

MONTGOMERY LIONS CLUB

CONSTITUTION AND BY-LAWS

(As revised March 31, 2006)

***** CONSTITUTION *****

ARTICLE I

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

ARTICLE II OBJECTS

SECTION A. The objects of this Club are:

1. To form a body of persons, thoroughly representative of the business and professional interests of the city of Montgomery; to unite its members in the closest bonds of good fellowship, and to promote a closer business and social union among them with special emphasis on sight conservation and youth work.
2. To encourage active participation in all matters pertaining to commercial, civic and industrial improvement.
3. To uphold the principles of good government.
4. To assist in every honorable way in furthering the interests of its members, and in bringing about a better understanding among men and women.
5. To teach that organization, cooperation and reciprocity are better than rivalry, strife, and destructive competition.
6. To cooperate with other organizations engaged in worthwhile endeavors of public welfare.
7. To encourage application of the highest ethical standards to business; and to endeavor, by the exchange of methods and ideas, to increase efficiency in all lines represented.
8. To further the objects of the International Association of Lions Clubs.

ARTICLE III MEMBERSHIP

SECTION A. Membership shall be acquired by invitation only. Nominations shall be made on blanks provided by the Membership Committee, and shall be signed by a member in good standing who shall act as sponsor.

No prospective member(s) shall be invited to join this Lions Club until his/her nomination has been approved in the following manner:

1. The sponsoring member(s) shall give the prospective member's name and application form to the Membership Chairman or the Club Secretary.
2. The Membership Committee shall make an investigation with reference to the application, the proposed member's general reputation, his/her credit status, and employment.
3. After the investigation, the application shall be submitted to the Membership Committee and, if approved, to the Board of Directors of the Lions Club for majority approval.
4. Each prospective member shall attend a regular meeting of the Montgomery Lions Club as a guest of his/her sponsor.
5. A prospective member shall be required to attend an orientation meeting with his/her sponsor.

SECTION B. Any person 18 years of age, of good moral character and good standing in his/her community shall be eligible for active membership.

SECTION C. Membership in this Lions Club shall be as follows:

1. 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.

2. **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 (6) 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.
3. **HONORARY:** An individual, not a member of this Lions Club, having performed outside service for the community of 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.
4. **PRIVILEGED:** A member of this Club who has been a Lion fifteen 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. 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.
5. **LIFE MEMBER:** Any member of this Club who has maintained continuous Active membership as a Lion for 25 or more years and has rendered outstanding service to this Club, his/her community, or this Association; or any member of this Club who has maintained such continuous Active membership for 20 or more years and has served as an officer of this Association may be granted Life membership in this Club upon:
 - recommendation of this Club to the Association
 - payment to the International Association an amount established by this Club or the International Board in lieu of all future dues to the International Association, and 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.
6. **COLLEGE STUDENT MEMBERSHIP:** Former participants in the charitable programs of the Montgomery Lions Club, such as International Campers, High School Campers, Leo Clubs Members, Junior Lions/Lionesses Campers, upon reaching the age of 18, may be invited to join the Montgomery Lions Club as college student members.
7. **AFFILIATE MEMBER:** A category of membership to be known as affiliate member designed to provide a means for support of the service projects of the Montgomery.
 - An Affiliate Member is 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, transitional/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.
 - The Board of Directors will set fees and other conditions.
 - An Affiliate (Sustaining) Member will have the same status as a Member-At-Large, except that it is a short term, transitional category that must be reviewed by the Club's Board of Directors every six months.
 - An Affiliate member can change to Active status by written notice to the Montgomery Lions Club President.

SECTION D. With the exception of Affiliate members, no person shall simultaneously hold membership in this and any other Lions Club, nor in any other service club of like character.

SECTION E. Reinstatement of Membership: Any member dropped from membership in this Club may be reinstated within six (6) months from the date of termination of his/her membership by a majority vote of the Board of Directors. In the event more than six (6) months have elapsed, it will be necessary for him/her to come into the Club under the procedure set forth in Section A. of this Article III.

SECTION F. TRANSFER MEMBERSHIP: This Club will grant membership on a transfer basis to one who has terminated or is terminating his/her membership in another Lions Club, provided that:

1. The application for transfer of membership is received by the secretary of this Club within six (6) months following the date of termination of membership in his/her former club;
2. Such termination was in good standing;
3. The applicant provides a statement from the secretary of his/her former club to that effect, and
4. such application and statement are approved by the Board of Directors. If more than six (6) months have elapsed between termination of membership in another club and application for transfer, an applicant will acquire membership in this club only under the provision of Section A. of this Article III.

SECTION G. When a member transfers to another city, the Secretary shall forward to the Host Club or the Lions Club of the member's desire, the appropriate membership transfer papers.

ARTICLE IV **FEES AND DUES**

SECTION A. The membership dues, including luncheon fees, shall be fixed by the Board of Directors, at a sum payable quarterly in advance; however, proposals for increase in dues and/or fees shall be advertised in two consecutive issues of the Bull Lion and shall be approved at a regular meeting of the Club by a majority vote of active members in attendance. In addition to fees and dues, the Board of Directors may also assess members for special projects in amounts sufficient to sustain the objects of the Club, such assessments to be payable at the time fixed by the Board of Directors; however, such assessments shall be advertised in two consecutive issues of the Bull Lion and shall be subject to approval at a regular meeting of the Club by a majority vote of active members in attendance.

SECTION B. The Membership dues for Privileged and Member-At-Large status shall be set by the Board of Directors at a sum payable quarterly in advance.

SECTION C. The Initiation Fee shall be fixed by the Board of Directors.

SECTION D. The college student member dues shall be fixed by the Board of Directors. College student members will pay for meals when they attend Club meetings. The Board of Directors may waive meal cost for college student members at its discretion.

SECTION E. The membership dues for Affiliate status and other conditions for this membership category shall be fixed by the Board of Directors.

ARTICLE V **RESIGNATIONS**

SECTION A. Resignation of any member shall become effective upon written notice to the President or Secretary of the Club, and approved by the Board. The member resigning will be

expected to pay dues up to the date of resignation.

ARTICLE VI **FORFEITURE OF MEMBERSHIP**

SECTION A. The Secretary shall submit to the Board of Directors the name of any member who refuses or neglects to pay any indebtedness due the Club within thirty (30) days after formal demand has been made by the Secretary. Within thirty (30) days thereafter, the Board shall decide whether the member shall be dropped from or retained on the roster.

SECTION B. Any member may be expelled for cause from the Club by a three-fourths vote of the entire Board of Directors.

SECTION C. The name of any active member, who shall absent himself/herself from four consecutive meetings of the Club, without acceptable cause being given to the attendance committee or the Secretary, shall be submitted to the Board of Directors. Within thirty (30) days thereafter, the Board shall decide whether the member shall be dropped from or retained on the roster.

ARTICLE VII **OFFICERS**

SECTION A. The officers of this Club shall be President, Immediate Past President, First Vice President/President Elect, Second Vice President, Secretary, and Treasurer. In addition to the officers, there shall be one director for each ten active members or major fraction thereof; and the directors together with the officers, shall constitute the Board of Directors, the Immediate Past President, being an ex-officio member, voting only in case of a tie.

SECTION B. Forty percent (40%) of the officers and directors shall constitute a quorum of any meeting of the Board of Directors .

ARTICLE VIII **ELECTIONS**

SECTION A. The officers of this Club will hold office for a term of one (1) year and will take office on the July 1st next following their election. The directors of this Club will hold office for a term of 18 months. The directors will serve staggered terms. One third of the directors will be elected each six months and of those directors, two will be new members (a member of the club for three years or less). The officers and directors will be elected the second regular meeting held in the months of May and November, and will take office at the first regular meeting in January and July. If a vacancy occurs, the remaining term shall be filled by a vote of the current board upon nomination by the president. No director can succeed himself/herself.

SECTION B. Two weeks prior to the date of election, the President shall give notice, in writing, of said election.

SECTION C. A nomination meeting shall be held in November and May of each year, with the date and place of such meeting to be determined by the President. The president shall appoint a nominating committee, which shall be composed of the current officers of the Club and a minimum of five (5) past presidents who are active members of the Club. The committee shall elect its own chairman and its deliberations shall be governed by a majority rule. At the November and May nomination meetings, the committee shall nominate six (6) Lions who have been a member from one (1) year to five (5) years, two (2) of whom shall be elected for the Board of Directors for each term. The entire slate of nominees shall consist of no fewer than two (2) Lions for each ten (10) active members of the Club and from the entire slate of nominees, including the nominees who have been a member from one (1) year to five (5) years as heretofore provided, there shall be elected by the active members one (1) director for each ten (10) active members of the Club or

major fraction thereof. At the May meeting, the nominating committee shall also nominate officers for the Club; however, the First Vice President/President Elect shall be the sole nominee for the office of President.

SECTION D. At the election meeting, but not before, the nominees selected by the committee shall be announced, and any additional nominations desired by the members shall be made from the floor.

SECTION E. After nominations are completed, election shall proceed by secret ballot for those offices for which there is more than one nominee. A majority of the votes cast shall be required for election, except for the election of the Board of Directors, in which case those nominees, equaling the number of vacancies who receive the highest number of votes cast shall be elected. If for a particular office, no nominee received a majority on the first ballot, the ballot shall be repeated for that office, eliminating all nominees except the two who receive the highest number of votes on the first ballot.

ARTICLE IX

QUALIFICATION OF OFFICERS AND DIRECTORS

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

SECTION B. No officer or director or Lion shall receive any compensation for any service rendered this organization, (other than for services rendered in connection with his/her business, occupation or profession) with the possible exception of the Secretary whose compensation, if any, shall be fixed by the Board of Directors.

SECTION C. In order to be eligible for election to the Board of Directors, such person must be an Active member in good standing and must have attended at least 50% of the regular meetings of the Club during the immediate past six (6) months.

ARTICLE X **DUTIES OF OFFICERS**

SECTION A. Within thirty (30) days following conclusion of his term of office, the President shall submit to the Secretary a written report for publication of the Club activities during his/her term. The President shall be the Chief Executive Officer of the Club. He/she shall preside at all meetings and shall be Chairman of the Board of Directors. He/she shall issue call for regular monthly and special board meetings. He/she shall appoint the standing administrative and activities committees, and shall act as an ex-officio member of each of these committees. He/she shall see that these committees function and shall cooperate with the committee Chairmen toward that end. He/she shall call for regular committee reports. He/she shall see that regular elections are held in accordance with International and local constitutions. He/she shall cooperate with and be an Active member of the District Governor's Advisory Committee of the zone in which his Club is located. He/she has the authority to countersign checks.

SECTION B. If for any reason, the President is unable to perform his duties, the Vice President next in rank shall occupy his/her position and perform his/her duties, having the same authority as the President.

SECTION C. If for any reason the office of the President shall become vacant, the Vice Presidents shall succeed in office, according to their rank. Should a vacancy occur in the office of Vice President, the Vice President of the next lower rank shall be advanced. In the event of a vacancy in any other office, the Board of Directors shall appoint a member to fill the un-expired term.

SECTION D. The Secretary shall be under the supervision and direction of the President and Board of Directors, and shall act as liaison officer between the Club, District, and the

Association. His/her duties shall be in general as follows:

TO THE INTERNATIONAL ASSOCIATION: He/she shall submit such reports, information and data concerning this Club to Lions International in such manner and at such times as may from time to time be required by Lions International.

TO THE DISTRICT: He/she shall communicate with the District Governor and submit such reports as may be required by the District Organization, particularly a copy of the regular Membership and Activities Report. He/she shall cooperate with and be an Active member of the District Governor's Advisory Committee of the Zone in which his Club is located.

TO THE CLUB: He/she shall keep the general Club records, including minutes of the Club and board meetings, committee appointments, list of officers, attendance records, and list of members showing addresses and telephone numbers. He/she shall report to the International office the name of all committee chairmen immediately after the President has appointed them.

SECTION E. The Treasurer shall be Chairman of the Finance Committee and he/she or the President, shall countersign all checks. These checks shall be signed by the Secretary; or the Board of Directors may employ an administrative assistant and delegate to that assistant part of the duties listed herein for the Secretary, including the signing of checks on whatever bank accounts are designated by the board. All expenditures and statements must be approved by the respective committee chairman.

SECTION F. The Vice Presidents succeed or substitute for the President in case of absence or vacancy, according to their order of office. They shall, under the direction of the President, oversee the functioning of such committees as the President may designate.

SECTION G. The Immediate Past President shall be an ex-officio member of the Board of Directors, voting only in case of a tie.

SECTION H. The position of Treasurer is designed to facilitate the operation of the financial affairs of the Club. His/her duties shall in general be as follows: Monitoring and reviewing the Club's operating accounts, charity accounts and any special accounts established by the Club, and submitting such financial reports as are necessary to the Secretary for monthly reports to the Board of Directors; meeting with and assisting the committees in submitting their budget requests to the Club; assisting in whatever manner necessary in the preparation of the Club's budgets; assisting the Secretary in submitting his/her reports to Lions Club International, and the State and District offices of the Lions Club; overall supervision and control of office finances and expenses, and assisting the auditors and accountants in preparing their financial reports to the Club.

SECTION I. The duties of the Board of Directors shall be as follows:

1. They shall constitute the Executive Board of the Club, and their action shall be final. They shall be responsible for the execution, through their officers, of the authorized policies of the Club. All new business of the Club shall first be considered by the Board of Directors for presentation to the Club members at a regular weekly meeting.
2. They shall authorize all expenditures and shall not create any indebtedness beyond the income of the Club, nor disburse funds for purposes not essential to the objects of the Club.
3. A majority vote by the Board of Directors shall govern, except where otherwise provided.
4. They shall have the power to overrule or modify the action of any officer of the Club.
5. They shall have the books and accounts audited annually, or more often at their discretion.
6. They shall hold regular monthly meetings.
7. They shall hold special meetings when called by the President of the Club, or by written request of ten percent (10%) of the membership of the Club in good standing.
8. They shall designate, on recommendation of the Finance Committee, a bank or banks for the deposit of the funds of the Club and invest the surplus funds.
9. They shall approve the surety company in which the secretary and administrative assistant shall be bonded.
10. They shall determine the compensation, if any, of the secretary, the Budget Officer and the

administrative assistant.

11. They shall receive committee reports and recommendations, and shall submit to the Club in regular meetings such recommendations which they have approved affecting the administrative and activities policies of the Club.
12. They shall determine the time and place of the regular Club meetings, and shall have the authority to call any special meetings as considered necessary.

ARTICLE XI **MEETINGS**

SECTION A. This Club shall meet regularly, preferably each week, time and place to be determined by the Board of Directors, and such meetings shall constitute the regular meeting of the Club.

SECTION B. Special meetings may be called as considered necessary by the Board of Directors.

ARTICLE XII **EMBLEM**

SECTION A. The emblem and colors of this Club shall be the emblem and colors of the International Association of Lions Clubs.

ARTICLE XIII **DELEGATES TO THE INTERNATIONAL AND DISTRICT CONVENTIONS**

SECTION A. Inasmuch as the International Association of Lions Clubs is governed by Lions Clubs in convention assembled, and in order that this Club may have its voice in International matters, the Club shall have the power to pay the necessary expenses of at least one delegate, and preferably its full quota of delegates, each year to the State and International Conventions, and to the Mid-Winter Conference. NOTE: Each chartered Club in good standing in the Association shall be entitled in the District convention to one voting delegate and one alternate for each ten members of said Club, or major fraction thereof, to the International Convention. Delegates must vote in order to receive the Club's financial assistance.

ARTICLE XIV **PARLIAMENTARY PRACTICE**

SECTION A. In the absence of rules in this Constitution or in the By Laws of this Club, the proceedings of this Club's Board of Directors meetings, as well as the Club meetings, shall be conducted in accordance with established parliamentary procedure (Roberts Rules of Order).

ARTICLE XV **AMENDMENTS**

SECTION A. This constitution may be amended at any regular business meeting of the Club at which there is a quorum, by a majority vote of the members present, provided the board has previously considered the merits of the amendment.

SECTION B. No amendment shall be put to vote, unless written notice shall have been mailed to the membership at least two weeks previous to the meeting at which the amendment is to be voted upon, said notice to state the proposed amendments.

ARTICLE XVI
SEVERABILITY

Section A. In the event that any provision of this constitution or its bylaws should be held invalid, all other provisions shall remain in effect.

ARTICLE XVII
OTHER AUTHORITIES

Section A. For authority this on all matters not specifically covered by constitution, the STANDARD CLUB CONSTITUTION of Lions Clubs International shall be consulted.

BY-LAWS

NO. I

SECTION A. This Club at no time shall endorse or recommend any candidate for political office, nor shall politics or political candidates be discussed at the meetings, nor shall any announced candidate for political office appeal for votes or contributions, nor shall members or guests debate any sectarian religion from the podium at the meetings.

NO. II

SECTION A. No officer or member of this Club shall use it as a means for furthering any personal, political or other non-Lion aspirations, nor shall the Club as a whole take part in any movement not in keeping with the real purpose and objects of the Club.

NO. III

SECTION A. No funds shall be solicited from members of the Club during meetings by any individual or individuals who are not members of the Club. Any suggestion or proposition made at any meeting of the Club, calling for the expenditure of money for other than the regular obligations shall be referred to the Finance Committee, which acts in an advisory capacity in financial matters to the Board of Directors which makes final decisions.

NO. IV

SECTION A. The president shall appoint a Finance Committee, a Membership Committee, an Attendance Committee and other such standing and ad hoc committees as may be needed to support the objects of the Club. He/she shall also appoint a Lion Tamer and a Tail Twister. The Lion Tamer shall be in charge of and responsible for Club property and paraphernalia. He/she shall see that flags, gong, gavel and button cases are properly placed. He/she shall see that Lions International Club banners are hung in conspicuous places at every Club meeting. He/she shall distribute bulletins, songbooks, favors, and literature. He/she shall act as Sergeant-at-Arms at meetings and see that those present at the meetings are properly seated. The Tail Twister shall keep harmony, good fellowship, life and enthusiasm in the meeting. He/she shall collect fines from the members and there shall be no ruling from his decision in imposing a fine. No fine shall exceed a limit of \$1.00 and no member shall be fined more than twice at any one meeting. He/she shall also promote fun and laughter at the meeting by inaugurating appropriate stunts and games. All monies collected by the Tail Twister shall be immediately turned over to the Secretary and receipt taken therefore. These funds will be placed in the operating account of the Club.

The president shall appoint a Budget Coordinator who shall be the immediate past treasurer or another member who has previously held the position of treasurer or a member who has sound knowledge of the Club's financial and budgetary processes. The Budget Coordinator shall serve in an advisory capacity to the Club's treasurer.

SECTION B. There shall be a Lions Club Office Committee. It shall consist of six (6) members: The President, the two (2) Vice Presidents of the Lions Club, the President of the Blue Gray Association, the Lions Club Treasurer, and the President of the Lions Club Community Foundation.

SECTION C. The President shall be an ex-officio member of all committees.

SECTION D. All committees shall consist of a chairman and as many members as shall be considered necessary by the President.

SECTION E. All problems pertaining to either administrative or activity matters, shall be turned over to the corresponding committee for solution or action by them, as authorized by the Board of Directors.

SECTION F. The names of the chairmen of all committees shall be reported to the International office on forms furnished by Lions International. The duties of the committees will be shown as part of a policy manual of the Montgomery Lions Club.

NO. V

SECTION A. Each Committee shall submit to the Board of Directors such financial and other reports in such forms as may be prescribed by the Board of Directors.

NO. VI

SECTION A. These By Laws may be amended at any regular business meeting of the Club at which there is a quorum, by a majority vote of the members present, provided the board has previously considered the merits of the By Law.

SECTION B. No By Law amendment may be put to vote, unless written notice shall have been mailed to the membership at least two weeks previous to the meeting at which the amendment is to be voted upon, said notice to state the proposed amendments.
