

MULTIPLE DISTRICT 13 OHIO LIONS, INC.

BY-LAWS

Approved by the Delegates to the 82nd Multiple District 13 State Convention May 19, 2001 - Toledo, Ohio with amendments approved by the delegates through the 92nd Multiple District 13 State Convention May 21, 2011 - Dublin, Ohio

COMPATIBILITY STATEMENT & AUTHORIZATION

This document does not and will not supersede and or displace the authorized and approved Lions Clubs International Constitution and By-Laws. It is intended to serve as the Constitution and By-Laws of MD 13 Ohio Lions, Inc. its clubs and affiliates for reference and use thereof. No part of this document may be reproduced or transmitted in any form or by any means, electronic or mechanical including photocopying, recording or by information storage and retrieval system, without permission in writing from the MD 13 - Ohio Lions, Inc.

Table of Contents

ARTICLE I - DISTRICT NOMINATIONS AND ELECTIONS.....	3
Section 1. District Governor, 1st Vice Governor, 2nd Vice Governor Elections.....	3
Section 2. Time Limitations on Nominating Speeches.....	3
Section 3. District Election Procedures.....	3
Section 4. District Governor Appointments.....	3
Section 5. Region and Zone Chairman Qualifications.....	3
Section 6. Procedure for Filling Vacancy in District Officers and District Governor.....	3
Section 7. Procedure for Removal of District Governor or 1st Vice Governor from Office.....	4
ARTICLE II - DUTIES.....	4
Section 1. District Governor’s Duties.....	4
Section 2. 1st Vice Governor’s Duties.....	4
Section 3. 2nd Vice Governor’s Duties.....	5
Section 4. District Cabinet Secretary and/or Treasurer Duties.....	5
Section 5. Region Chairman’s Duties.....	5
Section 6. Zone Chairman’s Duties.....	5
Section 7. Duties of District Cabinet.....	6
Section 8. Duties of District Governor’s Advisory Committee.....	6
Section 9. Duties of District Governor’s Honorary Committee.....	6
Section 10. Duties of State Council.....	6
Section 11. Multiple District Secretary’s Duties.....	6
Section 12. Multiple District Treasurer’s Duties.....	6
ARTICLE III – STANDING COMMITTEES.....	7
Section 1. Band Committee.....	7
Section 2. Constitution & By-Laws Committee.....	7
Section 3. Extension Committee.....	7
Section 4. Finance & Long-Range Planning Advisory Committee.....	7
Section 5. International Convention Committee.....	8
Section 6. International Relations Committee.....	8
Section 7. Leadership Development Committee.....	8
Section 8. Liaison Committee.....	8
Section 9. Membership Committee.....	8
Section 10. Public Relations and Marketing.....	9
Section 11. Sight & Hearing Committee.....	9
Section 12. Youth Committee.....	9
Section 13. Other Committees.....	9
Section 14. Appointment and Election to State Committees.....	10
Section 15. Limitations on Appointment/Elected Members.....	10
ARTICLE IV -STATE OFFICE BUILDING BOARD OF TRUSTEES.....	10
Section 1. Building Board of Trustees.....	10
ARTICLE V - FINANCIAL OVERSIGHT REVIEW COMMITTEE.....	11
ARTICLE VI - GRANT COMMITTEES.....	11
Section 1. MD13 Ohio Lions Quest Grant Committee.....	11
ARTICLE VII - RULES FOR CONVENTION PROCEDURE.....	12
Section 1. Convention Protocol.....	12
Section 2. Convention Program.....	12
Section 3. Convention Rules.....	12
Section 4. Proposed Amendments and Changes.....	12
Section 5. Parliamentary Procedure.....	12
ARTICLE VIII - FISCAL YEAR.....	12
Section 1. Fiscal Year.....	12
ARTICLE IX - AMENDMENTS.....	12
Section 1. Procedure for Amendments.....	12
Section 2. Amendment Approval.....	12
ARTICLE X - ADOPTION.....	12
Section 1. Adoption.....	12

ARTICLE I - DISTRICT NOMINATIONS AND ELECTIONS

Section 1. District Governor, 1st Vice Governor, 2nd Vice Governor Elections

The District Governor, 1st Vice Governor, and 2nd Vice Governor of each Sub-District shall be elected by secret ballot at the annual Convention of the Sub-District. Otherwise, the District Governor, 1st Vice Governor and 2nd Vice Governor shall be elected at the annual State Convention.

Section 2. Time Limitations on Nominating Speeches

Nominating speeches shall be limited to one and not over five minutes in duration, and one seconding speech of not over three minutes for each candidate.

Section 3. District Election Procedures

- A. If any District Officer (District Governor, 1st Vice Governor and/or 2nd Vice Governor) has not been elected at the District Convention on the last business session day of the annual State Convention, the presiding District Governor in the General Convention assembly shall announce the hours during which nominations for all elective officers shall be made, and during which the election, by secret ballot, for such officers shall take place. Duly accredited delegates shall make all of the nominations for District Officers. Each District group of delegates, upon announcement by the presiding Governor or Officer, shall retire during the announced time, to a separate place within the Convention building, and in such places, proceed with the nominations and elections of all elective offices in their respective Districts, and then return to the convention General Assembly still in session. Upon return of all District Groups of delegates, a representative from each of the Districts, as held in the several District assemblies shall announce the results of the elections, from the floor.
- B. A majority of Delegates of each District present at the Convention, in caucus or business meeting and entitled to vote, shall be necessary to elect the District Governor, 1st Vice Governor, 2nd Vice Governor, or any other elected position of that District. If, on the first ballot, no candidate receives a majority, the candidate receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority.

Section 4. District Governor Appointments

The District Governor shall by the time he/she takes office, appoint a District Cabinet Secretary and/or Treasurer, and one Region Chair for each Region. Provided, however, each respective District Governor shall have the authority to determine whether the position of Region Chairman will be utilized during his/her term. If not so utilized, the position of Region Chairman shall remain vacant during said District Governor's term. The District Governor shall appoint one Zone Chairman for each Zone in the Sub-District. The District Governor shall not reappoint a Zone Chairman who has served his/her District the majority of a two (2) year period, unless all means have been exhausted to find an able successor. The affairs of the Sub-District shall be controlled by a majority vote of the District Cabinet members. Members of the District Cabinet, appointed or elected, shall have voting privileges. Any District Cabinet may at its first meeting, extend voting privileges to Past District Governors not holding a District Cabinet office.

Section 5. Region and Zone Chairman Qualifications

Each Region and Zone Chairman Shall;

- A. Be an active Member in good standing of a chartered Lions Club in his/her respective Region or Zone; and
- B. Have served or will have served at the time of taking office as Region Chairman or Zone Chairman as President of a Lions Club for a full term or major portion thereof, and a member of the Board of Directors of a Lions Club for no less than two (2) additional years; and
- C. Not have served his/her District in this position the majority of a two (2) year period, unless all means have been exhausted to find an able successor.

Section 6. Procedure for Filling Vacancy in District Officers and District Governor

- A. Any vacancy in any District Office, except that of District Governor and 1st Vice Governor shall be filled by appointment of the District Governor for the unexpired term thereof. In filling any vacancy arising in the office of 1st Vice Governor, the District shall convene a meeting of the existing Cabinet as provided in the International Constitution and By-Laws, and all Past International Officers who are members in good standing of a chartered Lions Club in good standing in the District. It shall be the duty of the attendees at this meeting to appoint a qualified club member as 1st Vice Governor for the remainder of the term. In filling the said vacancy, it shall be the duty of the District Governor, or if not available, the most recent Past District Governor, who is available, to send invitations to attend said meeting and it shall be his/her responsibility to preside as Chairman of the meeting. The Chairman shall convey the results to the International Office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion that is entitled to receive an invitation to

attend and is present at such meeting shall be entitled to cast a vote for the Lion of his/her choice.

- B. In the event of the death, resignation, incapacity or removal from office or from the District, of a Lion who has been elected to the office of District Governor, either before or after assuming the office, the 1st Vice Governor shall act as District Governor and shall perform the duties of, and have the same authority as, the District Governor until such time as said vacancy is filled by the International Board of Directors for the remainder of the term, as provided for in the International Constitution. It shall be the duty of the Immediate Past District Governor, or if not available, the most recent Past District Governor who is available, to send out, within (15) days, from the time the vacancy occurs, to all members of the existing Cabinet and all Past International Presidents, Past International Directors and Past District Governors who are members in good standing of a chartered Lions Club in good standing in the Sub-District, a notice and invitation to attend a meeting, to be held within fifteen (15) days, for the purpose of recommending to the International Board of Directors the name of a qualified Lion to be appointed by the Board of Directors to fill such vacancy. The Past District Governor sending such notice shall preside as Chairman of the meeting, and shall convey the results of the meeting to the International Board of Directors together with evidence of invitations sent and attendance at the meeting, all within the time limits as prescribed in the International Constitution. Each Lion who is entitled to receive an invitation to attend and is present at the meeting shall have one vote for the Lion of his/her choice as the recommended for appointment by the International Board.

Section 7. Procedure for Removal of District Governor or 1st Vice Governor from Office

In the event that a District Governor or 1st Vice Governor fails or refuses to perform the duties of office as prescribed by the Constitution and By-Laws or the Constitution and By-Laws of Lions International, the Cabinet Secretary and/or Treasurer shall, upon the written request of a majority of the members of the District Cabinet, call a meeting of the District Cabinet within twenty (20) days after receipt of such request, for the purpose of considering a recommendation to the President and Board of Directors of Lions Clubs International that the District Governor or 1st Vice Governor be removed from office. The notice of such meeting shall be in writing, shall be mailed to each member of the District Cabinet not less than fifteen (15) days prior to the date set for the meeting, and shall specify the purpose of the meeting. Upon a two-thirds (2/3) affirmative vote of the members of the District Cabinet in favor of removal of the District Governor or 1st Vice Governor from office, a recommendation to that effect shall be submitted to the President and the Board of Directors of Lions Clubs International for its consideration, together with a recommendation of a qualified successor.

ARTICLE II - DUTIES

Section 1. District Governor's Duties

Under the general supervision of the International Board of Directors, he/she shall represent the Association in his/her District. In addition, he/she shall be the Chief Administrative Officer in his/her District and shall have direct supervision over the Region Chairmen (if position is utilized during his/her term in office), the Zone Chairmen, the Cabinet Secretary and/or Treasurer, and such other Cabinet Members as may be provided for in the Multiple District Constitution and By-Laws.

His/her specific responsibilities shall be to:

- A. Further the Purpose and Objects of this Association; and
- B. Actively participate and inspire other district officers to administer and promote effective membership growth and new club organization; and
- C. Actively participate and inspire other district officers to administer and promote effective leadership development at the club and district levels; and
- D. Promote the Lions Clubs International Foundation and all service activities of the Association; and
- E. Preside, when present, over Cabinet, Convention and other District meetings. During any period he/she is unable to so preside, the Presiding Officer at any such meeting shall be the member designated by the respective Multiple District Constitution & By-Laws; and
- F. Perform such other functions and acts as shall be required of him/her by the International Board of Directors through the District Governor's Manual and other directives.

Section 2. 1st Vice Governor's Duties

The 1st Vice Governor, subject to the supervision and direction of the District Governor, shall be the Chief Administrative Assistant to the District Governor.

His/her specific responsibilities shall be:

- A. Further the Purposes and Objects of this Association; and

- B. Play an active role in membership development including extension of new clubs and leadership development within district; and
- C. Familiarize himself/herself with the office of District Governor so in the event of a vacancy in the office of District Governor, he/she will be better prepared to assume the duties and responsibilities of said office; and
- D. Perform such administrative duties as may be assigned to his/her by the District Governor; and
- E. Perform such other functions and acts as may be required of him/her by the International Board of Directors through the 1st Vice Governor's manual and or other directives; and
- F. Actively participate in all Cabinet and Council meetings and conduct all meetings in the absence of the District Governor; and
- G. Participate in the preparation of the District budget; and
- H. Be actively engaged in all matters to be continued during the next year; and
- I. Participate in the review of the strengths and weaknesses of the Clubs of the District; and
- J. At the request of the District Governor supervise appropriate District Committees.

Section 3. 2nd Vice Governor's Duties

It shall be the duty of the 2nd Vice Governor to thoroughly acquaint himself/herself with all matters pertaining to Lionism in general and the State Organization, in particular:

- A. He/she shall assist the District Governor in the development of their programs and attendance of member Clubs; and
- B. Under the supervision of the District Governor, he/she shall assist member Club Officers in promoting the interest and welfare of the individual Clubs; and
- C. He/she shall perform such other duties as directed by resolution duly adopted by the State Council, or requested by the District Governor.

Section 4. District Cabinet Secretary and/or Treasurer Duties

The Cabinet Secretary and/or Treasurer shall act under the supervision of the District Governor.

The specific responsibilities shall be to:

- A. Further the Purpose and Objects of this Association; and
- B. Perform such other functions and acts as may be required of each by the International Board of Directors through the Cabinet Secretary/Treasurer Manual and other directives.

Section 5. Region Chairman's Duties

The Region Chairman, subject to the supervision and direction of the District Governor, shall be the Chief Administrative Officer of his/her Region.

His/her specific responsibilities shall be:

- A. Further the Purposes and Objects of this Association; and
- B. Supervise the activities of the Zone Chairmen in his/her region and such District Committee Chairmen as may be assigned to him/her by the District Governor; and
- C. Play an active role in membership development including organization of new Clubs and strengthening of Clubs in the District; and
- D. Play an active role in leadership development at the Club level; and
- E. Perform such other functions and acts as may be required of him/her by the International Board of Directors through the Region Chairman's Manual and other directives.

Section 6. Zone Chairman's Duties

The Zone Chairman, subject to the supervision and direction of the District Governor and/or Region Chairman, shall be the Chief Administrative Officer in his/her Zone.

His/her specific responsibilities shall be to:

- A. Further the Purpose and Objects of this Association; and
- B. Serve as Chairman of the District Governor's Advisory Committee in his/her Zone, and as such Chairman to call regular meetings of said Committee; and
- C. Play an active role in membership development including extension of new Clubs; and
- D. Play an active role in leadership development at the Club level; and
- E. Play an active role in organizing new Clubs and staying informed on the activities and well-being of all Clubs in his/her Zone; and
- F. Perform such other functions and acts as may be required of each by the International Board of Directors through the Zone Chairman's Manual and other directives.

Section 7. Duties of District Cabinet

The District Governor's Cabinet is the deliberative and assisting body to the District Governor in the formulation of administrative plans and policies affecting the welfare of Lionism within the District. It shall serve in an advisory and administrative capacity.

Section 8. Duties of District Governor's Advisory Committee

This Committee is an advisory body to the District Governor and his/her Cabinet; it represents all of the Clubs in the District in an advisory, administrative capacity, and shall serve at the Governor's request.

Section 9. Duties of District Governor's Honorary Committee

The duties and functions of this committee are to promote harmony throughout the District under the supervision of the District Governor. May also serve on Advisory Committee as ex-officio member.

Section 10. Duties of State Council

- A. The State Council shall appoint a State Treasurer, who is the Multiple District Treasurer, who shall submit quarterly financial reports of all the Multiple District moneys entrusted to this officer. Such officer shall serve under the direction of the District Governors of Multiple District 13- Ohio Lions, Inc., and shall disperse funds only as authorized by the State Council.
- B. Powers: Except where inconsistent with and contrary to the provisions of the Articles of Incorporation and Constitution & By-Laws of the International Association of Lions Clubs, the powers granted therein to the Board of Directors, of said Association, and the policies and acts of said Board of Directors, the Multiple District Council shall:
 1. Have jurisdiction and control over all Officers and Agents, when acting as such, of Multiple District 13 Council and all Committees of the Multiple District and of the Multiple District Convention; and
 2. Have management control over the property, business and funds of the Multiple District; and
 3. Have jurisdiction, control and supervision over all phases of the Multiple District Convention and all meetings of the Multiple District; and
 4. Have original jurisdiction, when authorized under policy of said International Board and under rules of procedure prescribed by said Board, to hear and rule upon complaint of a Constitutional nature raised by a Sub-District or District, any Lions Club, or any member of a Lions Club in the Multiple District. All such rulings of the Council shall be subject to review and decision by said International Board.
 5. Have control and management of all budgetary matters of the Multiple District and Committees of the Multiple District and Multiple District Convention. No obligation may be approved or made which shall effect an unbalanced budget or deficit in any fiscal year.
- C. The State Council shall pay from the State Council Fund the expenses of all officers and members of State Committees when such expenses are incurred in the discharge of duties for the Organization as approved by the State Council, but shall have no power to pay expenses not provided for in the Rules of Audit, nor make expenditures for any officer or committee member, except when engaged in duties required of his/her position. No Governor, committee member or any other Lion shall receive in excess of \$200.00 as expenses to any International Convention.

Section 11. Multiple District Secretary's Duties

Under the supervision and direction of the Council of Governors, the Multiple District Secretary shall serve as Secretary to the State Council. The Multiple District Secretary is to advise the Council of Governors and to act as their agent under their direction, especially in conducting and supervising the routine business operations of the Ohio Lions State Office.

The job description duties, compensation, and benefits for the Multiple District Secretary shall be developed by the Finance & Long-Range Planning Advisory Committee and submitted to the State Council for their annual consideration and approval. Such job description is contained in the Policy Manual.

Section 12. Multiple District Treasurer's Duties

Under the supervision and direction of the Council of Governors, the Multiple District Treasurer shall serve as Treasurer of Multiple District 13. The Multiple District Treasurer is to attend all Council of Governors meetings, supplying clear, concise and correct financial reports.

The job description duties, compensation, and benefits for the Multiple District Treasurer shall be developed by the Finance and Long Range Planning Advisory Committee and submitted to the State Council for their annual consideration and approval. Such job description is contained in the Policy Manual.

ARTICLE III – STANDING COMMITTEES

Section 1. Band Committee

1. PURPOSE: The purpose of this committee shall be to recruit and develop a youth band whose activities shall serve both to promote Ohio Lionism and to provide selected Ohio youths with a broadcasting musical and cultural experience at the International Convention and/or other functions.
2. MEMBERSHIP: Voting members: One (1) member from each Sub-District of Multiple District 13 - Ohio Lions, Inc., to be appointed as hereinafter provided.
3. APPOINTMENT: District Governor of each Sub-District shall appoint a qualified Lion from within his/her district for a three (3) year term. Appointment schedule: Refer to Section 14 of this Article III.
4. TERM LIMIT: A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
5. AUTHORITY: All actions of this committee shall be subject to the approval of the Council of Governors.

Section 2. Constitution & By-Laws Committee

1. PURPOSE: The purpose of this committee shall be to study, analyze and interpret constructively the Constitution and By-Laws and Policy Manual of Multiple District 13 - Ohio Lions, Inc., in a continuous and timely manner to maintain pace with changing conditions and circumstances.
2. MEMBERSHIP: Voting members: One (1) member from each Sub-District of Multiple District 13 – Ohio Lions, Inc., to be appointed as hereinafter provided.
3. APPOINTMENT: District Governor of each Sub-District shall appoint a qualified Lion from within his/her district for a three (3) year term. Appointment schedule: Refer to Section 14 of this Article III.
4. TERM LIMIT: A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
5. AUTHORITY: All actions of this committee shall be subject to the approval of the Council of Governors.

Section 3. Extension Committee

1. PURPOSE: To coordinate and promote extension of new Clubs within the Multiple District: and to provide consultation, leadership and support to the Sub-Districts.
2. MEMBERSHIP: Voting members: One (1) member from each Sub-District of Multiple District 13 - Ohio Lions, Inc., to be appointed as hereinafter provided.
3. APPOINTMENT: District Governor of each Sub-District shall appoint a qualified Lion from within his/her district for a three (3) year term. Appointment schedule: Refer to Section 14 of this Article III.
4. TERM LIMIT: A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
5. AUTHORITY: All actions of this committee shall be subject to the approval of the Council of Governors.

Section 4. Finance & Long-Range Planning Advisory Committee

1. PURPOSE: To facilitate the long term planning of Multiple District 13 and the Ohio Lions through cooperative efforts on behalf of the Council of Governors in the areas of financial management and strategic planning.
2. MEMBERSHIP: Voting members: One (1) member from each Sub-District of Multiple District 13 - Ohio Lions, Inc., to be elected as hereinafter provided.
Ex-Officio Members:
 - A. Current International Officer and/or Director
 - B. Past International Officers and Past Directors
 - C. Immediate Past Chairperson of State Council of Governors
 - D. Chairperson of State Council of Governors
 - E. Chairperson of Liaison Committee
 - F. Multiple District Secretary
 - G. Multiple District Treasurer
 - H. A Current District Governor (appointed by current Chairperson)
3. TERM LIMIT: A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year
4. NOMINATIONS and ELECTIONS:
 - A. Nominations for the elective member will be made during the regular business session of the respective Sub-District Conventions.

- B. A majority of the certified Delegates to said session shall be required to elect the District representative to the Finance and Planning Advisory Committee in the same manner as all other elective offices. The term of office of these members will be three (3) years.
Election Schedule: Refer to Section 14 of this Article III.
- 5. **AUTHORITY:** All actions of this committee shall be subject to the approval of the Council of Governors.

Section 5. International Convention Committee

- 1. **PURPOSE:** Prepare plans and make provisions for necessary activities at the annual International Convention for the Ohio Delegation:
- 2. **MEMBERSHIP:** Voting members: One (1) member from each Sub-District of Multiple District 13 - Ohio Lions, Inc., to be appointed as hereinafter provided.
- 3. **APPOINTMENT:** District Governor of each Sub-District shall appoint a qualified Lion from within his/her district for a three (3) year term. Appointment schedule: Refer to Section 14 of this Article III.
- 4. **TERM LIMIT:** A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
- 5. **AUTHORITY:** All actions of this committee shall be subject to the approval of the Council of Governors.

Section 6. International Relations Committee

- 1. **PURPOSE:** To develop and provide guidelines for implementing continued growth of International Relations programs throughout Multiple District 13.
- 2. **MEMBERSHIP:** Voting members: One (1) member from each Sub-District of Multiple District 13 - Ohio Lions, Inc., to be appointed as hereinafter provided.
- 3. **APPOINTMENT:** District Governor of each Sub-District shall appoint a qualified Lion from within his/her district for a three (3) year term. Appointment schedule: Refer to Section 14 of this Article III.
- 4. **TERM LIMIT:** A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
- 5. **AUTHORITY:** All actions of this committee shall be subject to the approval of the Council of Governors.

Section 7. Leadership Development Committee

- 1. **PURPOSE:** The Leadership Development Committee is an Ad-Hoc Committee, which serves under the jurisdiction of The State Council of Governors.
- 2. **MEMBERSHIP:** The Committee shall consist of one (1) member from each of the Sub – Districts of Multiple District 13 - Ohio Lions, Inc.
- 3. **APPOINTMENT:** The District Governor of each Sub-District shall appoint a qualified Lion from within his/her District to serve a term of office. The term of office of these members shall be for a period of three (3) years. The appointment schedule: Refer to Article III, Section 15, Ohio Lions By – Laws.
- 4. **TERM LIMIT:** A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
- 5. **AUTHORITY:** All actions of the committee are subject to approval of the Council of Governors.

Section 8. Liaison Committee

- 1. **PURPOSE:** Foster and maintain favorable atmosphere for Ohio Lionism throughout Lions International
- 2. **MEMBERSHIP:**
 - A. Voting Members; three (3) Lions members in good standing that has exhibited prior interest in Promoting Ohio Lionism (Past District Governors preferred).
 - B. Ex-Officio Members:
 - 1 Current International Officers
 - 2 Active Past International Officers
 - 3 Selected Candidates for International Office.
- 3. **APPOINTMENTS:**
 - A. Council will appoint the Chairman of this committee.
 - B. Term of office of these members will be three (3) years.
- 4. **TERM LIMIT:** A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
- 5. **AUTHORITY:** All action of this committee shall be subject to the approval of the Council of Governors.

Section 9. Membership Committee

- 1. **PURPOSE:** To coordinate and promote activities for Extension, Retention, and New Members.

2. MEMBERSHIP: Voting members One (1) member from each Sub-District of Multiple District 13 - Ohio Lions, Inc., to be appointed as hereinafter provided.
3. APPOINTMENT: District Governor of each Sub-District shall appoint qualified Lion from within his/her District for a three- (3) year term. Appointment schedule: Refer to Article III, Section 14, Ohio By-Laws.
4. TERM LIMIT: A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
5. AUTHORITY: All actions of this committee shall be subject to the approval of the Council of Governors.

Section 10. Public Relations and Marketing

1. PURPOSE: To enhance the image of Lionism throughout Ohio by effectively communicating the activities and successes of the Ohio Lions Clubs to all Ohio Lions and increase the awareness about the mission and purposes of Lionism to Ohio citizens.
2. MEMBERSHIP: Voting members One (1) member from each Sub-District of Multiple District 13 - Ohio Lions, Inc., to be appointed as hereinafter provided.
3. APPOINTMENT: District Governor of each Sub-District shall appoint qualified Lion from within his/her District for a three- (3) year term. Appointment schedule: Refer to Article III, Section 14.
4. TERM LIMIT: A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
5. AUTHORITY: All actions of this committee shall be subject to the approval of the Council of Governors.

Section 11. Sight & Hearing Committee

1. PURPOSE: The purpose of this committee shall be to serve as an advisory body in coordinating and promoting the approved Ohio Lions Sight Conservation, work with the blind and hearing impaired programs, and activities throughout the State of Ohio, and to serve as a resource for receiving and disseminating information and money's.
2. MEMBERSHIP: Voting members one (1) member from each Sub-District of Multiple District 13 - Ohio Lions, Inc., to be appointed as hereinafter provided.
3. APPOINTMENT: District Governors of each Sub-District shall appoint a qualified Lion from within his/her District for a three (3) year term. Appointment schedule: Refer to Article III, Section 14, Ohio Lions By-Laws
4. TERM LIMIT: A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
5. AUTHORITY: All actions of this committee shall be subject to the approval of the Council of Governors.

Section 12. Youth Committee

1. PURPOSE: To serve in the promotion, administration and coordination of all Ohio Lions sponsored youth activities. Specifically, the Youth Committee duties shall be to serve as an advisory body in the promotion and coordination of Lions sponsored prevention and education on Drug Awareness Programs throughout Multiple District 13, and to promote and coordinate foreign youth exchanges, the International Peace Poster Contest, and other youth related projects or programs such as Leo's, Youth Camps, Good Program, or others which may arise.
2. MEMBERSHIP: Voting members one (1) member from each Sub-District of Multiple District 13 Ohio Lions, Inc., to be appointed as hereinafter provided.
3. APPOINTMENT: District Governor of each Sub-District shall appoint a qualified Lion within his/her District for a three (3) year term. Further, it is strongly recommended that each Sub-Districts Governor appoint separate cabinet level or non-cabinet level officers with district wide responsibilities to promote and coordinate each of the following youth related activities: Leo Clubs, Youth Camps, Youth Exchange, Drug Awareness/Lions Quest, Peace Poster Contest, Good Program.
4. TERM LIMIT: A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
5. AUTHORITY: All actions of this committee shall be subject to the approval of the Council of Governors.

Section 13. Other Committees

1. Ohio Lions Eye Research Foundation and Ohio Lions Foundation members are district elected positions. Qualifications, duties and terms are determined by the foundations constitutions.
2. The sitting Council of Governors shall have the authority to appoint committee(s) for special purpose to serve during their respective term. Any such appointment shall include the stated purpose, responsibility and authority of the committee.

Section 14. Appointment and Election to State Committees

1. Listed under Article III, Sections 1-12 shall be for a three (3) year term according to the following appointment schedule. Each Committee shall elect a chairman at the last planned meeting of each fiscal year to serve for the ensuing year and who shall issue call for committee meetings and prepare the agendas. Eligible candidates shall be from carryover members of the committee. In the event a committee member fails his/her obligations, the District Governor shall appoint his/her successor.

Years	Sight Hearing	Const. By-Laws	Int. Conv.	Int. Relat.	Memb. Com.	Youth Com.	Band Com.	Leader Develop.	Extension Com.	Finance & Plan	PRaM
2012 2015 2018	ABCD	HJK	EFG	ABCD	HJK	EFG	HJK	EFJ	EFG	EFG	ABCD
2010 2013 2016	EFG	ABCD	HJK	EFG	ABCD	HJK	ABCD	CDH	ABHJ	ABCD	EFG
2011 2014 2017	HJK	EFG	ABCD	HJK	EFG	ABCD	EFG	ABGK	CDK	HJK	HJK

(Perpetual Dates) [Appointments for three (3) year term]

Section 15. Limitations on Appointment/Elected Members

No Lion shall be appointed or elected to serve on more than one (1) standing State Committee listed in Article III, of the By-Laws except on a Sub-Committee to a Committee of which he/she is a member. In the event that no member is available for appointment to a committee the District Governor Elect shall have the authority to extend the appointment of members to a committee for the period not to exceed one (1) year.

ARTICLE IV -STATE OFFICE BUILDING BOARD OF TRUSTEES

Section 1. Building Board of Trustees

1. **PURPOSE:** To facilitate the smooth and efficient operation of the State Office Building, through responsible management of all fiduciary duties associated with operating a commercial enterprise.
2. **MEMBERSHIP:** Voting Trustees-Ten (10), one from each Sub-District of Multiple District 13-Ohio Lions, Inc., to be elected as hereinafter provided.
 - A. **EX-OFFICIO MEMBERS:**
 1. A current Governor appointed by State Council.
 2. The current Council Chairman.
 3. A current member of the Finance & Long-Range Planning Advisory Committee (only if no elected member is an F&P member).
 4. The Multiple District Secretary and/or designee.
 5. The Multiple District Treasurer.
 - B. **CHAIRMAN:** The Chairman of the Board of Trustees shall be a voting trustee and elected by the Board of Trustees to serve a one (1) year term, and shall have one (1) year previous Experience on the State Office Building Board of Trustees or the Building Committee.
 - C. **Vice Chairman:** The Board of Trustees shall elect a Vice Chairman to serve in the absence or incapacity of the Chairman.
 - D. **Recording Secretary:** The Board of Trustees shall elect a recording Secretary for the Board of Trustees.
3. **NOMINATIONS, ELECTIONS & TERM of OFFICE:**
 - A. **NOMINATIONS:** Nominations for the elective Trustees shall be made during regular business sessions of the respective Sub-District Conventions.
 - B. **ELECTIONS:** A majority of the certified Delegates at the regular business session, of the respective Sub-District Convention, shall elect the State Office Building Trustee in the same manner as all other elective officers within the Sub-District, excepting that of the District Governor.
 - C. **TERM of OFFICE:** Trustees shall be elected to serve a three (3) year term, and are limited to two (2) consecutive terms or a major fraction thereof..
4. **ELIGIBILITY:** Any Lion from a Lions Club, both being in good standing in the Sub-District, is eligible to be elected State Office Building Trustee. The State Office Building Trustees are not subject to Article III, Section 14 of the Ohio Lions – MD 13 By-Laws, prohibiting the serving on more than one State Standing Committee.
6. **REMOVAL PROCEDURE:** A Trustee can be removed from the Board of Trustees only for cause, as defined herein, by a 2/3 vote of the Trustee’s Sub-District Cabinet.

A. REPLACEMENT: In the event that a Lion is removed from the Board, a replacement will be appointed by the Governor of the Sub-District to serve until the next Sub-District Convention, at which time a Trustee will be elected to serve the remainder of the term.

B. REMOVAL: For Cause Includes, but not limited to:

- (1) Failure to fulfill the duties of Trustee as per the Policy Manual; or
- (2) Breach of a fiduciary duty.

C. CHAIRMAN REMOVAL: The Chairman may be removed only from the Chair's position, for failure to fulfill the responsibilities as specified in the Policy Manual. Upon the written request of at least two Trustees, the Council of Governor's shall discuss the issue and vote on the matter of removal. A majority vote of State Council is required to remove the Chairman.

6. AUTHORITY: All actions of the State Office Building Board of Trustees shall be subject to the review and/or approval of the State Council.
7. DUTIES & RESPONSIBILITIES: A description of the State Office Building Board of Trustee's responsibilities, accountabilities and principal duties is presented in the Multiple District 13 - Ohio Lions, Inc. Policy Manual.

ARTICLE V - FINANCIAL OVERSIGHT REVIEW COMMITTEE

1. PURPOSE: To help ensure that internal controls are maintained to enable accurate financial reporting, help safeguard assets and work with external auditors to implement recommendations for improvement for the financial operations of the Ohio Lions.
2. MEMBERSHIP: Voting members: Two (2) members appointed by and from the Finance and Long Range Planning Committee, two (2) incumbent District Governors appointed by the Council of Governors and three (3) at-large members to be appointed by the Council of Governors.
Ex-Officio Members:
 - A. Current Council Chair
 - B. Multiple District Secretary
 - C. Multiple District Treasurer
3. APPOINTMENTS
 - A. Nominations for the two (2) incumbent District Governors and one (1) at-large members appointed by the Council of Governors will be made annually during the first regular fiscal year meeting of the Council of Governors.
 - B. Nominations for the two (2) members appointed by and from the Finance and Long Range Planning Committee will be made annually during the first regular fiscal year meeting of the Finance and Long Range Planning Committee.
 - C. The term of office for at-large committee members will be three (3) years.
 - D. TERM LIMIT: A committee member in good standing may serve two (2) consecutive terms and then be ineligible for appointment to this committee for one (1) Lions year.
4. ELIGIBILITY: Any Lion from a Lions Club with financial accounting and/or management experience, both being in good standing in their Sub-District, is eligible to be appointed as an at-large member of the Financial Oversight Review Committee. The Financial Oversight Review Committee is not subject to Article III, Section 14 of the Ohio Lions - MD 13 By-Laws, prohibiting the serving on more than one State Standing Committee.
5. AUTHORITY: All actions of this committee shall be subject to the approval of the Council of Governors.

ARTICLE VI - GRANT COMMITTEES

The Council of Governors may appoint standing grant committees to facilitate and administer Lion programs and grants.

Section 1. MD13 Ohio Lions Quest Grant Committee

1. PURPOSE: To serve in the promotion, administration and coordination of any active LCIF grants regarding the Lions Quest programs
2. MEMBERSHIP: Voting members will be three (3) or more members appointed as hereafter provided.
3. APPOINTMENT: Members of this committee will be appointed by the Council of Governors and will serve until replaced by future action of the then sitting Council of Governors.
4. AUTHORITY: All actions of this committee shall be subject to the approval of the Council of Governors

ARTICLE VII - RULES FOR CONVENTION PROCEDURE

Section 1. Convention Protocol

The flag of the United States of America shall be displayed prominently at all Convention sessions.

Section 2. Convention Program

The District Governor and Club or Clubs hosting the State Convention shall work with the Multiple District Secretary in arranging the Convention program. After approval of the Convention program by the Council of Governors, the program shall be printed for distribution among the delegates. The program as printed shall be the order of the day for all sessions of the Convention. Changes to these orders can be made from time to time if two-thirds (2/3) of the Delegates vote in the affirmative.

Section 3. Convention Rules

A. All regulations, reports of committees, communications, and all amendments proposed to them, and all motions such as are known to be Parliamentary practice as non-debatable may be debated from the floor before final action is taken on them, unless by two-thirds (2/3) vote the State Convention decides to dispose of them without debate.

B. In debate, each Delegate, voting and non-voting, has the right to speak on the same question, on the same day, except on appeal, but cannot speak the second time as long as any Delegate who has not spoken before on that question, desires the floor.

C. No Delegate shall speak longer than five (5) minutes at a time, except as provided in the order of the day, or by majority vote of the voting delegation.

D. The Council of Governors, Committees of the State Organization and the State Convention, may submit resolutions directly to the State Convention, and move action thereon.

Section 4. Proposed Amendments and Changes

All proposed amendments and changes to the Constitution and By-Laws shall be submitted in writing to the committee on Constitution and By-Laws, for their consideration and report to the state Convention. Constitution ARTICLE XIV, Section 1 & 2 and By-Laws ARTICLE IX, Section 1 & 2.

Section 5. Parliamentary Procedure

Robert's Rule of Order shall govern all parliamentary procedure except as otherwise provided in the Rules of Procedure adopted by the Convention.

ARTICLE VIII - FISCAL YEAR

Section 1. Fiscal Year

The fiscal year of Multiple District 13 – Ohio Lions, Inc., shall conform to the fiscal year of Lions International July 1st through June 30th. [This Section approved at the 1993 Ohio Lions State Convention.]

ARTICLE IX - AMENDMENTS

Section 1. Procedure for Amendments

These By-Laws can be amended only at a regular State Convention of Multiple District 13 – Ohio Lions, Inc., by a proposed amendment, which must first be presented to the Constitution, and by-Laws Committee at least ninety (90) days prior to the Convention. Said proposed amendment shall be in writing and shall be duly signed by the Chairman on behalf of the State Council of Governors, or the Presiding Officer or Secretary, on behalf of a District Cabinet, or State Committee, or an active Lions Club. The Committee shall then cause in notice by regular post or authorized electronic means of the changes without recommendation thereof to be given to the Secretary of each Club, not less than thirty (30) days prior to the Multiple District 13 Convention.

Section 2. Amendment Approval

The Constitution and By-Laws Committee shall then present the proposed amendment to the delegation and if adopted, it shall be by two-thirds (2/3) vote of registered delegates present and voting at the Multiple District 13 Convention. Each proposed amendment shall be voted separately.

ARTICLE X - ADOPTION

Section 1. Adoption

These By-Laws shall be, and become in full force and effect, at the beginning of the fiscal year immediately following its adoption by a two-thirds (2/3) vote of the accredited delegates present and voting at the annual State Convention, unless otherwise specified in the proposed amendment.