

PURPOSES

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

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

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

TO PROMOTE the principles of good government and good citizenship.

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

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

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

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

VISION STATEMENT

TO BE the global leader in community and humanitarian service.

MISSION STATEMENT

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

Constitution and By-Laws



The Club of

The Auburn Classic Noon Lions Club

chartered by

And under the jurisdiction of

THE INTERNATIONAL ASSOCIATION OF LIONS
CLUBS

This Constitution and Bylaws were prepared and
amended as follows:

Active President	Date of Change	Sections Changed	Pages
John Good	4/2009	Document Created	All Pages
John Good	4/2009	Document Finalized	All Pages
John Good	4/23/2009	Approved by Club Vote	All Pages

ORGANIZATION PLAN

Officers and Directors

Board of Directors (7 Members) – Voting Positions

President
Secretary
Treasurer
1st Vice President
Immediate Past President
2 Directors at Large

Club Officers (3 Members) – Non Voting Positions

Tail Twister
Membership
2nd Vice President
3rd Vice President

Administrative Committees

Call List – Attendance
Constitution and By-Laws – (Board of Directors)
Membership – (Optional at the Discretion of the Membership Officer)
Scholarships

Activity Chairs

Free Fall Fair
Christmas Families
Christmas Walk
Antique Appraisals
Golf Outing
Auburn Leo's Club
Scholarships

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ARTICLE I

Name, Slogan and Motto

SECTION 1 – NAME

The name of this organization shall be the Auburn Classic Noon Lions Club, chartered by, and under the jurisdiction of Lions Clubs International.

SECTION 2 – SLOGAN

Its slogan shall be: Liberty, Intelligence, Our Nation's Safety.

SECTION 3 – MOTTO

Its motto shall be: We Serve.

ARTICLE II

Purposes

The purposes of this club shall be:

- a) To create and foster a spirit of understanding among the peoples 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 III

Membership

SECTION 1 – ELIGIBILITY FOR CLUB MEMBERSHIP

Subject to the provisions of Article I 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 INVITATION

Membership in this Lions club shall be acquired by invitation only. Nominations shall be made on forms provided by the international office, entitled "Membership Application", 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 the same to the board of directors. If approved by a majority of said board, the prospect may then be invited to become a member of this club. A properly filled out membership form duly signed, as well as, the entrance fee and dues must be in the hands of the secretary before the member is reported to and officially recognized by the association as a Lion member.

ARTICLE IV

Forfeiture of Membership

Any member may be expelled from the club for cause by a two-thirds vote of the entire board of directors.

ARTICLE V

Club Size

The club will strive to maintain 20 members; the numerical minimum membership required to receive a charter.

ARTICLE VI

Officers

SECTION 1 – OFFICERS

The officers of this club shall include the Board of Directors, Membership, 2nd Vice President and 3rd Vice President.

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 1st vice president, secretary, treasurer, and two elected directors.

SECTION 2 – QUORUM

The presence in person of a majority of the directors shall constitute a quorum at any 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 of the entire board of directors.

SECTION 3 – DUTIES AND POWERS

In addition to those duties and powers, express and implied, set forth elsewhere in this constitution and bylaws, the board of directors 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 to and approval 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 disbursement 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 the 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 expenditure, 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 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. The club will pay for the registration fee for members approved to attend.
- j) It shall maintain at least two (2) separate funds governed by generally accepted accounting practices.
 - (1) The first fund to record administrative monies such as dues, tail twisting fines and other internally raised club funds.
 - (2) A second fund shall be established to record activity or public welfare monies raised by asking support from the public. Disbursement from this fund shall be in strict compliance with Section (g) of this article.
- k) It shall not authorize the disbursement of any funds greater than \$250.00 without first taking the matter before the club membership and obtaining an approval vote by more than 50% of the membership, present at a regular club meeting.

ARTICLE VIII**Delegates to International and District Conventions****SECTION 1 – DELEGATE ENTITLEMENT INTERNATIONAL CONVENTION**

In as much 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. The selection of each such delegate and alternate shall be evidenced by a certificate signed by the president or secretary or any other duly authorized officer of this club, or, in the event no such club officer is in attendance at the convention, by the district governor elect of the district (single or sub) of which this club is a member.

SECTION 2 – DELEGATE ENTITLEMENT DISTRICT / MULTIPLE DISTRICT CONVENTION

In as much as all district matters are presented and adopted at the district (single, sub and multiple) conventions, this club shall be entitled to send its full quota of delegates to all such conventions and have power to pay the necessary expenses of such delegates attending such conventions. This club shall be entitled in each annual 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 year and a 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 the 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 for each office to be filled by, and 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.

ARTICLE IX**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 bylaws, or the expulsion of any member from the club, or any other internal Lions club matter whatsoever which cannot be satisfactorily resolved through other means, shall be settled by dispute resolution. 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

SECTION 2 – REQUEST FOR DISPUTE RESOLUTION AND FILING FEE

Any party to the dispute may file a written request with the district governor asking that 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. Each district may determine whether a filing fee will be charged for filing a complaint under this procedure. Any such 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. All expenses incurred relative to this dispute resolution procedure are the responsibility of the district, unless established 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 – SELECTION OF CONCILIATOR

Within fifteen (15) days of receipt, 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, other than the club which is a party to the dispute, in the district in which the dispute arises, and who is impartial on the matter in dispute and without loyalties to any party to the dispute. The appointed conciliator shall be acceptable to the parties and the district governor shall obtain a written statement signed by each party certifying that the appointed conciliator is acceptable. In the event an appointed conciliator is not acceptable to any party, the objecting party must submit a written statement to the district governor identifying all the reasons for such an objection. If the district governor determines, in his or her sole discretion, that the party's written statement sufficiently demonstrates that the appointed conciliator lacks neutrality, the district governor shall appoint a substitute conciliator as provided above. Upon appointment, the conciliator shall have all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure.

SECTION 4 – 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 the 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 and further review by the International Board of Directors at the sole discretion of the International Board of Directors or its designee.

ARTICLE X
Amendments

SECTION 1 – AMENDING PROCEDURE

This constitution may be amended at any regular or special meeting of this 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 mailed 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.

ARTICLE I
Membership**SECTION 1 – MEMBERSHIP CATEGORIES**

- a) **ACTIVE:** A member entitled to all rights and privileges and subject to all obligations which membership in a Lions club confers or implies. Without limiting such rights and obligations, such rights shall include eligibility to seek, if otherwise qualified, any office in this club, district or association and the right to vote on all matters requiring a vote of the membership; and such obligations shall include regular attendance, prompt payment of dues, participation in club activities and conduct reflecting a favorable image of this Lions club in the community. As provided in the Family Membership Program criteria, qualifying family members shall be Active Members and be entitled to all rights and privileges thereof. As provided in the Student Member Program criteria, qualifying student, former Leo and young adult members shall be Active Members and be entitled to all rights and privileges thereof.
- b) **MEMBER AT LARGE:** A member of this club who has moved from the community, or because of health or other legitimate reason, is unable regularly to attend club meetings and desires to retain membership in this club, and upon whom the board of directors of this club desires to confer this status. This status shall be reviewed each six months by the board of directors of this club. A Member at Large shall not be eligible to hold office or to vote in district or international meetings or conventions, but shall pay such dues as the local club may charge, which dues shall include district and international dues.
- c) **HONORARY:** An individual, not a member of this Lions club, having performed outstanding service for the community or this Lions club, upon whom this club desires to confer special distinction. This club shall pay entrance fees and international and district dues on such a member, who may attend meetings, but shall not be entitled to any privileges of active membership.
- d) **PRIVILEGED:** A member of this club who has been a Lion fifteen (15) or more years, who, because of illness, infirmities, advanced age or other legitimate reason, as determined by the board of directors of this club, must relinquish his/her active status. A Privileged Member shall pay such dues as the local club may charge, which dues shall include district and international dues. He/she shall have the right to vote and be entitled to all other privileges of membership except the right to hold club, district or international office.
- e) **LIFE MEMBER:** Any member of this club who has maintained Active membership as a Lion for twenty (20) or more years and has rendered outstanding service to this club, his/her community, or this association; or any member who is critically ill; or any member of this club who has maintained such active membership for fifteen (15) or more years and is at least seventy (70) years of age may be granted Life Membership in this club upon:
- (1) Recommendation of this club to the association,
 - (2) Payment to the association of US\$500.00, or its equivalent in the respective

(3) Approval by the International Board of Directors.

A Life Member shall have all privileges of active membership so long as he/she fulfills all obligations thereof. A Life Member who desires to relocate and receives an invitation to join another Lions club shall automatically become a Life Member of said club. Nothing herein shall prevent this club from charging a Life Member such dues as it shall deem proper. Former Lioness members, who are now Active members of their Lions clubs or who become Active members of a Lions club on or before June 30, 2007, may apply all of their prior Lioness service toward Life membership eligibility. Lioness members who become Active members of a Lions Club after June 30, 2007, will not be eligible for Lioness service credit for the purposes of Life membership eligibility.

- f) **ASSOCIATE MEMBER:** A member who holds his/her primary membership in another Lions club but maintains a residence or is employed in the community served by this club. This status may be conferred by the invitation of the board of directors and shall be reviewed annually. The club shall not report an Associate Member on its Membership and Activities Report.

An Associate Member may be eligible to vote on club matters, at meetings where he/she is present in person, but may not represent the club as a delegate at district (single, sub, provisional and/or multiple) or international conventions. He/she shall not be eligible to hold club, district or international office, nor district, multiple district or international committee assignments through this club. International and district (single, sub, provisional and/or multiple) dues shall not be assessed on the Associate; PROVIDED, however, nothing shall prevent this club from assessing an Associate such dues as it shall deem proper.

- g) **AFFILIATE MEMBER:** A quality individual of the community who currently is not able to fully participate as an Active member of the club but desires to support the club and its community service initiatives and be affiliated with the club. This status may be conferred by the invitation of the club's board of directors.

An Affiliate Member may be eligible to vote on club matters at meetings where he/she is present in person, but may not represent the club as a delegate at district (single, sub, provisional, and/or multiple) or international conventions.

He/she shall not be eligible to hold club, district or international office, nor district, multiple district or international committee assignment. An Affiliate Member shall be required to pay district, international and such dues as the local club may charge.

SECTION 2 – DUAL MEMBERSHIP

No person shall simultaneously hold membership, other than honorary or associate, in this and any other Lions club.

SECTION 3 – RESIGNATIONS

Any member may resign from this club by submission of a written and signed statement, and said resignation shall become effective upon acceptance by the board of directors. The board may withhold acceptance, however, until all indebtedness has been paid, all club funds and property have been returned, and all right to the use of the name "LIONS," the emblem and other insignia of this club and this association have been surrendered.

SECTION 4 – REINSTATEMENT OF MEMBERSHIP

Any member dropped from membership in good standing may be reinstated by the club's board of directors, and will retain their prior Lions service record as part of their total Lions service record.

SECTION 5 – TRANSFER MEMBERSHIP

This club may grant membership on a transfer basis to one who has terminated or is terminating his/her membership in another Lions club, provided that a member is in good standing at the time of transfer requested. If more than six (6) months have elapsed between termination of his/her membership in another club and submittal of completed transfer member form or current membership card, he/she may acquire membership in this club only under the provisions of Section 2 of Article III of the constitution.

SECTION 6 – FAILURE TO PAY

The secretary shall submit to the board of directors the name of any member who fails to pay any indebtedness due this club within 60 days after receipt from the secretary of written notice. The board shall thereafter decide whether the member shall be dropped from or retained on the roster.

SECTION 7 – ATTENDANCE

The club shall encourage regular attendance at club meetings and activities. Where a member misses consecutive meetings or activities, the club will make every effort to contact the member to encourage and promote regular attendance.

ARTICLE II**Officers****SECTION 1 – DUTIES**

President: He/she shall be the chief executive officer of this club; preside at all meetings of the board of directors and this club; issue the call for regular meetings and special meetings of the board of directors and the club; appoint the standing and special committees of this club and cooperate with chairpersons to effect regular functioning and reporting of such committees; see that regular elections are duly called, noticed and held; and cooperate with, and be an active member of, the district governor's advisory committee of the zone in which this club is located. The President will be responsible for keeping the Constitution and Bylaws of the club up to date. To become President, the member must have served on a committee or chaired an event of the Lions Club and served as Vice President for at least 1 term.. In addition;

- 1) The President is responsible for the delivery of the donation of food, that is received at the Christmas meeting, to a local food pantry of their choice.
- 2) The President will create an annual budget that will be in force during their term of office. The budget will be presented for approval to the Board of Directors in their first meeting in June (final meeting of last term). At conclusion of their term, they will present the final accounting and comparison with their budget to the general membership in the last general membership meeting of the year.

- 3) They will assist the incoming President and Secretary in preparing their budget that will be presented for approval to the Board of Directors.

Immediate Past President: He/she and the other past presidents shall officially greet members and their guests at club meetings and shall represent this club in welcoming all new service-minded people in the community served by this club. In addition the Immediate Past President will serve as the Membership Director for this club.

Membership Director (Immediate Past President): The membership director shall be the chairperson of the membership committee (if created). The responsibilities for this position shall be:

- 1) Development of a growth program specifically for the club and presented to the board of directors for approval.
- 2) Regular encouragement at club meeting to bring in new quality members.
- 3) Ensuring implementation of proper recruitment and retention procedures.
- 4) Preparation and implementation of orientation sessions.
- 5) Reporting to the board of directors on ways to reduce the loss of members.
- 6) Coordination with other club committees in fulfilling these responsibilities.
- 7) Serving as a member of the zone level membership committee.
- 8) Calling all active members prior to each regular club meeting. Can establish a committee for the call list.

Vice Presidents: If the president is unable to perform the duties of his/her office for any reason, the vice president next in rank shall occupy his/her position and perform his/her duties with the same authority as the president. Each vice president shall, under the direction of the president, oversee the functioning of such committees of this club as the president shall designate. To become a Vice President, a member must have had lion active membership for at least (2) years prior to the nomination.

Secretary: He/she shall be under the supervision and direction of the president and the board of directors and shall act as the liaison officer between the club and the district (single or sub and multiple) in which this club is located, and the association. In fulfillment of this, he/she shall:

- 1) Submit regular monthly and other reports to the international office of the association on blanks provided by it containing such information as may be called for by the board of directors of this association;
- 2) Submit to the district governor's cabinet such reports as it may require including copies of regular membership and activities reports;
- 3) Cooperate with and be an active member of the district governor's advisory committee of the zone in which the club is located;
- 4) Have custody and keep and maintain general records of this club, including records of minutes of club and board meetings; attendance; committee appointments; elections; member information, addresses and telephone numbers of members; members club accounts. Minutes of the meetings shall be provided to the President after conclusion of each meeting along with any changes to be made to the

- 5) Arrange for issuance, in cooperation with the treasurer, quarterly or semiannual statements to each member for dues and other financial obligations owed to this club, collect and turn the same over to the club treasurer and obtain a receipt;
- 6) Give bond for the faithful discharge of his/her office in such sum and with such surety as determined by the board of directors.
- 7) Create an annual calendar to distribute to all active members of all regular club meetings, board of director meetings and other special meetings known as of the first regular club meeting. The President will update the calendar during their term.

Treasurer: He/she shall:

- 1) Receive all monies, from the secretary and otherwise, and deposit the same in a bank or banks recommended by the finance committee and approved by the board of directors;
- 2) Pay out monies in payment of club obligations only on authority given by the board of directors. All checks and vouchers shall be signed by the treasurer and countersigned by one other officer, determined by the board of directors;
- 3) Have custody and keep and maintain general records of club receipts and disbursements;
- 4) Prepare and submit monthly and semiannual financial reports to the international office of the association and the board of directors of this club;
- 5) Give bond for the faithful discharge of his/her office in such sum and with such surety as determined by the board of directors.
- 6) Assist the President and Incoming President with the finalization and preparation of the annual budget for the club.

Lion Tamer (Optional): The Lion tamer shall have charge of and be responsible for the property and paraphernalia of the club, including flags, banners, gong, gavel, song books and button board. He/she shall put each in its proper place before each meeting and return the same to the proper storage area after each meeting. He/she shall act as sergeantatarms at meetings, see that those present are properly seated, and distribute bulletins, favors and literature as required at club and board meetings. He/she shall give special attention to assure that each new member sits with a different group at each meeting so that he/she can become better acquainted.

Tail Twister: He/she shall promote harmony, good fellowship, life and enthusiasm in the meetings through appropriate stunts and games and the judicious imposition of fines on club members. There shall be no ruling from his/her decision in imposing a fine, provided, however, that no fine shall exceed an amount fixed by the board of directors of this club, and no member shall be fined more than twice at any one meeting. The tail twister (optional) may not be fined except by the unanimous vote of all members present. All monies collected by the tail twister (optional) shall be immediately turned over to the treasurer and a receipt be given.

SECTION 2 – ELIGIBILITY FOR OFFICE

No person shall be eligible to hold office in this club unless he/she is an active member in good standing.

SECTION 3 – COMPENSATION

No officer shall receive any compensation for any service rendered to this club in his/her official capacity with the exception of the secretary, whose compensation, if any, shall be fixed by the board of directors.

ARTICLE III**Meetings and Quorum Requirements****SECTION 1 – REGULAR MEETINGS**

Regular meetings of this club shall be held at times and places recommended by the board of directors, and approved by the club. All meetings shall begin and end, promptly, at the regular set times. Except as otherwise specifically provided in this constitution and bylaws, notice of regular meetings shall be given in such manner as the board of directors deems proper. Regular meetings will occur on the 2nd and 4th Thursday each month from September through May. The months of June, July and August are considered a summer break and the club will be in an inactive status.

SECTION 2 – SPECIAL MEETINGS

Special meetings of the club may be called by the president, in his/her discretion, and shall be called by the president when requested by the board of directors, at a time and place determined by the person or body requesting the same. Notice of special meetings setting forth the purpose, time and place shall be given to each member of this club, by mail or personal delivery, at least ten (10) days prior to the date thereof.

SECTION 3 – CHARTER ANNIVERSARY

A charter night anniversary meeting of this club may be held periodically, at which time special attention shall be devoted to the purposes and ethics of Lionism, and the history of this club.

SECTION 4 – ANNUAL MEETING

An annual meeting of this club shall be held in conjunction with the close of each Lions' year at a time and place determined by the board of directors, at which meeting the final reports of the retiring officers shall be read and newly elected officers shall be installed.

SECTION 5 – QUORUM

The presence in person of a majority of the members in good standing shall be necessary for a quorum at any meeting of this club. Except as otherwise specifically provided, the act of a majority of the members present at any meeting shall be the act and decision of the entire club.

SECTION 6 – GOOD STANDING

Any member who fails to pay any indebtedness due this club within sixty (60) days after receipt of written notice from the secretary shall forfeit his/her good standing and shall so

SECTION 7 – BOARD OF DIRECTORS REGULAR MEETINGS

Regular meetings of the board of directors shall be held at such times and places as the board shall determine. The Board Meeting will be held the 1st Thursday of every month the club is in session. In the event a majority of Board Members cannot attend, this meeting can be cancelled or rescheduled to an alternative date by the President. The President, or assignee, must confirm with the members of the board prior to the meeting.

SECTION 8 – BOARD OF DIRECTORS SPECIAL MEETINGS

Special meetings of the board of directors shall be held when called by the president, or when requested by three (3) or more members of the board of directors, at such time and place as the president shall determine.

ARTICLE IV
Elections and Filling Vacancies

The officers of this club, excluding the immediate past president, shall be elected as follows:

SECTION 1 – NOMINATION MEETING

A nomination meeting shall be held in March of each year, with the date and place of such meeting to be determined by the board of directors and notice given to each member of this club at least fourteen (14) calendar days prior to the date of the meeting.

SECTION 2 – NOMINATING COMMITTEE

The president shall appoint a nominating committee which shall submit the names of candidates for the various club offices to the club at the nomination meeting. At this meeting, nominations for all offices to be filled in the succeeding year may also be made from the floor.

SECTION 3 – NOMINEE UNABLE TO SERVE

If in the interim between the nomination meeting and the election meeting any nominee is unable for any reason to serve in the office to which he/she was nominated and for which office there was no other nominee, the nominating committee shall submit, at the election meeting, names of additional nominees for that office.

SECTION 4 – ELECTION COMMITTEE

An election meeting shall be held no later than April 15 of each year, at a time and place determined by the board of directors, and fourteen (14) calendar days prior written notice shall be given to each member of the club by the secretary, by mail or personal delivery. Such notice shall include the names of all nominees approved at the preceding nomination meeting, and, subject to Section 3 above, a statement that these nominees will be voted upon at this election meeting. No nominations may be made from the floor at the election meeting.

SECTION 5 – ANNUAL ELECTION

Subject to the provisions of Section 8 of this Article all officers, other than directors, shall be elected annually and shall take office on July 1st, and shall hold office for one (1) year from that date, or until their successors shall have been elected and qualified.

SECTION 6 – MEMBERSHIP COMMITTEE

A membership committee shall be composed of three elected members for a three (3) year term. Initially three (3) members will be elected. One member shall serve for one (1) year, the second member for two (2) years and the third member for three (3) years. Each year thereafter, a new member will be elected. Each member shall serve for three (3) continuous years on a rotation system subject to annual confirmation for the years remaining by the club's board of directors. The first year member shall be a member of the committee, the second year member shall be its vice chairperson and the third year member shall serve as its chairperson and as membership director on the club's board of directors. The first year member is encouraged to focus on membership development; the second year member is encouraged to focus on retention and leadership, while the third year member (chairperson) is encouraged to focus on extension.

SECTION 7 – DIRECTORS ELECTION

One-half (1/2) of the directors shall be elected annually and shall take office on the July 1st following their election, and shall hold office for two (2) years from that time, or until their successors shall have been elected and qualified, with the exception that at the first election held after the adoption of this constitution and bylaws, one-half of the directors shall be elected for two (2) year terms and the other one half (1/2) of the directors shall be elected for one (1) year terms.

SECTION 8 – BALLOT

The election shall be by ballot by those present and qualified to vote. A plurality vote shall be necessary to elect.

SECTION 9 – VACANCY

If the office of president or of any vice president shall become vacant for any reason, the vice presidents shall advance in office, according to their rank. In the event such provision for advancement shall fail to fill the office of president, or any office of vice president, the board of directors shall thereon call a special election, giving each member in good standing prior fourteen (14) calendar days notice of the time and place, which time and place shall be determined by said board, and such office shall be filled at said election meeting.

In the event of a vacancy in any other office, the board of directors shall appoint a member to fill the unexpired term.

In the event vacancies shall be of such number as to reduce the number of directors to less than the number required for a quorum, the membership of the club shall have power to fill such vacancies by an election held at any regular meeting of the club upon prior notice, and in the manner, specified in Section 10 hereinafter. Such notice may be given by any remaining officer or director, but if none, then by any member.

SECTION 10 – REPLACEMENT OF OFFICERS ELECT

In the event any officer elect, before his/her term of office commences, is unable or refuses for any reason to serve therein, the president may call a special nomination and election meeting to elect a replacement for such officer elect. Fourteen (14) calendar days prior notice of such meeting, setting forth the purpose, time and place shall be given to each member, by mail or personal delivery. The election shall be held immediately after nominations have been closed and a plurality vote shall be necessary for election.

ARTICLE V

Fees and Dues

SECTION 1 – ENTRANCE FEE

Each new, reinstated and transfer member shall pay an entrance fee of \$20.00 which fee shall include the current association entrance fee and be collected before such member is enrolled as a member of this club and before the secretary may report such member to Lions Clubs International; provided, however, that the board of directors may elect to waive all or any part of the club portion of said entrance fee as to any member granted membership by transfer or reinstatement within six (6) months of termination of his/her prior Lions club membership.

SECTION 2 – ANNUAL DUES

Each member of this club shall pay the following indicated regular annual dues which dues shall include an amount to cover current international and district (single or sub and multiple) dues (to defray the subscription price of THE LION Magazine, administrative and annual convention costs of the association and similar district costs) and shall be paid in advance at such times as the board of directors shall determine. New members joining mid session or past will have their fees pro rated by 50%.

	Member	Spouse
Active	<u>\$ 55.00</u>	<u>\$25.00</u>
Member-at-Large	<u>\$ 55.00</u>	
Honorary	<u>\$ 20.00</u>	
Privileged	<u>\$ 0.00</u>	
Life	<u>\$ 0.00</u>	

Each associate member of this club shall pay the following indicated annual dues in advance at such times as the board of directors shall determine.

Associate	<u>\$ 30.00</u>
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Each affiliate member of this club shall pay the following indicated annual dues in advance at such times as the board of directors shall determine.

Affiliate	<u>\$ 55.00</u>
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The treasurer of this club shall remit international and district (single or sub and multiple) dues to the parties, and at the times, specified in the respective international and district (single or multiple) constitution and by-laws.

SECTION 3 – FEES FOR REGULAR MEETINGS

The regular meetings of the Club will be held at lunch time at an establishment determined by a 2/3 vote of the club members present in a regular club meeting. There is no fee to attend the meeting, however, if lunch is desired the member is responsible to cover all costs associated with their lunch. The Club will pay for the following costs associated with regular or board meetings;

- a. **Active Members:** The cost of the lunch / meeting will be paid by the member. Members that confirm their lunch reservation and do not attend are required to pay their cost associated with the meal. If another member attends who did not confirm and utilizes that members meal, the treasurer, at their option, can elect to waive the cost of the lunch.
- b. **Prospective Members:** The cost of lunch for the first meeting will be paid by the Club. The amount is limited to the cost that has been established between the Club and the restaurant establishment prior to the meeting.
- c. **Special Guests:** Speakers or other guests that have been invited by a club member and approved by the President and will be providing information to the general membership will be covered by the Club. The exception is for those individuals who attend for the purpose of solicitation or requesting funds from the Club. The cost of their lunch will not be covered by the Club.

SECTION 4 – FEES FOR CHRISTMAS MEETING

The Club has one (1) special meeting during Christmas. At this meeting, attending members are required to bring one (1) Christmas ornament that will be used for a gift exchange. We recommend the cost of the ornament should not exceed \$10.00 and this amount is to be paid for by the member. In addition, the cost associated with lunch is generally increased due to the larger portion size provided. Attendance at this meeting is not required so if a member cannot afford an ornament or for the higher cost associated with the lunch they can elect not to attend. This is an informal meeting and speakers, other than active members are not allowed.

SECTION 5 – TAIL TWISTER

The Club has approved and nominated one (1) member to act as the Tail Twister. This individual has the power to assess minimal fees to the active club members. The amount can not exceed \$1.00 per occurrence, up to a maximum of \$5.00 during a single meeting. These funds will be used to partially fund the Administrative Fund of the Club.

SECTION 6 – SPECIAL MEETINGS

Active members of the Club may request reimbursement for expenses incurred for travel and lodging when they attend Lions Club meetings outside of the regular or board meetings of the local club. To be eligible for reimbursement, the member must:

- 1) Receive approval from the Board of Directors prior to attending the meeting.
- 2) Provide the request on the Assistance Request Form approved by the club.
- 3) Provide receipts at conclusion of the meeting.

ARTICLE VI

Committees

SECTION 1 – STANDING COMMITTEES

The following standing committees may be appointed by the president, except for the members and chairperson of the membership committee, who are elected. (See Article IV, Sections 6 and 7)

Administrative Committees:

- Attendance
- Bulletin Editor
- Constitution and By-Laws
- Convention
- Finance
- Greeter
- Information Technology
- Leadership Development
- Lions Information
- Membership
- Program
- Public Relations

Activities Committees:

- Diabetes Awareness
- Environmental Services
- Hearing and Speech Action and Work with the Deaf
- International Relations Program
- Leo Club Program
- Lioness Club Program
- Sight Conservation and Work with the Blind
- Youth Camps and Exchange Program
- Lions Opportunities for Youth (Youth)

Other activities of Lionism for which committees may be appointed are: Citizenship Services; Educational Services; Health Services; Social Services; Recreational Services; Public Services.

SECTION 2 – SPECIAL COMMITTEES

From time to time, the president may appoint, with the approval of the board of directors, such special committees as may be necessary in his/her judgment or the judgment of the board of directors.

SECTION 3 – PRESIDENT EX-OFFICIO

The president shall be an ex-officio member of all committees.

SECTION 4 – COMPOSITION

All committees shall consist of a chairperson and subject to Section 2 above, as many members as shall be considered necessary by the president.

SECTION 5 – COMMITTEE REPORTING

Each committee, through its chairperson, should be encouraged as necessary to report, either verbally or in writing, each month to the board of directors.

ARTICLE VII**Events****SECTION 1 – FORMATION**

For an event a committee must be formed. The committee will include one (1) Chair person, one (1) Secretary and no less than one (1) additional member. The Chair is responsible for determining the size of the committee, finding committee members and assigning duties / responsibilities to each. Included in the committee must be at least one (1) active member of the board of directors. This person will act as a liaison between the committee and the BOD. For Annual Events, the Chair has the first option to return the following year to run the event. The request will be voted on by the BOD and with a majority vote, the Chair will be retained. In the event they elect not to or are voted by the BOD to not serve as the Chair, the position will be opened to the general membership.

SECTION 2 – ORGANIZATION

In running an event, the Chair is responsible for the preparation, upkeep and submission of the following documents to the Club President and Board of Directors:

- 1) Event Description form. This will include a listing of the Chair, Committee members, event description and event goals. This form must be submitted and approved prior to calling any committee meetings.
- 2) Detailed Budget. The budget will be an accounting of the proposed expenses that will be incurred in running the event. This form must be submitted and approved by the BOD prior to incurring any expenses for the event.
- 3) Final Accounting of the project. This includes a comparison between the budget and the actual expenses incurred. This form will be submitted to the Club President and will be reviewed by the BOD. The Chair may be asked by the Club President to attend the BOD meeting to present the final accounting and answer any questions.
- 4) Event Summary. This is a narrative that summarizes the event and shall be presented to the Club President. Included within the summary shall be;
 - i) All notes from the committee meetings.
 - ii) All printed and digital materials utilized in running the event.
 - iii) Recommendations for running the event next year

After receiving approval from the BOD for the Event Description and Detailed Budget, the Chair is solely responsible for the event. Changes can be made as long as they generally conform to the Event Description and Budget originally provided. If there are significant changes that will require amendments to the budget in excess of 15%, then approval from the BOD is required.

SECTION 3 – EVENT CLASSIFICATION

The Club will run and organize two (2) types of events. The first is considered an Annual Event which is defined as an event that occurs on an annual basis in consecutive years. The second is a Special Event which is defined as an event that occurs one (1) time or in non-consecutive years. The general membership may initiate new events that are organized and ran by the club with a two-thirds (2/3) vote. Any member with a desire to organize and run a “New” Annual or Special event should provide a detailed description of the event to the Board of Directors who will review then present it to the membership for a vote or approval.

Approved Annual Events:

- a) Free Fall Fair Booth
- b) Christmas Families
- c) Christmas Walk
- d) Antique Appraisals
- e) Summer Auction
- f) Golf Outing
- g) Scholarships
- h) Diabetes Awareness

ARTICLE VIII Request for Funds

The Club may provide funds to individuals and/or organizations that are aligned with the Purposes set forth in Article II of the Constitution of the Auburn Classic Noon Lions club. All fund requests must be made in writing on one of three forms approved by the Club.

SECTION 1 – REQUESTS

All requests for funds that will be considered by the general membership or the board of directors must be provided in writing on one of the forms approved by the Lions club. The Board of Directors are permitted to approve or deny those requests that are \$250.00 or less without taking it before the general membership. Amounts greater than \$250.00 must be taken before the general membership. Approval requires a majority vote by the members in attendance at the Regular Club meeting. The two types of requests are identified as:

- a. Vision Request Form – For vision related issues only.
- b. Assistance Request Form – For individual requests not related to Vision.

- c. Funds Request Form – For funds to support an outside event or a club member that is involved in an outside event.

The form must be filled out or approved and signed by an active member of the Auburn Classic Noon Lions club and include their recommendation regarding the funding. The request must then be provided to the Board of Directors for their review. Only approved requests will be funded.

SECTION 2 – APPROVED FUNDING

The club has identified several organizations / request types that we continually provide support for. These are considered to be in line with the purpose of the club and are identified as follows:

- 1) Vision Requests - Children:** The club will support vision requests for individuals that are 15 years of age or younger and are determined to be in need. The amount to be provided is based upon the need of the applicant.
- 2) Melvin Jones Award:** The club will support the Melvin Jones Award by making a donation to the International Lions Club of \$1,000. This donation will be made in years that are a multiple of 5: This include; 2010, 2015, 2020, 2025, 2030, 2035, etc..
- 3) State Sponsored Projects:** Each year, the club will provide a \$500 donation to the Lions Club to be used for the following projects.
 - A. Indiana Eye Bank - \$100.00
 - B. Speech and Hearing - \$100.00
 - C. Indiana School for the Blind - \$100.00
 - D. Helping Hands - \$100.00
 - E. Leader Dogs - \$100.00
- 4) Lions Club Scholarships:** Each year the Club will provide at least two (2) scholarships to graduating seniors of a DeKalb County school for those individuals that apply. These are:
 - A) **Craig Taylor Scholarship: (\$1,000)** - Amount Can Be Split.
The recipient must be;
 1. Be a student at either Lakewood Park Christian School or DeKalb Central School.
 2. Be accepted to a College or Technical School in the State of Indiana
 3. Be attending the College or Technical School in the same year as the year the scholarship is given as a Full Time student.
 4. Must be active in a school choir.
 - B) **Leo's Scholarship: (\$1,000)** – Amount Can Be Split.
The recipient must be;
 1. Be a student at either Lakewood Park Christian School or DeKalb Central School.
 2. Be an active member of the Auburn Leo's Club

3. Be an accepted to a College or Technical School in the State of Indiana
4. Attending the College or Technical School in the same year as the year the scholarship is given as a full time student.
- 5) **WP Woods Award:** The club will provide a \$500.00 donation to the Indiana Lions Foundation in each year that the Melvin Jones Award is not made. See Melvin Jones Award above for the years that the WP Woods Award will not be given.
- 6) **Missions Trips:** The club will provide any active member of the Auburn Classic Noon Lions Club that attends a Missions Trip, that is approved by the Board of Directors, a \$500.00 donation which will be used to offset the cost of airfare.
- 7) **Diabetes Awareness:** At one meeting per year, the Diabetes Chair will ask for donations from members of the club. With whatever amount is given, the Club will make a donation and round the amount up to the next \$100.
- 8) **Leo's Club:** The Club will pay the annual dues for the members of the Dekalb Central Leo's club.

ARTICLE IX

Parliamentary Practices

Except as otherwise specifically provided in this constitution and bylaws, all questions of order or procedure with respect to any meeting or action of this club, its board of directors or any committee appointed hereunder shall be determined in accordance with ROBERT'S RULES OF ORDER, NEWLY REVISED, as revised from time to time.

ARTICLE X

Miscellaneous

SECTION 1 – EMBLEM, COLORS

The emblem and colors of this club shall be the same as the emblem and colors of Lions Clubs International.

SECTION 2 – FISCAL YEAR

The fiscal year of this club shall be July 1 through June 30.

SECTION 3 – HONORARY MAILING LIST

Lions Clubs International and the district governor shall be included on the mailing list of this club.

SECTION 4 – PARTISAN POLITICS/RELIGION

This club shall not endorse or recommend any candidate for public office, nor shall partisan politics or sectarian religion be debated by members in meetings of this club.

SECTION 5 – PERSONAL BENEFIT

Except to further his/her progress in Lionism, no officer or member of this club shall use his/her membership as a means of furthering any personal, political, or other aspiration, nor

SECTION 6 – SOLICITATION OF FUNDS

No funds shall be solicited from members of the club during meetings by any individual or individuals who are not members of the club for purposes outside of the Lions Club. Solicitation for funds from the club for a club supported event is acceptable. An example is a member of the club that is involved in a “Walk-a-thon” that is raising money for a cause that is in line with the purpose of the club like Vision, Hearing, Diabetes, etc. is allowed. Any suggestion or proposition made at any meeting of this club calling for the expenditure of money for other than the regular obligations shall be referred to the appropriate committee or to the board of directors.

ARTICLE XI
Amendments

SECTION 1 – AMENDING PROCEDURE

These bylaws may be altered, amended or repealed. To make any changes to these bylaws, the request must be made in writing by an active member and be provided to the President. The President will then include the request as a point of discussion in the agenda of the next Board of Directors meeting. The member (or proxy) will then present their request to the Board of Directors. At conclusion of discussion, the President will call for a vote and with a majority vote in favor of the change it will be presented to the General Membership in the next available meeting by the President. In the regular club meeting, the proposed amendment will be read by the President and then a discussion will begin. At conclusion of discussion, the President will call for a vote and with a 2/3 vote of the members present at the meeting in favor of the change, it will become an official amendment. The President is then responsible for amending the bylaws and providing a revision to any members that so desire.

SECTION 2 – NOTICE

No amendment shall be put to vote unless a written request has been provided by an active member.

MEMBERSHIP CATEGORY CHART**OBLIGATIONS**

CATEGORY	REGULAR ATTENDANCE	PROMPT PAYMENT OF DUES (CLUB, DISTRICT AND INTERNATIONAL)	PARTICIPATION IN CLUB ACTIVITIES	CONDUCT REFLECTING FAVORABLE IMAGE
ACTIVE	YES	YES	YES	YES
AFFILIATE	NO	YES	YES, WHEN ABLE	YES
ASSOCIATE	YES, PRIMARY CLUB NO, SECONDARY CLUB	YES, CLUB ONLY	YES, WHEN ABLE	YES
HONORARY	NO	NO, CLUB PAY APPLICABLE INT'L AND DISTRICT DUES	NO	YES
LIFE	NO	YES, DISTRICT & CLUB ONLY – NO INT'L DUES OBLIGATIONS	YES, WHEN ABLE	YES
MEMBER AT LARGE	NO	YES	YES, WHEN ABLE	YES
PRIVILEGED	NO	YES	YES, WHEN ABLE	YES

**Constitution and Bylaws
RIGHTS AND PRIVILEGES**

CATEGORY	ELIGIBILITY TO SEEK CLUB, DISTRICT OR INT'L OFFICE	VOTING PRIVILEGES	DELEGATE AT DISTRICT OR INT'L CONVENTION
ACTIVE	YES	YES	YES
AFFILIATE	NO	CLUB MATTERS ONLY	NO
ASSOCIATE	NO	DISTRICT CONVENTION (PRIMARY) CLUB MATTERS ONLY (BOTH)	NO
HONORARY	NO	NO	NO
LIFE	YES, IF FULFILLS OBLIGATIONS OF ACTIVE MEMBER	YES, IF FULFILLS OBLIGATIONS OF ACTIVE MEMBER	YES, IF FULFILLS OBLIGATIONS OF ACTIVE MEMBER
MEMBER AT LARGE	NO	YES, CLUB MATTERS ONLY	NO
PRIVILEGED	NO	YES	YES

**EXHIBIT A (Continued)
MEMBER CATEGORY LIMITS**

Honorary Members – Not to exceed 5% of total actual membership; any fraction shall permit one (1) additional honorary member.

Affiliate Members – Not to exceed 25% of total actual membership.