

## STANDARD CLUB CONSTITUTION

### ARTICLE 1

#### Name

The name of this organization shall be the Lions Club of Coppel, chartered by, and under the jurisdiction of the International Association of Lions Clubs.

### ARTICLE 11

#### Purposes

- (a) To create and foster a spirit of understanding among the people of the world.
- (b) To promote the principles of good government and good citizenship.
- (c) To take an active interest in the civic, cultural, social and moral welfare of the community.
- (d) To unite the members in the bonds of friendship, good fellowship and mutual understanding.
- (e) 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.
- (f) 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.

### ARTICLE 111

#### Membership

Section 1. **ELIBIBILITY FOR CLUB MEMBERSHHP.** Subject to the provisions of Article 1 of the by-laws, any person of legal majority and good moral character and good reputation in his/her community, may be granted membership in this Lions club. Wherever the male gender or pronoun presently appear in this constitution and by-laws, it shall be interpreted to mean both male and female persons.

Section 2. **MEMBERSHIP BY INVITATION.** Membership in this Lions club shall be acquired by invitation only. Nominations shall be made on forms provided by the international office, which shall be signed by a member in good standing who shall act as sponsor, and be submitted to the membership chairperson or the club secretary, who, after investigation by the membership committee, shall submit

Section 3. **FORFEITURE OF MEMBERSHIP.** Any member may be expelled from the club for cause by a two-thirds vote of the entire board of directors. Upon removal from this club, any and all right to use the name "LIONS," the emblem and other insignia of this club and this association shall be forfeited. This club shall remove members whose conduct has been deemed a violation of the International Constitution and By-Laws and Board Policy and unbecoming a Lion by the International Office or otherwise face charter cancellation.

## **ARTICLE IV**

### **Emblem, 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**

The Standard Form Club Constitution and By-Laws shall govern the club unless otherwise amended so as not to conflict with the district (single, sub- or multiple) and 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 club constitution and by-laws and the district (single, sub-and multiple) constitution and by-laws, the respective district constitution and by-laws shall govern. In addition, whenever, there may exist a conflict or a contradiction between the provisions set out in the club constitution and by-laws and the international constitution, and by-laws of board policy, the international constitution and by-laws and board policy shall govern.

## **ARTICLE VI**

### **Club Size**

A Lions club should strive to maintain 20 members; the numerical minimum membership required to receive a charter.

## **ARTICLE VII**

### **Officers**

Section 1. **OFFICERS.** The officers of this club shall be a president, immediately past president, the vice president(s), secretary, treasurers, Lion tamer (optional), tail twister (optional), membership director and all other elected directors.

Section 2. **REMOVAL.** Any officer of this club may be removed from office for good cause by two-thirds (2/3) vote of the entire club membership.

## **ARTICLE VII**

### **Board of Directors**

Section 1. **MEMBERS.** The members of the board of directors shall be the president, immediate past president, the vice president(s), secretary, treasurer, Lion tamer (optional), tall twister (optional), membership director, branch coordinator, if so designated, and all other elected directors.

Section 2. **QUORUM.** The presence in person and a majority of the directors shall constitute a quorum at any time meeting of the board of directors. Except as otherwise specifically provided, the act of a majority of the directors present at any meeting of the board shall be the act and decision shall have the following duties and powers.

- (a) It shall constitute the executive board of this club and be responsible for the execution, through the club officers, of the policies approved by the club. All new business and policy of this club shall be considered and shaped, first, by the board of directors for presentation and approved by the club members at a regular or special club meeting.
- (b) It shall authorize all expenditures and shall not create any indebtedness beyond the current income of this club, nor authorize disbursed of club funds for purposes inconsistent with the business and policy authorized by the club membership.
- (c) It shall have power to modify, override or rescind the action of any officer of this club.
- (d) It shall have the books, accounts and operations of this club audited annually or, in its discretion, more frequently and may require an accounting or have an audit made of the handling of any club funds by any officer, committee or member of this club. Any member of this club in good standing may inspect any such audit or accounting upon request at a reasonable time and place.
- (e) It shall appoint, on recommendation of the finance committee, a bank or banks for deposit of the funds of this club.
- (f) It shall appoint the surety for the bonding of any officer of this club.
- (g) It shall not authorize, nor permit, the expenditures, for any administrative purpose, of the net income of projects or activities of this club by which funds are raised from the public.
- (h) It shall submit all matters of new business and policy to the respective standing or special club committee for study and recommendation to the board.
- (i) It shall maintain at least two (2) separate funds governed by generally accepted accounting practices. The first fund to record administrative monies such as dues, tall twisting fines and other internally raised club funds. A second fund shall be established to record activity or public funds raised by asking support from the public. Disbursement from such funds shall be in strict compliance with Section (g) of this article.

## **ARTICLE IX**

### **Delegates to International and District Conventions**

Section 1. **DELEGATE ENTITLEMENT INTERNATIONAL CONVENTION.** Inasmuch as Lions Clubs International is governed by Lions, clubs in convention assembled, and in order that this club may have its voice in association matters, this club shall have power to pay the necessary expenses of its delegates to each annual convention of the association. This club shall be entitled in any convention of this association, to one (1) delegate and one (1) alternate for every twenty-five (25), or major fraction thereof, of its members 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, provided, however, that this club shall be entitled to at least one ((1) delegate and one (1) alternate. The major fraction referred to in this section shall be thirteen (13) or more members.

Section 2. **DELEGATE ENTITLEMENT DISTRICT/MULTIPLE DISTRICT CONVENTION.** Inasmuch as all district matters are presented and adopted at the district (single, sub- and multiple) conventions, this club shall be entitled to send the full quota of delegates to all such conventions and have power to pay the necessary expenses of such delegated attending such convention of its district (single or sub-and multiple) to one (1) delegate and one (1) alternate for each ten (10) members who have been enrolled for at least one and one day in this club, or major fraction thereof, of this club as shown by the records of the international office on the first day of the month last preceding that month during which this convention is held, provided, however, that this club shall be entitled to at least one (1) delegate and one (1) alternate. Each certified delegate present in person shall be entitled to cast one (1) vote of his/her choice on each question submitted to, the respective convention. The major fraction referred to in this section shall be five (5) or more members.

Section 3. **SELECTION OF CLUB DELEGATE(S) AND ALTERNATE(S).** The Board of Directors or its designated committee shall name and appoint, subject to approval of the club membership, the delegates and alternates of this club to district (single, sub-or multiple) and international conventions. Eligible delegates must be members in good standing in the club and entitle to vote in accordance with the rights and privileges chart set forth in Exhibit A of this Constitution and By-Laws.

## **ARTICLE X**

### **Club Dispute Resolution Procedure**

Section 1. **DISPUTES SUBJECT TO PROCEDURE.** All disputes arising between any member or members, or a former member or members, and the club, or any officer on the board of the club, relative to membership, or the interpretation breach of, or application of the club's constitution and by-laws, or the expulsion of any officer on the board of the club, or any other internal Lions club matter whatsoever which cannot be satisfactorily resolved through other means, shall be settled by dispute resolution. Except as otherwise provided herein, any time limits specified in this procedure may be shortened or extended by the district governor,

conciliator 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. REQUEST FOR DISPUTE RESOLUTION AND FILING FEE.** Any party to the dispute may file a written request with the district governor (a “complaint”) asking that dispute resolution take place. All requests for dispute resolution take place. All requests for dispute resolution must be filed with the district governor within thirty (30) days after the member knew or should have known of the occurrence of the event upon which the request is based. A copy of the complaint shall be sent to the respondent(s). A complaint filed under this procedure must be accompanied by a US \$50.00 filing fee or its equivalent in the respective national currency, payable by each complainant to the district (single or sub-), which shall be submitted to the district governor at the time the complaint is filed. Each district (single or sub-) may determine whether a higher filing fee will be charged for filing a complaint under this procedure. Any such higher filing fee must be approved by majority vote of the district cabinet in advance of charging any fee for filing a complaint under this procedure and any such fee shall not exceed US\$250.00, or its equivalent in the respective national currency, payable to the district (single or sub-). The entire filing fee will be retained by the district (single or sub-) as an administrative fee and shall not be refunded to any party unless a refund procedure is approved by the district cabinet. All expenses incurred relative to this dispute resolution procedure are the responsibility of the district (single or sub-), unless established district (single or sub-) 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 district governor within then (10) days of receiving notice of the complaint. A copy of the response shall be sent to the complainants(s).

**Section 4. CONFIDENTIALTY.** Once a complaint has been filed, communications between the complainant(s), respondent(s), district governor and conciliator should be kept confidential to the extent possible.

**Section 5. SELECTION OF CONCILIATOR.** Within fifteen (15) days of receipt of the complaint the district governor shall appoint a neutral conciliator to hear the dispute. The conciliator shall be a past district governor who is currently a member in good standing of a club in good standing, in the district (single or sub-) in which the dispute arises, other than the club which is a party to the dispute, and who is impartial on the matter in dispute and without loyalties to any party to the dispute. The district governor shall notify the parties, in writing, of the name of the appointed conciliator. In the event an objecting party must submit a written statement to the district governor’s notice of appointment identifying all the reasons for such an objection. If no such objection is received, the conciliator shall be deemed acceptable to all parties. If the district governor determines, in his or her sole discretion that the party’s written objection statement sufficiently demonstrates that the appointed conciliator lacks neutrality, the district governor shall appoint a substitute conciliator as provided above. Otherwise, the district

governor shall issue his or her denial of the objection(s) and confirm the appointment of the original conciliator, in writing, to all parties. The district governor's decision and appointment shall be determined within fifteen (15) days of receiving any party's written objection statement. Upon appointment, the conciliator shall have all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure. The time limit in this Section 5 may not be shortened or extended by the district governor who is currently a member in good standing of a club in good standing, in the district (single or sub-) in which the dispute arises, other than the club which is a party to the dispute, and who is impartial on the matter in dispute and without loyalties to any party to the dispute. The Legal Division shall notify the parties, in writing, of the name of the appointed conciliator. In the event an appointed conciliator is not acceptable to any party, the objecting party must submit a written statement to the Legal Division within ten (10) days of receiving the Legal Division's notice of appointment identifying all the reasons for such an objection. If no such objection is received, the conciliator shall be deemed acceptable to all parties. If the Legal Division determines, in their sole discretion, that the party's written objection statement sufficiently demonstrates that the appointed conciliator lacks neutrality, the Legal Division shall appoint a substitute conciliator as provided above. Otherwise, the Legal Division shall issue his or her denial of the objection(s) and confirm the appointment of the original conciliator selected by the Legal Division, in writing, to all parties. The Legal Division's decision and appointment shall be determined within fifteen (15) days of receiving any party's written objection statement. Upon appointment, the conciliator shall have all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure.

**Section 6. CONCILIATION MEETING & DECISION OF CONCILIATOR.** Upon being appointed, the conciliator shall arrange a meeting of the parties for the purpose of conciliating the dispute. The meeting shall be scheduled within thirty (30) days of appointment of the conciliator. The objective of the conciliator shall be to find a prompt and amicable resolution to the dispute. If such conciliation efforts are unsuccessful, the conciliator shall have the authority to issue his or her decision relative to the dispute. The conciliator shall issue the 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. A copy of the written decision shall be provided to all parties, the district governor and, upon request, to the Legal Division of Lions Clubs International. The decision of the conciliator 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 any 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 conciliator constitutes conduct unbecoming a Lion and is subject to loss of membership privileges and/or charter cancellation.

## **ARTICLE XI**

### **Branch Club Program**

Section 1. **BRANCH FORMATION.** Clubs may form branches to permit the expansion of Lionism into locations where and when circumstances do not support the formation of a charter club. The branch shall meet as a committee of the parent club and shall conduct service activities in its community.

Section 2. **MEMBERSHIP IN PARENT CLUB.** The members of the branch shall be granted membership in the parent club and the branch by membership invitation issued by the board of directors of the parent club. Membership shall be in one of the categories listed in Article 1 of the By-Laws.

Section 3. **FUNDRAISING.** Activity or public welfare monies raised by the branch by asking for public support shall be held in a fund established to record such purpose. They shall be distributed in the branch community unless otherwise specified. The board of directors of the parent club may authorize the branch coordinator to countersign checks and vouchers authorized for payment by the parent club's board of directors.

Section 4. **DESIGNATED BRANCH CLUB FUNDS.** In the event of dissolution of the branch club, any remaining branch club designated funds shall be returned to the parent club. In the event the branch club is converted into a newly chartered club, any remaining funds designated as branch club funds shall be transferred to the newly chartered club.

Section 5. **DISSOLUTION.** The branch may be disbanded by a two-thirds vote of the entire board directors of the parent club.

## **ARTICLE XII**

### **Club Funds**

Section 1. **PUBLIC (ACTIVITY) FUNDS.** All funds raised from the public must be returned to public use. Including money accumulated from invested public funds. The only deductions that may be made from the activity account are the direct operating expenses of the fundraising activity. Money accumulated from interest must also be returned to public use.

Section 2. **ADMINISTRATIVE FUNDS.** Administrative funds are supported through contributions from members through dues, fines and other individual contributions.

## **ARTICLE XIII**

### **Amendments**

Section 1. **AMENDING PROCEDURE.** This constitution may be amended at any regular or special meeting of the club, at which a quorum is present, by the affirmative vote of two-thirds (2/3) of the members present in person and voting, provided that the board has previously considered the merits of the amendments.

Section 2. **NOTICE.** No amendment shall be put to vote, unless written notice, stating the proposed amendment shall have been published to the member through regular post or electronic means, or delivered personally to each member of this club at least fourteen (14) calendar days prior to the meeting at which the vote on the proposed amendment is to be taken.