

THE CONSTITUTION OF DISTRICT 105EA

Updated March 2009

Section 1. (Introduction) This Constitution shall be read construed and operated in the general context and spirit of the Constitution and Bye-laws of Lions Clubs International, and shall be binding upon the whole of the membership. All disputes and differences arising from, incidental to, or consequent upon any ambiguities or uncertainties herein or omissions herefrom or otherwise concerning matters dealt with in this Constitution shall be resolved by the District Governor. Any such decision shall take immediate effect, shall be communicated forthwith to all Clubs in the District and hereupon shall be binding on all concerned. Any such decision shall stand and have full force and effect while the District Governor remains in the office unless meanwhile constitutionally amended at a District Convention.

If any such decision shall be so amended any interim acts deeds or omissions consequent upon such decision shall be deemed nevertheless to have been valid and effective until constitutionally amended as aforesaid.

Section 2. (Definitions) For the avoidance of doubt the following words shall have the meanings assigned to them:

Lions Clubs International	The International Association of Lions Clubs
Multiple District	District 105 of Lions Clubs International
District	District 105EA
Fiscal Year	The period from 1 st July to 30 th June the following year (both dates inclusive)
Council	Council of Governors
Multiple District Convention	Convention of Multiple District 105
District Convention	Convention of District 105EA
Cabinet	District Governors Cabinet (District 105 EA)

ARTICLE I (Purpose)

Section 1. (Purpose) The purpose of this Constitution is to provide this District with an efficient organisation to assist the membership to achieve their services objectives and provide proper administration throughout the District consistent with the Constitution and Bye-laws of Lions Clubs International as amended from time to time.

Section 2. (Precedence) The Constitution of the International Association of Lions Clubs shall take precedence over the Constitution of Multiple District 105 which in turn shall take precedence over this District Constitution and Constitution of Clubs within the District.

ARTICLE II (Membership)

Section 1. (Membership) The membership shall consist of all Lions Clubs in this District whose Charter has been approved by the Headquarters of Lions Clubs International organised into such number of Regions and Zones as have been or shall be determined by the District Governor. The Boundaries of the District shall be as may have been or shall be determined by the District Convention and approved by the Board of Directors of Lions Clubs International.

Section 2. (Date) The date of Charter Approval is the date at which the Headquarters of Lions Clubs International approve the issuing of a Charter to a Club. It is from this date that a Club is entitled to vote at District, Multiple District, and International Conventions and is covered for Insurance purposes by the Multiple District or International Insurance Policies.

ARTICLE III (District Officers)

Section 1. (Elected Officers) The District Governor and the Vice District Governors shall be elected at the appropriate District Convention as provided in the Constitution and Bye-Laws of Lions Clubs International and this Constitution.

Section 2. (District Officers) The officers of the District shall be :-
The District Governor (who shall be the presiding Officer)
The Vice District Governors, The District Secretary, The District Treasurer,
The Region Chairmen if appointed, the Zone Chairmen,
such other officers as may from time to time be defined by the International Association and such other officers as the District Governor may consider necessary to carry through the work of the District.

Section 3. (Qualification) Each officer appointed by the District Governor shall be an active member in good standing of a Chartered Lions Club in good standing within the District.

Section 4. (Removal of Officers) The District Governor shall have the authority to remove and replace any District Officer appointed by him.

Section 5. (Replacement of Region Chairmen) A Region Chairman if appointed ceasing to be an active member of a club in a Region in respect of which he was appointed shall forthwith cease to hold such office and the District Governor shall appoint another person in his stead.

Section 6. (Replacement of Zone Chairmen) A Zone Chairman ceasing to be an active member of a Club in the Zone in respect of which he was appointed shall forthwith cease to hold such office and the District Governor shall appoint another person in his stead.

Section 7. (Salaries) There shall be no salary paid to any officer of the District.

Section 8. (Expenses) Appropriate expenses, to meet expenditure incurred in carrying out their duties as District Officers, may be paid to District Officers provided that these expenses have been previously authorised by the District Governor in accordance with the District Rules of Audit.

Section 9. (Vice District Governors) The Vice District Governors shall have such powers as may from time to time be ascribed to Vice District Governors by the Constitution and By Laws of Lions Clubs International.

ARTICLE IV (District Governor's Cabinet)

Section 1. (Authority) The powers and responsibility for the administration and general good government of the District and its part in the advancement of the Objects and Ethics of Lionism shall be vested in the District Governor. He shall be assisted by a Cabinet which shall serve in an advisory and administrative capacity only

Section 2. (Structure) The Cabinet in the District shall be composed of the District Governor, the Immediate Past District Governor, the Vice District Governors, the District Secretary, the District Treasurer, the Region Chairmen if appointed the Zone Chairmen and such other members as may be appointed by the District Governor, all of whom should be eligible to vote.

Section 3. (Quorum) A majority of the Cabinet shall constitute a Quorum.

Section 4. (Meetings) The District Governor shall hold a meeting of the Cabinet (convened by at least ten days notice in writing given by the District Secretary) on at least four occasions during his year of office. He shall hold special meetings of the Cabinet (convened by such notice as aforesaid) upon receiving a request in writing so to do from a majority of the members of the Cabinet. Every such convening notice as aforesaid shall be accompanied by an informative agenda in respect of the meeting so convened.

Section 5. (Vacancies) In the event of a vacancy in the Cabinet or in any office except that of District Governor or the Vice District Governors, the District Governor shall have the power to fill such vacancy for the unexpired term thereof.

ARTICLE V (District Organisation)

Section 1. (Regions) The District Governor of the District shall divide the District into as many Regions as he shall see fit, each Region containing not less than ten and not more than sixteen Lions Clubs, due regard being given to the geographical location of the Clubs. These Regions may be altered by the District Governor if he considers any alteration necessary in the best interest of Lionism.

Section 2. (Zones) The District Governor of the District shall divide each Region of that District into as many Zones as he shall see fit, each Zone containing not less than four and not more than eight Lions Clubs, due regard being given to the geographical location of the Clubs. These Zones may be altered by the District Governor if he considers any alteration necessary in the best interests of Lionism.

Section 3. (Region Chairmen) The Region Chairman if appointed shall attend a business meeting of each Club within his Region at least once during the fiscal year of his term of office.

Section 4. (Zone Chairmen) The Zone Chairman shall attend a business meeting of each Club within his Zone at least once during the fiscal year of his term of office.

Section 5. (Zone Meetings) Zone Meetings shall be held in each Zone at such intervals and places as shall be decided by the Zone Chairman but there shall be at least three such meetings within each Zone during any one year.

ARTICLE VI (District Finance)

Section 1. (Subscriptions) The revenue to pay the administrative expenses of the District shall be provided by funds remitted to the District Treasurer by every Club in the District. A District Subscription to be paid by every member of every Club in the District shall be decided upon at every Annual District Convention. Once the subscription has been determined it shall remain operative until changed. The subscription shall be paid by every Club by two equal instalments on the first day of August and the first day of February in each year. The amounts payable by each Club shall be ascertained by reference to the membership of each Club on June 30th. and December 31st. in each year except that no Club shall be liable to pay any sum in respect of the District Subscription for the period of the three months following the date of its organisation or re-organisation, and subsequently only the unexpired proportion between the expiration of three calendar months and the following June 30th. or December 31st. whichever is applicable based upon the membership report next made after it has been organised or re-organised for three calendar months.

Section 2. (Mandates) The revenue raised by the District subscriptions or paid by Clubs in respect of Lions Clubs International projects should be passed to the District Treasurer for application to the District Funds. All payments shall be by two authorised signatories who shall be separate individuals except for payments to "Lions Clubs International". The District Governor, the Vice District Governors, the District Secretary and the District Treasurer shall be the authorised signatories, but if any two of these offices are held by the same person the District Governor shall appoint one other District Officer to be an additional authorised signatory. Payments to "Lions Clubs International" may be made against the sole signatory of the District Governor or the District Treasurer.

Section 3. (Annual Review) The District Governor shall arrange for a review and a report upon the District Treasurer's accounts up to a specified day in each year by some competent person and shall cause copies of such accounts and the Reviewer's report to be sent to every Club in the District at least fourteen days before the date of the District Convention for that year.

Section 4. (District Governor's Review) The District Governor may call for a review and report upon the District Treasurer's accounts at any time.

Section 5 All funds which are to be used for welfare or charitable purposes on a Zone or Region basis, should be held in bank accounts accountable to the District.

ARTICLE VII (Club Records)

Section 1. (District Review) The District Governor or duly authorised Officer shall be entitled to inspect the Books of Accounts and Minute Books of any Club within their District or Region respectively and to attend Meetings, Board Meetings, and Committee Meetings of such Clubs similarly.

ARTICLE VIII (District Convention & Finance)

Section 1. (Format) A District Convention of the District shall be held, *within the geographical boundaries of the District*, at which the District Governor's report and financial and other reports shall be presented. Nominations for District Governor and Vice District Governors shall be presented and a secret written ballot conducted. In the event of more than two candidates for the offices of District Governor or Vice District Governors, the method of balloting and counting of votes shall be as described in Article IX, Sections 2 and 3 of this Constitution.

Section 2. (Supervision) The District Governor shall supervise all phases of the District Convention which shall include the entertainment which is to be provided by the Host Club/Committee for those attending Convention.

Section 3. (Notice) The District Governor shall issue an official call for the Annual District Convention at least ninety days prior to the date fixed for holding the same, and such official call shall be circulated to all Clubs through their respective Secretaries. This Convention call shall incorporate the name and address of the District Constitution, Nominations and Resolutions Officer ("CNRO") and the closing dates for the receipt of nominations and resolutions. The District Governor may at his discretion include in addition such other information as he considers desirable.

Section 4. (Resolutions) The District Governor shall, through the CNRO, receive all resolutions proposed to be deliberated upon by the District Convention. All resolutions must be in the hands of the CNRO by an appointed date. Resolutions for discussion at the District Convention shall be circulated under arrangements to be made by the District Governor to all Clubs in the District at least six weeks prior to the District Convention.

The District Governor shall through the CNRO, receive all amendments to resolutions proposed to be deliberated upon by the District Convention. All amendments must be in the hands of the CNRO at least seven days prior to the District Convention.

It shall be good and sufficient reason for the District Governor not to accept a resolution or an amendment to a resolution if the CNRO is of the opinion that it would waste the time or otherwise inconvenience the proceedings of the forthcoming District Convention or if the substance of such resolution or amendment has been voted upon at either of the two immediately preceding annual District Conventions.

The District Governor shall have power to accept an Emergency Resolution being a Resolution which could not have been submitted to the CNRO in accordance with Section 4 of this Article, if received in writing by him no less than seven days prior to the day of the opening session of a District Convention. If he shall think fit, the resolution shall be submitted to the Convention and, if a simple majority of those present and voting shall so decide, the resolution shall thenceforward be dealt with as an ordinary resolution.

Section 5. (Nominations) The District Governor shall through the CNRO receive all nominations for the office of District Governor and Vice District Governors. All nominations must be in the hands of the CNRO by an appointed date. Nominations shall be circulated under arrangements to be made by the District Governor to all Clubs in the District at least six weeks prior to the District Convention.

Section 6. (Re-drafting of resolutions) The CNRO shall have power to re-draft any resolution if, in its opinion, such re-drafting is necessary in the interests of clarity or for other due reason.

Section 7. (Liaison) In the event of any non-acceptance or re-drafting in accordance with the preceding Sections there shall be liaison between the CNRO and the Club submitting the resolution as soon as is practicable and having regard to time limits already established.

Section 8. (Representation) Each Club in the District in good standing is entitled to be represented at the Convention, and shall be entitled to one voting delegate and one alternate for each ten members of the said Club,

or major fraction thereof, 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. The major fraction referred to shall be five or more members.

Section 9. (Invitations to Host)

a) The District Governor shall, through the CNRO receive invitations in writing from the Clubs or groups of Clubs desiring to act as the District Convention Host Club/Committee for a District Convention two or more years later, provided that no invitation made is for a year already allocated to a Host Club/Committee by an earlier Convention. The invitations shall be in the hands of the CNRO by an appointed date.

The District Governor, through the District Convention Officer, will investigate such invitations from all viewpoints commensurate with the requirements of a District Convention and will certify to the Cabinet that each Club or group of Clubs issuing the invitation can meet the same. Invitations thus certified shall be circulated under arrangements to be made by the District Governor to all Clubs in the District at least six weeks prior to the District Convention.

b) If no invitations are received pursuant to sub-section (a) of this section within the prescribed time limits they may be presented to the District Convention from the floor, provided at least fourteen days notice of intention shall have been given to the District Governor. If there shall be no invitation whatsoever at a District Convention for the Convention two years later it shall be the duty of the next succeeding Cabinet to arrange the venue of the appropriate Convention at such place within the District and by such means as it shall decide.

Section 10. (Administration Expenses) The administration expenses of District Convention including the cost of hiring halls, decorations therein, and miscellaneous expenses, incidental to running the business side of a Convention shall be borne out of District funds. An estimate of the above costs is to be prepared and submitted by the Host Club / Committee to the Cabinet and approved by the Cabinet in writing. Included in such costs may be those resulting from the presence of V.I.P guests invited by the Cabinet to either the business or social functions.

Section 11. (Budgets) The Host Club/Committee shall submit to the Cabinet for approval the proposed charges for the acquisition of Convention Pins and for the various social activities held in conjunction with the District Convention.

The Host Club/Committee, through its Convention Treasurer shall submit to the District Treasurer:-

- a) A preliminary statement of the Convention Account within 60 days of the close of Convention, and
- b) Reviewed Convention Accounts by no later than 30th June of the year to which they refer.

Section 12. (Report) Within sixty days of the close of the District Convention the District Secretary shall prepare a report in writing which shall be a summary of the proceedings of such District Convention and transmit one copy of such report each to the Headquarters of Lions Clubs International and the District Governor.

ARTICLE IX
Elections and continuity of office of District Governor and Vice District Governors

Section 1. (Elections) Delegates attending the District Convention shall elect a District Governor and Vice District Governors by secret ballot in separate elections and in accordance with the requirements of the Constitution of Lions Clubs International and for which candidates for the said offices shall be qualified. To be declared elected, a candidate must obtain at least 50% plus 1 vote of the votes cast.

Section 2. (Method of Voting) Voting for District Governor Elect and Vice District Governors Elect shall be as follows:-

- a) Single Candidate - delegates shall cast their votes by indicating Yes/No on the ballot card.
- b) Two-Candidates - delegates shall cast their votes by indicating on the ballot card with a cross in the appropriate box for the candidate of their choice.
- c) Three or more Candidates - delegates shall cast their votes by placing the candidates in order of judgement by writing in words or figures (one or 1), (two or 2), (three or 3) etc. against the names of the candidates. If on the count of first votes a candidate receives at least 50% plus 1 vote of the votes cast, then he shall be declared the District Governor Elect or the Vice District Governors Elect. If no such majority has been achieved, then the least successful candidate in the count of first votes shall be removed from the count and his second preference votes added into the first vote counts of the remaining candidates as first votes. Should a majority arise there will be a winning candidate declaration. If no majority arises, then the procedure of the next least successful candidate being removed and allocation of his second preference votes will continue until a majority and a winning candidate emerges or until the remaining candidates are tied on votes.

Section 3. (Tied Voting) In cases where the voting system produces a tie in the election of Governor Elect or Vice District Governors Elect the District Governor or Chairman of Convention would have a casting vote. He would exercise this by completing a voting paper, sealing it in an envelope, and handing it to the chief scrutineer before commencement of the count. The envelope will be opened and the ballot paper used only in the event of a tie-break. Otherwise it will be destroyed. The scrutineer will not reveal if the ballot paper was used.

Section 4. (Failure to Elect) In the event that the District fails to elect a qualified District Governor then the International Board of Directors shall appoint a District Governor in accordance with Article VII Section 8 of the international Constitution.

Section 5. (Removal) The District Governor and Vice District Governors, being officers of the International Association of Lions Clubs, may only be removed from office by the affirmative vote of two thirds (2/3) of the entire number of members of the International Board of Directors (Article IV Section 12 of International Constitution.)

Section 6. (Vacancy) In the event of a vacancy in the office of District Governor the provisions of the Constitution of Lions Clubs International shall apply.

Section 7. (Special Procedure) If the District fails to elect a qualified Vice District Governor or if a vacancy occurs in the office, then the District Governor shall call for nominations from the Clubs and shall arrange for a Special Election Meeting of the Clubs at which a Vice District Governor will be elected by the normal methods.

ARTICLE X (Amendments)

Section 1. (Two-thirds majority) This Constitution may be amended only by Resolution reported by the CNRO to a District Convention and adopted by an affirmative vote of not less than two-thirds of the registered delegates present and voting on such Resolution.

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