annual Multiple District Convention if they are within the general meaning of the original proposal.

Amendments proposed as aforementioned require a two-third (2/3) affirmative vote of the delegates registered at the Multiple District Convention, present, qualified and voting, in order to be adopted.

Section 2

Notwithstanding Section 1, in the event of a proposed constitutional change to sub-district boundaries, the voting process by secret ballots shall take place at the individual sub-district conventions in that fiscal year, in accordance with the Constitution and By-Laws of Lions Club International.

Section3

Each amendment shall take effect at the close of the convention at which it is adopted unless otherwise specified in the amendment.

Section 4

AUTOMATIC UPDATE. When amendments to the International Constitution and By-Laws are passed at the International Convention, any amendments that would have an effect on this Multiple District Constitution and By-Laws shall automatically be updated in this district constitution and by-laws at the close of the convention.

Two ** means "Provided that the District Governor has decided to retain the position of Region Chair."

Amended on May 26, 2019

BY-LAWS

ARTICLE 1 - NOMINATIONS AND ENDORSEMENT

THIRD VICE PRESIDENT AND INTERNATIONAL DIRECTOR NOMINEES

Section1- ENDORSEMENT PROCEDURE

Subject to the provisions of the International Constitution and By-Laws, any member of a Lions Club in the Multiple District seeking endorsements of Conventions of his Sub-District and the Multiple District as a candidate for the office of International Director or Third Vice-President shall:

- (a) Deliver (by mail or in person) written Notice of Intention to seek such endorsement to the District Governor of his Sub-District, and the Multiple District Council Secretary-Treasurer no less than thirty (30) days prior to the convening date of the Convention (Sub and Multiple) at which such question of endorsement is to be voted upon;
- (b) Deliver with said Notice of Intention evidence of fulfillment of the qualifications for such office set forth in the International Constitution and By-Laws.

Section2- NOMINATION

Each notice of Intention so delivered shall be transmitted forth with by the Sub-District Governor and the Cabinet Secretary-Treasurer, as the case maybe, to the Nominating Committee of the respective Convention which shall review and perfect the same by obtaining from each perspective candidate any additional evidence of such intention and qualification as may be necessary under the International Constitution and By-Laws, and shall place in nomination at the respective Convention the name of each such prospective candidate who has fulfilled said procedural and Constitutional requirements.

Section 3- SECONDING SPEECH

Each such nominee for endorsement shall be entitled to ten (10) minutes to promote his candidacy at the convention.

Section 4 - VOTE.

The vote on the question of endorsement be by secret written ballot. The nominee receiving a majority of the votes cast shall be declared endorsed (elected) as the candidate of the respective Convention and District (Sub or Multiple). In the event of a tie vote, or failure of one nominee to receive the required majority, on any ballot, balloting shall continue with respect to the two nominees only who received the largest number of votes on the previous ballot until one receives the required majority of the votes cast.

Section 5 - CERTIFICATION OF ENDORSEMENT

Certification of endorsement by the respective Conventions (Sub and Multiple) shall be made in writing to the International Office by the Sub and Multiple District officials designated, and in accordance with the requirements therefore set forth, in the International Constitution and By-Laws.

Section 6 - VALIDITY.

No endorsement of any candidacy of any member of a Lions Club in this Multiple District shall be valid unless and until the provisions of this Article have been met.

ARTICLE II - COUNCIL OF GOVERNORS

Section 1. MULTIPLE DISTRICT COUNCIL OF GOVERNORS.

The Council of Governors shall:

- (a) Make all contracts and approve all bills relating to Multiple District Convention administrative expenses.
- (b) Designate a depository for Multiple District funds.
- (c) Determine the amount of surety bond for the Council Secretary-Treasurer, and approve the surety company issuing said bond.
- (d) Receive financial reports, semi-annually or more frequently, from the council secretary-treasurer, and provide for a review or audit at the end of the fiscal year of the books and accounts of the Council Secretary- Treasurer. Per Article IV Section 5 of the By-Laws of the Multiple District

ARTICLE III -DUTIES

Section 1 MULTIPLE DISTRICT COUNCIL CHAIRPERSON. The multiple district council chairperson shall be the administrative facilitator of the multiple district. All actions are subject to the authority, direction and supervision of the multiple district Council of Governors.

In cooperation with the Council of Governors, the council Chairperson shall,

- (a) Further the Purposes of this association;
- (b) Serve as the Global Action Team Multiple District Chairperson to administer and promote membership growth, leadership development and humanitarian service throughout the multiple district by:
 - (1) Ensuring the selection of a qualified Lion leader for the positions of GST multiple district coordinator, GMT multiple district coordinator and GLT multiple district coordinator.
 - (2) Ensure regular meetings to discuss and advance initiatives established by the multiple district Global Action Team.
 - (3) Collaborate with area leaders and district Global Action Teams
- (c) Assist in communicating information regarding international and multiple district policies, programs and events;
- (d) Document and make available the goals and long range plans for the multiple district as established by the Council of Governors;
- (e) Convene meetings and facilitate discussion during council meetings;
- (f) Facilitate the operations of the multiple district convention;
- (g) Support efforts initiated by the International Board of Directors or the Council of Governors that are intended to create and foster harmony and unity among district governors;
- (h) Submit reports and perform such duties as may be required by the multiple district constitution and by-laws;

Section 2

Under the supervision and direction of the Council, the **Multiple District Council Secretary-Treasurer** shall:

- a) Keep an accurate record of the proceedings of all meetings of the Council and within ten (10) days after each meeting forward copies thereof to all members of the Council, and the

office of Lions International in accordance with Article 1X Section 8 of the Constitution of Lions Club International;

- b) Assist the Council in conducting the business of the District, and perform such other duties as are specified or implied in this Constitution and By-Laws, or as may be assigned from time to time by the Council;
- c) Receive and give proper receipt for all per capita dues required to be paid over to the Multiple District here under by the Sub-District Cabinet Secretary-Treasurer, deposit the same in a bank or banks designated by the Council, and disburse the same under the supervision and control of the Council by cheques drawn against said deposits signed by CST and countersigned by the Council Chair or other duly authorized Council member.
- d) Keep accurate books and records of account and minutes of all Council and Multiple District meetings, and permit inspection of the same by any member of the Council or any club in the Multiple District (or any duly authorized agent of either) at any reasonable time for any proper purpose;
- e) The Council Secretary-Treasurer shall present to all Conferences and Conventions and send to the MDN webmaster for posting on the MD Website a comprehensive financial report detailing all expenses including, but not limited to those of Committee Chairs.
- f) Secure bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the Council.
- g) Attend the first meeting of the Incoming Council to provide continuity.
- h) The Council Secretary-Treasurer is responsible to remit a job description, as established in Appendix "N" of MDN Policy Manual, to all newly appointed MD N Chairs.

Section 3 - MULTIPLE DISTRICT GLOBAL ACTION TEAM. Chaired by the council chairperson and includes the GMT multiple district coordinator, GST multiple district coordinator and GLT multiple district coordinator. Develops and initiates a coordinated plan to help expand

humanitarian service, achieve membership growth, and develop future leaders within the multiple district. Meets regularly to discuss the progress of the plan and initiatives that may support the plan. Collaborates with area leaders and members of district Global Action Teams to share best practices, achievements and meet challenges.

Section 4 GLOBAL SERVICE TEAM (GST) MULTIPLE DISTRICT COORDINATOR. The GST multiple district coordinator is a member of the Multiple District Global Action Team. His/her responsibilities include:

- (a) Develop and execute an annual multiple district action plan and monitor progress toward goals. Support districts and offers motivation to reach district goals.
- (b) Collaborate with GMT and GLT multiple district coordinators and the Global Action Team Multiple District Chairperson (council chairperson) to further initiatives focused on leadership development, membership growth, and expanding humanitarian service.
- (c) Support local community service projects that create a sense of belonging and pride to the Lions and Leos in the multiple district.
- (d) Collaborate with GMT and GLT to provide retention strategies to districts.
- (e) Communicate regularly with GST district coordinators to inform them of LCI and LCIF programs, partnerships and grants.
- (f) Serve as a resource and content expert for regional best practices in service project implementation for LCI initiatives.
- (g) Encourage GST district coordinators to promote service projects that attract multiple generational participant, including the integration and leadership development of Leos.
- (h) Increase LCIF coordinator collaboration at the multiple district and district level to maximize LCIF resources and fundraising.
- (i) In coordination with the LCIF multiple district coordinator, monitor LCIF Grants given to the multiple district.

Section 5 - GLOBAL MEMBERSHIP TEAM (GMT) MULTIPLE DISTRICT COORDINATOR. The GMT multiple district coordinator is a member of the Multiple District Global Action Team. His/her responsibilities include:

- (a) Collaborate with the GLT and GST multiple district coordinators and the Global Action Team Multiple District Chairperson (council chairperson) to further initiatives focused on leadership development, membership growth and expanding humanitarian service.
- (b) Develop and execute an annual multiple district membership development plan.
- (c) Communicate regularly with the GMT district coordinators to ensure that they are aware of available membership programs and resources.
- (d) Monitor each district's progress towards membership goals. Offer motivation and support to help district reach their goals.
- (e) Encourage GMT district coordinators to include diverse populations to participate in Global Action Team initiatives.
- (f) Respond quickly to prospective member leads provided by LCI, track recruitment and provide status report of the lead.
- (g) Complete requirements and submit applications to receive multiple district funding from LCI for membership development activities.
- (h) Provide retention strategies to districts in collaboration with GLT and GST multiple district coordinators.
- (i) Motivate districts to charter specialty clubs.

Section 6 – GLOBAL LEADERSHIP TEAM (GLT) MULTIPLE DISTRICT COORDINATOR. The GLT multiple district coordinator is a member of the Multiple District Global Action Team. His/her responsibilities include:

- (a) Collaborate with your GMT and GST multiple district coordinators and Global Action Team Chairperson (council chairperson) to further initiatives focused on leadership development, membership growth and expanding humanitarian service.
- (b) Develop and execute an annual multiple district leadership development plan.
- (c) Communicate regularly with GLT district coordinators to ensure they are aware of leadership development programs and resources available.
- (d) Provide ongoing motivation to and monitors progress of GLT district coordinators, zone chairpersons and club leadership to achieve leadership development goals.
- (e) Encourages GLT district coordinators to include diverse populations to participate in Global Action Team initiatives.
- (f) Promote leadership development opportunities that encourages participation all levels of the association.
- (g) Organize and facilitate instructor-led and web-based training in coordination with LCI.
- (h) Collaborate with GMT and GST multiple district coordinators to provide retention strategies to districts.
- (i) Include diverse populations to participate in Global Action Team initiatives.
- (j) Identify potential and new leaders to participate in service, membership and leadership development opportunities.

- (k) Complete requirements and submits applications to receive multiple district funding from LCI for leadership development activities.

Section 7 - LCIF MULTIPLE DISTRICT COORDINATOR. The LCIF Multiple District Coordinator is appointed by the LCIF chairperson and LCI president to serve for a three-year term. This position serves as an ambassador for Lions Clubs International Foundation and reports directly to LCIF chairperson and LCIF Board of Trustees. His/her responsibilities include:

- (a) Identify, recruit and train a Lion in each district to serve a three-year term as the LCIF district coordinators.
- (b) Be familiar with LCIF initiatives and educate Lions within the multiple district on the various grants and projects supported by LCIF. Assist district governors with grant applications to LCIF, as needed.
- (c) Promote foundation initiatives in multiple district publications, during district and multiple district events and to the public at large.
- (d) Ensure that LCIF-funded projects within the multiple district receive proper promotion and follow grant-criteria guidelines.
- (e) Encourage all Lions within the multiple district to contribute to LCIF and promote recognition programs as incentives to donate to LCIF.
- (f) Identify potential major gift donors, local foundations, corporations, and businesses with the potential to support LCIF and, and when appropriate, be involved in the gift-request process.
- (g) Assist with the submission of LCIF funds, MJF applications, and other donation information when necessary.
- (h) Report progress quarterly to the area LCIF Trustee.

Section 8 - SERGEANT-AT-ARMS. The **Sergeant-at-Arms** shall maintain order and decorum at the respective conventions and meetings and perform such other duties as are incidental to the office under “Robert’s Rules of Order Newly Revised”.

ARTICLE IV –FINANCE

Section1

Multiple and Sub-District dues as established from time to time shall be levied upon each member of each Club in the Multiple District, or Sub-District where appropriate, and shall be collected and paid in advance by each club, except newly chartered and reorganized clubs, in two (2) semi-annual payments as follows: one half of established fees per club member on or before September 30th of each year to cover the semi-annual period July 1st to December 31st; and one half on or before March 30th of each

year to cover semi-annual period January 1st to June 30th, with billings of said dues to be based upon the roster of each club as of the first day of July and January respectively. These dues shall be collected from the clubs in each Sub-District by, and be remitted to, the respective Cabinet Secretary-Treasurer, who shall deposit the monies so collected in a special account in a bank or depository chosen by the respective Sub-District Cabinet.

Any Club, which is chartered or recognized in a current fiscal year, shall collect and pay said per capita tax for said fiscal year on a pro-rat basis from the first day of the second month following the date of its organization or reorganization, as the case may be.

Section 2

Multiple District per capita dues shall be established by a budget resolution of the Multiple District Convention provided that any change in the per capita dues of the Multiple District is subject to prior notice at the preceding Fall Conference with appropriate notice to all Clubs in the Multiple District at least 30 days prior to the vote being held.

Multiple District dues, as approved by a Multiple District Convention, are binding upon all Clubs in the Multiple District and do not need Sub-District approval to be collected. Multiple District per capita dues collected by the Sub-District Cabinet Secretary-Treasurer shall be paid over to the Council Secretary-Treasurer by October 15th and April 15th. The funds so collected shall be used for defraying approved expenses of the Multiple District and shall be expended only by the Council Secretary-Treasurer and countersigned by the Council Chair or other authorized member of the Council.

Multiple District per capita dues for Campus Clubs shall be 50% of the regular rate and shall be collected by the Sub-District CST and shall be paid to the MDCST as noted above.

A) **BANK**

Multiple District N shall appoint an Association Depository at a Canadian bank, as approved by the Council of Governors. This appointment must be confirmed by Resolution of Council, inserted in the annual minutes of Multiple District N. **when a change of institution is made.**

This appointment of Association Depository will be reviewed every three to five years by Council, in conjunction with the Budget and Audit Committee.

B) BANKING RESOLUTION OF MULTIPLE DISTRICT N

The undersigned, being the Council Secretary-Treasurer of the above association, hereby certifies that on the _____ day of May, _____ the Council of Governors of the Multiple District N adopted the following resolution which will take effect on July 1st.

Council Chair **Date** _____

Council Secretary-Treasurer **Date** _____

Member of the Council of Governors **Date** _____

To expedite financial matters with LCI the CST shall open an account with LCI to provide for electronic payment of bills with LCI.

C) COUNCIL SECRETARY-TREASURER

Notice to rescind the appointment of the named financial institution must be published as a notice to membership not less than thirty (30) days prior to the Annual Convention and confirmed in the Annual minutes District N.

D) SIGNING AUTHORITY

The Council of Governors shall approve annually three (3) Council members to sign cheques, who shall be the Council Secretary - Treasurer, the Council Chair and one other member of Council who is not from the same District as either the Council Secretary – Treasurer or the Council Chair. The Council Chair, Council Secretary-Treasurer and the other signatory shall not countersign their own reimbursement cheques and no blank cheques shall be pre-signed. The Council Secretary-Treasurer shall make the necessary arrangements for signing authority with the bank.

E) TERM

The term of Signing Authority for the three (3) Council members shall commence on July 1 and shall end on June 30 of each *Lionistic* year.

Section 4

Sub-District per capita dues shall be established by budget resolution of the respective Sub-District Conventions provided that any change in the per capita dues of the Sub-District is subject to prior notice at the preceding Cabinet meeting, with appropriate notice to all Clubs in the Sub-District.

The funds so collected shall be used to defray approved expenses of the Sub-District in which they are collected, and only upon approval of the District Governor's Cabinet, and shall be expended only by the Cabinet Secretary-Treasurer and countersigned by the District Governor or other signatory officer, as approved by Cabinet.

No two officers authorized as signatories may reside in the same household.

Section 5

A) Auditors-Multiple District:

It shall be the responsibility of the Budget and Audit Committee to conduct an audit of the funds of the Multiple District within sixty (60) days of the conclusion of the fiscal year and to include both financial and compliance audits. Such audits shall be carried out by not less than two Lions, who are not members of the Secretary-Treasurer's home Sub-District.

The committee's report, which shall include a detailed statement of income and expenditures with comparative data from the two preceding years, and shall be presented at the next succeeding meeting of the Council of Governors and circulated to all Clubs.

B) Appointment of Auditors-Sub-District

A committee of not less than two (2) Lions, none of whom shall be members of the District Governor's or Cabinet Secretary-Treasurer's home Club, shall be nominated annually by the Vice-District Governor / Incoming District Governor and approved at the Sub-District

Convention, to conduct an audit of all funds of the Sub-District within sixty (60) days of the conclusion of the fiscal year.

The committee's report with comparative data from the two preceding years, which shall include a detailed statement of income and expenditures, shall be presented at the next succeeding meeting of the Sub-District Cabinet and circulated to all Clubs.

Section6

Appropriate notice to all Clubs in the Multiple District, or to all Clubs within a Sub-District, for the purpose of giving notice of proposed changes in per capita dues, or for publication of audited financial statements shall be by mail, electronic transmission, or by publication at least thirty (30) days prior to the vote being held in the approved Sub or Multiple District Publication to all Club Secretaries in the Multiple District or Sub-District and to be voted upon by secret vote at the Multiple or Sub-District Convention.

Section7

MULTIPLE DISTRICT DUES:

The rate of Multiple District dues are as follows:

Multiple District Convention Fund	\$0.55
Multiple District Administration Fund	2.75
Multiple District Promotion Fund	0.20
Multiple District Activities Fund	0.25
Multiple District Education and Training Fund	<u>1.75</u>
	\$5.50

Section8

EXPENSES

- A) Lions entitled for reimbursement shall be reimbursed as stipulated in the MDN Constitution, By- Laws, Policy Manual and the MDN Reimbursement Policy at Appendix 1 of the Policy Manual.

- B) The Council Chair and Council Secretary-Treasurer shall be eligible for expenses for attending all meetings of Council, the Fall Conference and the Multiple District Convention. Reimbursement will include their Hospitality Book, but not that of their spouse or partner.

- C) The following Lions shall be entitled for reimbursement for postage, photo copies and telephone calls in connection with the proper business of Council and it's Multiple District Committees:
 - a) Council Chair
 - b) Council Secretary-Treasurer
 - c) Multiple District Chairs
 - d) Past International Directors

Receipts and copy of phone bill must be submitted with request. All requests for reimbursement must be submitted to the Council Secretary-Treasurer for repayment.

- D) Expenses not covered by the By-Laws, Policy Manual and the Multiple District N Reimbursement Policy must be approved by Council prior to any reimbursement being made.

Section 9

Neither the Multiple District Council of Governors, nor the District Governor and Cabinet in any Sub- District shall incur obligations in any fiscal year, which will create an unbalanced budget or deficit in said fiscal year.

Section 10

No travel allowance, or travel subsidy shall be paid from Multiple or Sub-District funds for travel that is reimbursable from Lions Club International under the International Reimbursement Policy All eligible expenses will be reimbursed as detailed in the Multiple District N By-Laws,

Policy Manual and the Multiple District N **Reimbursement Policy** or by the Sub-Districts legal documents and **Reimbursement Policy**, if existing.

ARTICLE V- MULTIPLE DISTRICT CONVENTION FUND

Section 1

Annual per capital Multiple District Convention fund dues shall be levied, collected, and administered, in accordance with Article IV of these By-Laws.

Section 2

The funds so collected shall be used for defraying expenses of Multiple District Conventions and Fall Conferences.

Section 3

Any funds over and above a base amount of \$3,000 shall be used for the sole purpose of defraying and reducing the costs of delegates attending the Fall Conference and Multiple District Convention during the fiscal year.

Section 4A

CONVENTION CONTINGENCY FUND

The convention Contingency Fund is a reserve for unforeseen or unpaid Convention Liabilities for which the Multiple District may be responsible during or after a convention.

-) The funds are to be used exclusively for defraying expenses of Multiple District "N" Conventions.
-) The funds accrue within the Multiple District Convention fund.
-) When the fund accrues to \$1500.00 with all convention liabilities for the current year or past years settled, Council may transfer funds above the \$1500.00 to other existing liabilities.

Section 4B

CONVENTION NET PROCEEDS

The convention host club(s) is entitled to 50% of the net profit from the convention. The other 50% of the said net profit is distributed to Multiple District "N" Convention Contingency Fund. 100% of net profit is to be returned by the Convention Committee by cheque payable to the Multiple District with the final convention report and financial documents. A cheque for the 50% share to the host Club(s) will be issued on completion of audit verification.

ARTICLE VI- MULTIPLE DISTRICT ADMINISTRATION FUND:

Section1

Annual per capita Multiple District administration fund dues shall be levied, collected, and administered in accordance with Article IV.

Section2

The funds so collected shall be used for administrative expenses of the Multiple District such as expenses of the Council Chair, the Council Secretary-Treasurer, such district chairs as defined in the by-laws, the Policy Manual and the official district publications.

ARTICLE VII - MULTIPLE DISTRICT PROMOTION FUND:

Section1

Annual Multiple District promotion fund dues, as determined from time to time shall be levied, until the dues funding cap is reached, upon each sub-district of the Multiple District, payable by the Cabinet Secretary-Treasurer upon receipt of invoice from the Council Secretary-Treasurer.

Section2

The Council Secretary-Treasurer shall deposit receipts for the purpose in an interest-bearing account to be accumulated from year to year. The interest earned on these invested funds shall accrue to the fund and not be subject to the dues funding cap.

Section3

Multiple District N shall contribute to the "Canadian Caucus Fund" in the amount of \$0.15 per capita annually.

Section4

The Multiple District promotion fund shall be used for two purposes.

1. For the contribution by Multiple District N to the "CANADIAN CAUCUS FUND" annually and

2. For support of a candidate from the Multiple District in seeking an International Office other than District Governor. No allocation of funds may be made until a candidate has received the required endorsement of the Multiple District and all disbursements shall be subject to fiscal control by the Multiple District Council.

Section5

FundingCap:The funding Cap for the M. D. Promotion Fund shall be \$15,000.00 after which the dues allocation shall be reallocated by the Council.

ARTICLE VIII – MULTIPLE DISTRICT ACTIVITIES FUND:

Section1

AnnualpercapitaMultipleDistrictActivitiesfundduesmaybelevied,collectedandadministeredinaccordance with Article1V.

Section2

Thefundssocollectedshallbeusedforthepaymentofbudgetedexpensesincurredforactivitiesapproved byCouncil.

Section3

Payments of these dues by Clubs within the Multiple District may be made from the ClubActivitiesaccount.

ARTICLE IX – MULTIPLE DISTRICT EDUCATION AND TRAINING FUND:

Section1

Annual per capital Multiple District Education and Training fund dues shall be levied, collected and administered in accordance with Article IV.

Section2

The funds so collected shall be used for Education and Training expenses of the Multiple District and for approved Training Programs of the Sub-Districts sanctioned by the Multiple District Council.

ARTICLE X – MULTIPLE DISTRICT ACCOUNTS

- A) Any and all accounts to be established in the name of Multiple District N to carry on approved Multiple District projects or activities must first receive the approval of the Council of Governors, together with a letter authorizing the/ appropriate signing officers for such accounts.

- B) Any person entitled to sign on any account established in the name of Multiple District N shall be bonded under the terms of the bond covering the Council Secretary-Treasurer and other officers of Multiple District N.

- C) Any individual, who has received Council approval to establish an account in the name of Multiple District N to carry out any approved project or activity shall within sixty (60) days of the completion of the activity provide to the Council of Governors a full accounting of all funds received and disbursed; including all supporting receipts and documentation in support thereof, and shall turnover to the Council Secretary-Treasurer the balance of any funds held in said account for deposit to the appropriate main account of the Multiple District, which funds may then be advanced with Council approval to any succeeding chair or individual.

- D) An audit of all accounts shall take place annually in conjunction with the audit of the Multiple District's books and records as set out in the Multiple District By-Laws, Article 1V, and Section 5.

- E) The Council Secretary-Treasurer shall establish a bank account, in Canadian funds.

- F)

ARTICLE XI – SUB-DISTRICT ADMINISTRATIVE FUND

Section 1

To provide revenue to defray the administrative expenses of each Sub-District, annual per capita Sub-District administrative fund tax shall be levied, collected, and administered in accordance with Article iV.

Section 2

The funds so collected shall be used for the administrative expenses of the Sub-District in which they are collected.

Section 3

Expenses of the Cabinet Secretary-Treasurer for attendance at District Cabinet meetings, Fall Conferences, and Multiple District Conventions are District Administrative Expenses.

Section 4

Expenses of the District Governor and partner for attendance at the International Convention may be considered as a District administrative expense at the discretion of the Sub-District.

Section 5

Expenses for the publication of a district magazine or publication, when approved by the Sub-District Cabinet, are administrative expenses.

ARTICLE XII - SUB-DISTRICT ACTIVITY FUND

Section 1

Annual per capita Sub-District activity fund dues may be levied, collected, and administered in each Sub-District in accordance with Article IV. Payments of these dues by Clubs within the Sub-District may be made from the Club Activities Account.

Section 2

Funds so collected may be used for promotion of the geographical area of the Sub-District at the Multiple District Convention or International Convention, or for other non-administrative expenses as approved by the Sub-District Cabinet.

Section 3

In addition to the established activity fund, Sub-District, upon approval by the Sub-District Cabinet, may solicit voluntary contributions for approved Sub-District level service activities.

Section 4

With approval of each Sub-District participating, Sub-Districts may enter into joint activities with other Sub-Districts utilizing the resources of Sub-District Activity dues or voluntary contributions.

ARTICLE XIII – FISCALYEAR:

The fiscal year of this Multiple District and each Sub-District shall be from July 1st to June 30th

ARTICLE XIV – MULTIPLE DISTRICT

The Multiple District Council of Governors shall establish such standing and ad-hoc committees as deemed necessary and appoint knowledgeable and qualified Lions to chair said committees.

Organization of Committees

Committee Chair: In the event of a vacancy in the chair for any reason, the Council shall appoint a replacement at the next meeting. The names and addresses of all committee and sub-committee chairs shall be reported to the Council Secretary-Treasurer at the Council Meeting, and, including but not limited to the web-site.

Term: The term of appointment shall be for three years for each chair. (With the exception of the Multiple District Convention Chair and Speak-out Chair, this will be for a term of one year.) A Lion can only serve two consecutive terms as the Chair of a Multiple District Committee.

Chair Responsibilities: Each chair will be responsible to present a written report and evaluation of their committee's work. This evaluation should include the work completed, successes and needs, and recommendations for next steps and budget. Chair's expenses will be paid only after they have presented their report, evaluation, recommendations and budget to the Council Meetings and the incoming Council at their first meeting.

Each Multiple District Committee Chair is responsible to remit his/her records and information to his/her succeeding Chair.

The Council: Reserves the right to remove any Committee Chair for cause or non-performance of the duties as defined.

Committee Members: With the exception of the Budget and Audit Speak-out and Convention Committees, the chair of each sub-district mirror committee shall be the member of the respective Multiple District Committee representing the Sub-District.

The chair may appoint up to four (4) additional members who have expertise in the committee's subject matter two of whom may be non-Lions who have expertise that will assist the committee.

In the event a standing committee member representing a Sub-District is not available to attend a committee meeting at Multiple District Conventions, Conferences or Rallies, the District Governor may appoint a Lion who is present to represent the Sub-District.

In the event that the Multiple District Committee Chair is not available for any scheduled meeting of the committee at a Multiple District Convention, Conference or Rally, the Council Chair may appoint another Lion to chair the meeting.

Committee Meetings: Multiple District Chairs shall hold meetings of their respective committee as much as feasible at the Multiple District Conventions/Conferences with representatives from all Sub-Districts attending as stipulated in this Article.

Convention Chair: Will reserve meeting rooms as required. All Multiple District Committee meetings shall be opened to all interested Lions, with sufficient seating capacity provided by the Convention Chair to accommodate everyone wishing to attend. All Multiple District Committee Chairs attending the Convention shall attend the first meeting of the incoming Council held immediately after the close of the Multiple District Convention.

Quorum: A majority of the Committee in attendance shall constitute a quorum.

Annual Reports: Each Committee Chair shall submit a written report of all its deliberations to the Council and the Multiple District Convention each year, or as requested more frequently by the Council. Said reports are to be published in the official publication of the Multiple District and the Multiple District website.

Search Committee: Where deemed necessary by the Council to provide competent and quality chairs for any committee, the council may appoint a search committee, to consist of a Chair and two other Lions, to acquire a candidate to replace the chair of a committee.

A list of the various Multiple District Committee Chair positions which are to be filled by the Incoming Council at their first meeting must be sent by the Council Secretary-Treasurer to the District Governors sixty (60) days prior to the Multiple District Convention. Names for such available positions must be submitted by the District Governors or by individual interested Lions, to the Council Secretary-Treasurer ten (10) days prior to the Convention.

Council shall provide for an equal as possible distribution of Multiple District Chair-ships amongst all the Sub-Districts, provided that qualified and interested Lions are available.

Expenses: No Multiple District Committee Chair, except those indicated hereunder, shall be reimbursed expenses to attend Council meetings, special meetings, Conferences or Conventions unless required in writing by Council to attend. Such notices shall be sent in a timely manner to permit requested Chairs to book their accommodation and transportation in due time.

The Chair of Constitution and By-Laws Committee is expected to attend all meetings of Council and the Business Sessions of the Multiple District. The Chairs of the Budget and Audit Committee and GLT, GST, and GMT Coordinators are expected to attend the Fall Conference and the Multiple District Convention. The Incoming Chair (Vice Chair) of the Convention Committee is expected to attend the Multiple District Convention.

The above mentioned Chairs shall present either, a report to Council and/or to the business session, a budget, a training session, and carry out their duties as stipulated in the By-Laws and Policy Manual, to be eligible for reimbursement of expenses. No member of any Multiple District Committee, except the Chair, shall be eligible for expense reimbursement.

Subject to the above paragraphs, the Chair of the Multiple District will be reimbursed from the various funds as and follows: Constitution and By-Laws (Administration Fund), Budget and Audit(Administration), Long Range Planning (Administration), Global Leadership Coordinator (Training Fund), Communication (Administration), Global Membership Coordinator (Administration) Global Service Coordinator (Administration) and the Vice Chair of the Conference and Convention Committee (Convention). Expenses of the Multiple District Convention Chair will be covered by the Convention budget and funds.

ARTICLE XV- MULTIPLE DISTRICT PUBLICATION

Section 1.

The official publication of the Multiple District, which shall be published electronically not less than two times a year, shall be known as the "Lions N'Former". As the official publication of the Multiple District, the Lions N'Former' shall publish in a digital format, all official notices, minutes, and such digital publication shall fulfill all requirements for notices to be given. The Communication's Chair shall forward the 'Lions N Former' by email to the web-masters of the Multiple District and Sub-Districts for posting on their respective websites and to the Cabinet Secretary-Treasurer for further distributions to the Clubs and Lions of their Sub-Districts, as they wish. The Sub-Districts or the Lions Clubs shall be responsible to print and distribute paper copies as required by their Lions. The Communications Chair shall also forward an electronic copy to the members of Council, MD Chairs and Past District Governors provided they are on the web.

Section 2.

The Multiple District shall maintain an official web-site which shall contain the Multiple's directory, Constitution, By-Laws, and Policy Manual, official notes, minutes, budget financial reports, reports, publications, as well as items of interest. The web-master-(s) shall see to the electronic distribution of the official publication.

ARTICLE XVI – RULES FOR CONVENTION PROCEDURE

Section1

Order of Business

The Multiple District Council shall arrange the Order of Business for the Multiple District Convention, and the same shall be the order of the day for all sessions.

Section2

Multiple District “N” Standing Election Committee: Shall be established to serve a three year term consisting of the three (3) most recent serving Past Council Chairs (with power to substitute a PCC as required) with the most senior Past Council Chair as Committee Chair. At the end of their year as chair they would be replaced as a member on the committee by the current retiring Council Chair.

The Election Committee will serve without compensation and be responsible for the annual election of the Council Chair and the Multiple District endorsement of a candidate for International Director.

The election process shall be identical to that used for the endorsement of a candidate for International Director.

A fixed time shall be established for the registration and certification process as well as the voting process at the Multiple District Convention.

A room shall be made available for the exclusive use of the registration and certification of all convention attendees voting delegates and alternatives.

The election rules and procedures be included in the Multiple District Policy Manual.

Section3

Except as otherwise specifically provided in this Constitution and By-Laws, or in the Rules of Procedure adopted for a meeting, all questions of Order and Procedure in any District meeting or Convention (Sub or Multiple), any meeting of the Council a Sub-District Cabinet, Region, Zone or member Club, or of any group or committee of any one of them shall be determined by Robert’s Rules of Order, Newly Revised.

ARTICLE XVII –AMENDMENTS

Section1

A) All resolutions for a change to the Multiple District Constitution and By-Laws shall be referred to the Constitution and By-Laws Committee as per Article V1 and V11 of the

Multiple District Constitution. These By-Laws may be amended only at a Multiple District Convention, by resolution proposed by a Club and endorsed by a majority of the Clubs in the Zone or Sub-District.

- B) All resolutions for a change in the By-Laws shall be first submitted to the Annual Fall Conference by any Club after seeking endorsement as aforementioned and subsequent notice of same shall be given to all Clubs in the Multiple District at least thirty (30) days prior to the vote being held.
- C) The above notwithstanding, the Multiple District Council of Governors may offer amendments to these By-Laws for consideration at a Multiple District Convention without the same having been submitted by a Club, provided however, that due notice is given in accordance with this Article.
- D) Amendments offered at the Fall Conference may be amended at the Annual Multiple District Convention if they are within the general meaning of the original proposal.
- E) Amendments proposed as aforementioned, require an affirmative vote of a clear majority of the delegates registered at the Multiple District Convention, present qualified and voting, in order to be adopted,

Section 2

Each amendment shall take effect at the close of the Convention at which adopted unless otherwise specified in the amendment.

Section 3

AUTOMATIC UPDATE. When amendments to the International Constitution and By-Laws are passed at the International Convention, any amendments that would have an effect on this Multiple District Constitution and By-Laws shall automatically be updated in this district constitution and by-laws at the close of the convention.

APPENDIX "A"

This Multiple District shall consist of four Districts, the boundary lines of which are set by the Multiple District Council; said Districts and their designations areas follows:

N 1 Composed of the Province of New Brunswick, Canada; the Province of Prince Edward Island, Canada; and the Lions Clubs of Calais, Fort Fairfield, and Fort Kent in the State of Maine, USA.

N 2 Composed of the Province of Nova Scotia, Canada.

N 3 Composed of an area of the Province of Newfoundland and Labrador, Canada west and north of a line drawn from Long Harbour in Fortune in Fortune Bay to a point on the Trans-Canada Highway immediately west of Glenwood the nce to the mouth of the Gander River where it enters the ocean at Gander Bay and extended in a generally northerly and easterly direction between Change Islands and Fogo Island, and the Lions Club of Blanc Sablon and Bonne in Quebec.

N 4 Composed of an area of the Province of Newfoundland and Labrador, Canada east and north of a line drawn from Long Harbour in Fortune Bay to a point on the Trans-Canada Highway immediately west of Glenwood the nce to the mouth of the Gander River where it enters the ocean at Gander Bay and extended in a generally northerly and easterly direction between Change Islands and Fogo Island.