

# LIONS CLUBS INTERNATIONAL



DISTRICT 201N3 Inc.

## CONSTITUTION AND BY -LAWS

( First Adopted for the unincorporated District 201N3  
at the District Convention at Nelson Bay 13<sup>th</sup> October 1984 )

Adopted for District 201N3 Inc.  
at the District Convention at Scone Saturday 3<sup>rd</sup> November 2001

Amended at the District Convention at Gosford Saturday 13th November 2004  
Amended at the District Convention at Gwandalan Saturday 5th November 2005  
Amended at the District Convention at Dunedoo Saturday 3rd November 2007  
Amended at District Convention at Warners Bay Saturday 1st November 2008

## **LIONS DISTRICT 201N3 INC.**

### **CONSTITUTION AND BY-LAWS**

#### **ARTICLE 1**

##### **Name**

##### **Section 1**

This organisation (hereinafter referred to as "the District") shall be known as District 201N3 of the International Association of Lions Clubs (which Association is hereinafter referred to as "the Association").

#### **ARTICLE 2**

##### **Purposes**

##### **Section 1**

The purposes of the District shall be:

- (i) to provide an administrative structure with which to advance the purposes of the Association within the boundaries of the District;
- (ii) to promote, conduct and/or administer projects and activities which have been established by a District Convention;
- (iii) to promote, conduct and/or administer, within the District, projects and activities which have been established by a Multiple District Convention or by Multiple District Council or by the International Association of Lions Clubs.

#### **ARTICLE 3**

##### **Membership**

##### **Section 1**

The members of the District shall be all Lions Clubs in the District chartered by the Association.

#### **ARTICLE 4**

##### **Boundaries of District**

##### **Section 1**

The boundaries of the District shall be as approved from time to time by the Association.

##### **Division into Regions and Zones**

##### **Section 2**

The District shall be divided by the District Governor of the day into such regions and zones as he may determine in accordance with the provisions of the Constitution of the Association.

#### **ARTICLE 5**

##### **District Organisation**

##### **Cabinet**

##### **Section 1**

The District shall have a District Cabinet comprising: the District Governor, the First and Second Vice District Governors, the Immediate Past District Governor, the Region Chairmen (if the position is utilised by the District Governor during his/her term), the Zone Chairmen, a Cabinet Secretary, a Cabinet Treasurer (or a Secretary/Treasurer), and such other Chairman or Lions/Lioness/Leo members as the District Governor of the day may from time to time appoint.

##### **Officers**

##### **Section 2**

The members of the Cabinet shall be officers of the District. Each such officer must be and remain an active member in good standing of a Lions/Lioness/Leo Club in good standing in the District.

##### **Appointments**

##### **Section 3**

The District Governor shall by the time he takes office have appointed the Cabinet Secretary, the Cabinet Treasurer, a Region Chairman (if the position is utilised by the District Governor during his/her term) for each Region and one Zone Chairman for each Zone in the District.

## **Vacancies**

### **Section 4**

- (1) If any vacancy occurs in any office, except that of District Governor, First Vice District Governor or Second Vice District Governor, the District Governor may (subject to Sub-Section (2) hereof) appoint another Lion/Lioness/Leo who is qualified to be an officer to fill such office for the unexpired term thereof.
- (2) Should a Region Chairman or Zone Chairman cease to be a member of a Club in the Region or Zone, as the case may be, to which he was appointed, his term of office shall thereupon cease and the District Governor shall appoint a successor to fill that office.
- (3) Should any officer cease to be a member in good standing of a Lions/Lioness/Leo Club in good standing in the District his term of office shall likewise cease and the District Governor may appoint a successor to fill that office.

## **Vacancy – District Governor**

### **Section 5**

In the event of a vacancy in the office of District Governor, the same shall be filled in accordance with the provisions of the International Constitution and By-Laws.

## **Vacancy – Vice District Governors**

### **Section 6**

- (1) In the event of a vacancy arising in the office of First Vice District Governor the currently serving Second Vice District Governor shall assume that office.
- (2) In the event that the vacancy in the office of First Vice District Governor cannot be filled by the assumption of that role by the currently serving Second Vice District Governor the vacancy shall be filled by appointment in like manner to the filling of a vacancy in the office of Second Vice District Governor.
- (3) In the event of a vacancy arising in the office of Second Vice District Governor the District Governor shall convene a meeting of the members of the existing Cabinet as provided for 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 Second Vice District Governor for the remainder of the term.

## **Removal of officer**

### **Section 7**

The District Governor may at any time by notice in writing to the officer concerned remove him from any office to which he may have been appointed and may (subject to Section 5 hereof) appoint a successor to fill that office.

## **Salary**

### **Section 8**

No salary shall be paid to any officer of the District:

## **Cabinet Meetings**

### **Section 9**

A regular meeting of the Cabinet shall be held in each quarter of the financial year. The first such meeting shall be held within sixty (60) days after the adjournment of the preceding Convention of the Association. At least ten (10) days written notice of such regular meetings setting forth a date, time and place determined by the District Governor shall be given to each officer by the Cabinet Secretary by mail, facsimile, email or other electronic means.

## **Special Meeting**

### **Section 10**

Special meetings of the Cabinet may be called by the District Governor at his discretion and shall be called upon written request made to the District Governor or the Cabinet Secretary by a majority of the members of the District Cabinet. The District Governor shall determine the date, time and place of the special meeting which shall take place within 21 days of the date upon which the request was received. At least 5 days written notice of the special meeting, setting forth the purposes thereof and the date, time and place, shall be given to each officer by mail, facsimile, email or other electronic means by the Cabinet Secretary or some other person appointed by the District Governor for that purpose, provided however, that the requirement of 5 days notice may be reduced or waived by two-thirds majority of the officers voting thereon at such special meeting.

## **Quorum**

### **Section 11**

The attendance of a majority of the officers shall constitute a quorum for any meeting of the Cabinet.

### **Voting**

#### **Section 12**

Every officer including the District Governor shall be entitled to vote on any matter. In the event of voting being equal the District Governor shall in addition have a casting vote but may use the same only to maintain the status quo.

### **Regions and Zones**

#### **Section 13**

The District Governor shall divide the District into Regions of no more than sixteen (16) and no fewer than six (6) Lions Clubs and each such Region into Zones of no more than eight (8) and no fewer than three (3) Lions Clubs (unless exemption is given by the Association) or such other number as may be permitted by the policy of the Association from time to time giving due regard to the geographical location of the Clubs. Such division shall be made before the District Governor commences his term of office but shall be subject to change by the District Governor when, in his sole discretion, he shall deem the same necessary in the best interests of the District.

### **Region Meetings**

#### **Section 14**

If the position of Region Chairman is utilised during a District Governors Term, Regional Meetings are to be held in accordance with the directives provided by the District Governor.

### **Zone Meetings**

#### **Section 15**

In each Zone the Zone Chairman and the Presidents and Secretaries of all Clubs in the Zone shall comprise a District Governor's Advisory Committee with the Zone Chairman as Chairman thereof. This Committee shall meet at such time, date and place as shall be determined by the Zone Chairman but always in accordance, with the current policy established by the Association. Such meetings shall be known as Zone Meetings.

### **Region and Zone Meeting Procedures**

#### **Section 16**

Rules of Procedure, the Agenda and all other matters relating to Region or Zone Meetings shall be determined by the District Governor or in default by the Chairman of the Meeting, who may permit persons other than those mentioned in the previous Sections to attend such Meetings.

### **Past District Governors**

#### **Section 17**

The District Governor may appoint a District Governor's Honorary Committee composed of Past International Officers who are members in good standing of Clubs within the District. This Committee shall meet as and when convened by the District Governor.

### **Cabinet Secretary**

#### **Section 18**

The Cabinet Secretary under the supervision of the District Governor shall carry out such duties as the District Governor may assign to him. He shall give at least ten (10) days previous written notice of Cabinet Meetings and shall as soon as possible after each meeting send to each officer, the Executive Officer of Multiple District 201 Council, the Board of Directors of the Association an accurate report of the proceedings. His records must be available at all times to the District Governor. He shall cause to be kept an accurate report of the proceedings at District Conventions and meetings. He shall be reimbursed for any approved expenses and he may be paid an honorarium.

### **Magazine**

#### **Section 19**

The Cabinet may publish a magazine or newsletter or such other publication as it may deem desirable to assist the Purposes of the District.

### **Administration Committees**

#### **Section 20**

- (1) A District Convention, District Cabinet or the District Governor may establish committees for specific purposes to assist in the general administrative functions of the District.
- (2) The structure and detailed operational functions and duties of such committees shall be determined by the District Governor or District Cabinet, provided that such structure, functions and duties are consistent with the directions and the intent of any applicable District Convention resolution.
- (3) The appointment of members to such committees and their tenure shall be determined by the District Governor or District Cabinet.

- (4) Administration Committees shall provide written reports to each cabinet Meeting and the District Convention.

### **Project and Activity Committees**

#### **Section 21**

- (1) A District Convention, District Cabinet or the District Governor may establish committees to promote, conduct and/or administer within the District, projects and activities which have been established by a District Convention, District Cabinet, an MD Convention, MD Council or the International Association of Lions Clubs.
- (2) The appointment of members to such committees and their tenure shall be determined by the District Governor in conjunction with the Vice District Governors, or by the District Cabinet
- (3) The structure and detailed operational functions and duties of such committees shall be determined by the District Governor or District Cabinet in conjunction with the appointed committee members, provided that such structure, functions and duties are consistent with the directions and the intent of any applicable District Convention resolution.
- (4) Project and Activity Committees shall be empowered to raise funds and incur expenses which are generally within the framework of budgets which shall be submitted for review by the District Governor and District Cabinet. All financial operations shall comply with Article 7 Section 9 of this Constitution
- (5) Project and Activity Committees shall keep minutes of their meetings and shall make them available upon request to the District Governor and District Cabinet.
- (6) Project and Activity Committees shall submit written reports to each District Cabinet meeting and to the District Convention.
- (7) (a) In the event of the winding up of a Project or Activity Committee, any property held by the committee including all moneys standing to its credit at any financial institution and all other funds shall forthwith vest in the District Governor on behalf of the District who may receive all property, moneys and funds and give all necessary receipts and discharges to any person or persons or corporations for the time being holding such property, money or funds.  
(b) The District shall arrange settlement of any indebtedness properly incurred by the committee and the balance of any income and property shall be applied towards a charitable purpose which is consistent with the Purposes of the District and which is as close as practicable to the purpose of the original project or activity.

### **ARTICLE 6**

#### **Election of District Governor and Vice District Governors**

#### **Section 1**

The delegates attending the Annual District Convention shall at each Convention elect a District Governor, a First Vice District Governor and a Second Vice District Governor for the following year using whichever is relevant to the following circumstances:

- (1) If there is only one candidate for the office of District Governor, First Vice District Governor or Second Vice District Governor the election shall be conducted by a secret written ballot with the candidate being required to secure a simple majority of the affirmative votes cast by the delegates present and voting in order to be declared elected.
- (2) If there are two candidates for any of the above offices the election shall be conducted by a secret written ballot and the candidate who secures a simple majority of the affirmative votes cast by delegates present and voting shall be declared elected.
- (3) If there are more than two candidates for any of the above offices an election shall be conducted by a secret written ballot by the preferential system of voting as set out in the Commonwealth Electoral Act for the election of Members of the House of Representatives PROVIDED ALWAYS that the name of the successful candidate shall then be submitted to a further secret ballot and such candidate shall be required to secure a simple majority of the affirmative votes cast by the delegates present and voting in order to be declared elected.
- (4) In any case where no candidate secures a simple majority of the affirmative votes cast by the delegates present and voting in the manner hereinbefore provided the matter shall be referred to the International Board for their directions.
- (5) An election for the office of First Vice District Governor shall be conducted prior to the election for the office of Second Vice District Governor.

#### **Qualifications**

#### **Section 2**

No person shall be entitled to be elected as District Governor or as First Vice District Governor or as Second Vice District Governor unless:

- (1) he is qualified in accordance with the provisions of the Constitution and By-Laws of the Association.
- (2) he is nominated by his club and such nomination is certified in writing by the President or Secretary of the Lions Club of which he is a member (or he is endorsed by the majority of the Lions Clubs in the District and such endorsement is certified in writing by the President or Secretary of such Clubs) and such certification or endorsements (as the case may be) together with the nominee's written consent is delivered to the Cabinet Secretary at least sixty (60) days prior to the date fixed for the opening of the District Convention; or he is nominated from the floor of the District Convention in accordance with Section 5 of this Article; and

- (3) the District Nominations Committee, or such other Person or committee appointed by the District Governor of the day for that purpose, shall have confirmed his eligibility.
- (4) In the event of a vacancy in the offices of both First and Second Vice District Governor a qualified candidate may choose to nominate for each office. In such event the nomination for the office of Second Vice District Governor shall be deemed to be withdrawn if that candidate is elected to the office of First Vice District Governor.

### **Notice to Clubs**

#### **Section 3**

The Cabinet Secretary shall post or deliver written advice of the persons nominated to each club in the District and to the Executive officer of Multiple District 201 at least thirty (30) days prior to the opening of the District Convention.

### **Speeches**

#### **Section 4**

At any Convention where an election is to be held a nominating speech on behalf of each candidate shall be made by a Lion in good standing of a Club within the District selected by the candidate. The nominating speech shall not exceed four (4) minutes for each candidate and a warning signal shall be given thirty (30) seconds before such time elapses. A candidate's speech shall be limited to five (5) minutes and a warning signal shall be given thirty (30) seconds before such time elapses.

### **No Nomination**

#### **Section 5**

- (1) Should no proper nomination have been made under Section 2 of this Article or should the only qualified nominee die or withdraw prior to the time of the matter being dealt with at the convention, then nominations shall be sought from the floor from delegates at the Convention.
- (2) Such nominations must be made at a time designated on the programme for that purpose on behalf of members suitably qualified and who shall, have signified their willingness to stand for election. If more than one proper nomination shall have been received under section 2 of this Article and such nominations shall for any reason have been subsequently reduced to one, further nominations may be made from the floor of the Convention with the consent of at least two thirds of the accredited delegates present and voting.
- (3) Where nominations are made pursuant to this Section the time for nominating speeches and candidate speeches shall be as set out in Section 4 hereof.

## **ARTICLE 7**

### **Finances**

#### **Membership Fees**

##### **Section 1**

Each Club shall pay to the Cabinet Treasurer to defray District administrative costs such fee per member per annum as shall be determined by a Convention. This amount shall be due and payable in two semi annual payments as follows:

- (1) one half thereof on the 1st August of each year to cover the period 1st July to 31<sup>st</sup> December and
- (2) one half thereof on the 1st of February of each year to cover the period 1st January to 30th June.

These billings shall be based on the membership of each club at the 1st July and the 1st January respectively. Where a Convention has determined prior to 31st December in any financial year that the fee per member shall be increased for that financial year, the amount of the increase shall become due and payable on the following 1st February in addition to the semi-annual payment.

#### **New Club Liability**

##### **Section 2**

New Clubs will be liable for fees from 1st July or 1st January, which first occurs after the date which appears on the Charter and reorganised Clubs will be liable for fees from 1st July or 1st January, which first occurs after the date of reorganisation.

### **Cheques**

##### **Section 3**

District fees shall become and remain a District Fund and subject to Section 4 hereof shall be disbursed only for District administration expenses as approved by Cabinet. Payments shall be by cheques drawn and signed by any two signatories approved by Cabinet, one of whom shall be the Cabinet Treasurer.

#### **Transfer of Fees**

##### **Section 4**

- (1) Out of the fee referred to in Section 1 hereof the Cabinet may determine such amount per club member per annum which shall be paid into the District Convention Fund to defray District Convention costs for purposes other than hospitality.
- (2) Such further amounts as Cabinet may from time to time determine shall be paid from membership fees into any other funds established by Cabinet.

### **Project and Activity Charge**

#### **Section 5**

- (1) The District may charge each club in each year a Project and Activity Charge not exceeding fifty cents (\$0.50) per member and the funds so collected shall be used with the approval of the District Governor to defray the expenses of prizes for such projects as Peace Poster, Environment projects and other projects as determined by Cabinet from time to time.
- (2) The annual charge shall be determined by Cabinet at the first Cabinet meeting and shall be based upon a budget approved by the District Governor. The charge so determined shall be included in the second semi annual dues notice and may be paid out of each Club's Activities Account.

### **Audit**

#### **Section 6**

There shall be an Audit of all books and accounts of the District after the close of each financial year for presentation to the succeeding District Governor by the end of the month of August after he takes office. The Auditor shall be appointed by Cabinet. No person shall be appointed as auditor unless he is a Registered Company Auditor or a member of the Australian Society of Accountants or of the Institute of Chartered Accountants or any professional body succeeding either of those bodies.

### **Balance of Funds**

#### **Section 7**

Subject to Section 9 (1) hereof, any balance of District funds at the close of the financial year shall be handed to the incoming District Governor to be used at the discretion of his Cabinet

### **M.D. Funds**

#### **Section 8**

Any fees payable from time to time to Multiple District 201 Council shall be collected by the Cabinet Treasurer of the District and forwarded by him to the Multiple District Council Executive officer.

### **Project and Activity Funds**

#### **Section 9**

- (1) District funds raised as a result of projects or activities undertaken by the District shall, unless raised for a specific purpose which was outlined at the commencement of the activity, be distributed in such amounts and at such times and in such areas as shall be determined by a Convention or Cabinet.
- (2) District Cabinet may approve the establishment of such project and activity bank accounts as it deems necessary, and shall authorise the signatories to such accounts.
- (3) Proper accounting records shall be kept for all such projects or activities, and the respective Chairman shall submit a regular financial report to the Cabinet Treasurer for inclusion in his report to each Cabinet meeting, and for inclusion in the Annual Financial Statements submitted to the District's auditor.
- (4) Notwithstanding that the period for a project or activity may not coincide with the District's financial year, the financial records of the project or activity for the period covered by the District's financial year shall be made available to the District's auditor to enable him to conduct a full and proper audit of the District's total financial activities and year-end balances.
- (4) Where the period for a project or activity does not coincide with the District's financial year, the financial records for the project or activity period and the balances at the period-end shall be audited by the District's auditor who has been appointed by Cabinet in accordance with Article 7 Section 6. Following the audit, the Audited Financial Statements shall be presented to the next meeting of the District Cabinet and to the next District Convention.

### **District Special Funds**

#### **Section 10**

- (1) Subject to the prior approval of a District Convention there may be established Foundations Trusts or Funds incorporating the words "Lions and "District 201N3" for the purpose of rendering help and assistance in all forms for public relief, emergency aid, community welfare, international understanding and/or co-operation or for other purposes, as set out in the motion proposing the Foundation Trust or Fund, to further the purposes of Lions Clubs International both within and outside the District.
- (2) The Foundations Trusts or Funds may operate separate accounts as may be necessary or desirable for special appeals and/or income tax purposes.
- (3) The Foundations Trusts or Funds may seek voluntary donations from the general public and from Lions Districts and Clubs.
- (4) All income shall be administered in accordance with the Foundation Trust or Fund Deeds or documents and monies shall only be expended in accordance with the provisions of these Deeds or documents.
- (5) Audited Financial Statements of all funds administered by the Foundations Trusts or Funds shall be presented annually to the District Convention."

### **Insurance**

#### **Section 11**

An insurance policy to provide fidelity bonding for the Cabinet Secretary and Cabinet Treasurer shall be effected at the expense of the District.

### **Treasurer**

#### **Section 12**

The Cabinet Treasurer under the supervision of the District Governor shall carry out such duties relating to finance and accounts as the District Governor may assign to him. His books and accounts must be available at all times to the District Governor and any duly qualified Auditor appointed by the District Governor or Cabinet. He shall be reimbursed for any approved expenses and he may be paid an honorarium

## **ARTICLE 8 District Convention**

#### **Section 1**

The District shall hold a Convention each financial year.

### **Determination**

#### **Section 2**

The city or town where a Convention shall be held shall be determined by the Convention held two years before the Convention in respect of which the application or decision is being made. Where there are three or more nominations the Convention shall determine the city or town by secret ballot by the preferential system of voting as set out in By-Law 1.

### **Application**

#### **Section 3**

Any Club desiring to be the Convention Host Club of a Convention shall make application in writing to the Cabinet Secretary at least sixty (60) days prior to the date fixed for the Convention at which the decision will be made. Each such application shall set out particulars of the proposals and the club's reasons for considering the same to be suitable and shall be considered by the Convention.

### **No Nomination**

#### **Section 4**

If no nomination is submitted at the Convention in accordance with this Article or if the Convention should not accept any nomination duly made the District Governor (in office at the time when the decision would normally be made pursuant to Section 2 hereto) shall determine the city or town where the Convention shall be held.

## **Control of the Convention Programme**

#### **Section 5**

The date and premises and other phases (including budgetary matters) of a Convention shall be determined by the District Governor in office at the time when the city or town where the Convention is to be held is determined or when any decision relating to such Convention is required to be made. Such decision may be altered by the District Governor or his successor. The time-and programme for a convention shall be determined by the District Governor in office when that convention is to be held. The date of a Convention to be so determined shall be during the months of October or November.

### **Control of the Convention**

#### **Section 6**

The District Governor shall preside over the convention and all Convention arrangements shall be under his supervision and control.

### **Organising Committee**

#### **Section 7**

The District Governor may appoint a Convention Organising Committee, and such other Convention or Convention related committees as he may from time to time determine. He shall appoint a chairman of all such committees and designate the duties of such chairman and their committees. He may remove and/or replace any person so appointed.

### **Delegates**

#### **Section 8**

The delegates at each Convention shall be determined in accordance with the provision of the Constitution of the Association.

## **ARTICLE 9 District Convention Expenses**

### **Section 1**

The Convention Organising Committee subject to direction from the District Governor or the Cabinet shall be authorised to incur such expenses as are incidental to the running of the Convention out of District funds.

### **Hospitality Fee**

### **Section 2**

A hospitality fee, the amount of which shall be determined by the District Governor or the Cabinet, shall be collected from each person who applies to attend each Convention. This fee will be collected by the Convention Organising Committee and used to meet hospitality expenses exclusively. The Convention Organising Committee may make such refunds of hospitality fees as it shall think fair and proper subject to any directions from the District Governor.

### **Surplus**

### **Section 3**

Any surplus from moneys collected by the Convention Organising Committee shall be handed to the Cabinet Secretary for disposal in such manner as the Cabinet may decide. Any deficit shall be dealt with as such Cabinet shall think fit.

### **Accounts**

### **Section 4**

The Convention Organising Committee shall submit to the District Governor audited statements of the Convention accounts within ninety (90) days of the close of the Convention, such audit having been made by a person qualified to audit the District Accounts pursuant to Article 7 Section 6 hereof and a copy of such audited statements shall be forwarded to each Club in the District during the following month and shall be submitted to the following District Convention.

## **ARTICLE 10 Convention Motions**

### **Section 1**

Subject to Sections 4 and 6 hereof the only motions to be considered at a Convention shall be those which:

- (1) have been submitted in writing to the Cabinet Secretary not less than sixty (60) days prior to the date of opening of the Convention by a Club within the District and which are signed by the club's President or secretary; or
- (6) have been approved by Cabinet for submission to the Convention not less than sixty (60) days prior to the date of opening of the Convention.

PROVIDED that the limit of sixty (60) days shall be increased to ninety (90) days in the case of any motion to establish a District Project. Proposals to change an existing project shall only require sixty (60) days notice.

### **Projects**

### **Section 2**

- (1). Any motion to establish a District Project must contain full organisational details of the project and the financial responsibilities of the Clubs within the District which decide to participate in the Project and where the details of a District Project are being amended, such motion must contain sufficient information to identify the effect of the amendment on the organisational details of the Project and the financial responsibilities of the participating Clubs.
- (2). The period of time for the conduct of a project shall be fixed by the relevant Motion, or in the absence of a limitation of time being expressed in the motion, the period of time shall be deemed to be three (3) calendar years, commencing from the 1<sup>st</sup> January immediately following the Convention approving the project.
- (3). The term of a project may be extended by a Resolution passed at a Convention held not later than the expiry date fixed for the project, whether this is fixed by the original motion approving the project or by a motion passed at a subsequent convention extending the expiry date.

### **Notice to Clubs**

### **Section 3**

The Cabinet Secretary shall post or deliver to all clubs within the District a copy of all motions to be placed before the Convention (and the basic information submitted on a motion relating to a District Project) at least thirty (30) days (or in the case of motions to establish a District Project at least forty five (45) days) prior to opening of the Convention.

### **Late Notices**

#### **Section 4**

Notwithstanding any of the provisions of this Article a motion (except any motion concerning the adoption of a District Project activity of any nature) may be considered by the Convention as a Late Notice of Motion provided that:-

- (1) (i) it arises as the result of debate or action taken at the Convention relating to a motion received in time; or
- (ii) it arises as the result of a recommendation contained in an official forum report to the Convention on a matter pertaining to a topic scheduled for discussion at that forum; or
- (iii) it relates to a happening or event occurring between the due date for lodgement of motions and the commencement of the Convention and is approved by the District Governor as a proper matter for inclusion in the agenda of the Convention as a Late Notice of Motion; and
- (2) at least two thirds of the delegates present and voting support the admission of such a motion to the Convention programme or agenda, and
- (3) the Late Notice of Motion is supported by a written submission signed by the President of a Lions Club on behalf of his Club, or by the District Governor.

### **Delegates Voting**

#### **Section 5**

A vote on any question can be cast only by a delegate present (which for the purposes of this Article includes alternate delegates acting as delegates).

### **Formal Motions**

#### **Section 6**

Sections 1, 3, and 4 of this Article shall not apply to motions of a formal nature.

### **Effect**

#### **Section 7**

Any motion carried at a Convention should take effect at the close of the Convention. unless otherwise specified in that motion.

### **Copies of Proceedings**

#### **Section 8**

- (1) Within sixty (60) days after the close of the District Convention, the Cabinet Secretary shall transmit one copy of the minutes thereof to the International Office, and one copy to the District Governor. Upon written request within twenty one (21) days of the close of the Convention, from any club in the district, a copy shall be furnished to said club.
- (2) A copy of the Convention Proceedings (where taped) are to be supplied on Tapes/CDs, at actual cost, on a written request to the Cabinet Secretary.

## **ARTICLE 11**

### **Suspension or Cancellation of Club Charter**

#### **Section 1**

Where the Charter of any Club within the District is cancelled by the Association the property of the Club including all moneys standing to its credit at any bank and all other funds shall forthwith vest in the District Governor on behalf of this District who may receive all property, moneys and funds and give all necessary receipts and discharges to any person or persons or corporation for the time

being holding such property, moneys or funds. The District may (if approved by Cabinet) satisfy any liabilities of such a club and dispose of the net assets of such Club (if any) for the benefit of the District and the area in which the Club is situated subject nevertheless to the law for the time being in force in the State or Territory in which the Club is situated.

### **Status Quo**

#### **Section 2**

Where any Chartered Club within the District is placed in status quo by the Association for any period the District Governor may instruct that Club's bankers to suspend all operations on the club's bank account and during such period no moneys may be withdrawn from the club's accounts without the written consent of the District Governor.

## **ARTICLE 12**

### **Dissolution**

Upon the dissolution of this District either by agreement of the District in accordance with a resolution carried at a District Convention by a two thirds majority of delegates voting thereon or by the decision of the Association, the property and assets of the District shall vest in such other Lions Clubs or Lions Districts and in such proportions as such resolution may provide or the Association (or in default the Council of Multiple District 201) shall determine provided that all such funds shall be applied to charitable purposes within the meaning of the laws of the State or Territory in which the majority of the Clubs in the District are located or to another Lions Club or Clubs or Lions District constituted principally within that State or Territory. Funds held for a particular purpose should be applied to a purpose as closely as is practicable to that purpose.

**ARTICLE 13**  
**Amendments to Constitution**

**Section 1**

This Constitution may be amended only at an Annual General Meeting by a resolution adopted by the affirmative vote of two thirds of the votes cast on such motion.

**Section 2**

Article 10 hereof shall apply to any notice of any motion to amend this Constitution.

**Section 3**

Each amendment shall take effect at the close of the Annual General Meeting at which it was adopted unless otherwise specified in the amendment.

**ARTICLE 14**  
**By-Laws**

Subject to the Constitution of the Association and its By-Laws and to this Constitution, the District Cabinet and the District Convention by Notice of Motion submitted and approved in accordance with this Constitution shall have the power to make such By-Laws as shall be deemed necessary with respect to the conduct and administration of the District and for the purpose' of carrying out its duties and may repeal or amend such By-Laws at any time.

**ARTICLE 15**  
**Power to Distribute Funds**

The income and property of the District, however derived, shall be applied solely towards the promotion of the Purposes of the District and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to the Clubs of the District or to Lions members or to relatives of such members provided that nothing herein shall prevent the payment in good faith of an honorarium to any officer or servant of the District or to any Lions member in return for any services actually rendered to the District or the payment of interest on any moneys borrowed by the District from a Club or a Lions member.

**ARTICLE 16**  
**Precedence**

The provisions of the Constitution and By-Laws of the Association shall take precedence over the provisions of this Constitution, and the provisions of this Constitution relating to matters affecting the District shall take precedence over provisions of the Constitution and By-Laws of Lions Clubs within the District.

**ARTICLE 17**  
**Gender**

Wherever the male gender or pronoun appears in this Constitution, it shall be interpreted to mean both male and female persons.

**ARTICLE 18**  
**Dispute Resolution**

All disputes arising between any member or members, or a former member or members, of a Lions/ Lioness/ Leo Clubs and the District, or any officer of the District, relative to membership, or the interpretation, breach of, or application of the District's constitution and by-laws, or any other matter whatsoever which cannot be satisfactorily resolved through other means, shall be settled by dispute resolution.

Any party to the dispute may file a written request with the District Governor of District 201N3, asking that dispute resolution take place. All requests for dispute resolution must be filed with the District Governor within thirty (30) days after the complainant knew or should have known of the occurrence of the event upon which the request is based. Within fifteen (15) days of receipt, the District Governor shall appoint a conciliator acceptable to the parties to hear the dispute.

In the event that the parties are unable to agree on a conciliator within the fifteen (15) days then the District Governor shall appoint a conciliator to hear this dispute.

The conciliator shall be a Past District Governor who is currently a member in good standing of a club in good standing, with in District 201N3, other than the club which is a party to or involved in the dispute.

Upon being selected, the conciliator shall arrange a meeting of the parties for the purpose of conciliating the dispute. The meeting shall be scheduled within thirty (30) days of the appointment of the conciliator. If such conciliation efforts are unsuccessful, the conciliator shall have the authority to issue his or her decision relative to the dispute.

The conciliator shall issue the decision no later than thirty (30) days after the date on which the initial meeting of the parties was held, and the decision shall be final and binding on all parties. All decisions of the conciliators are subject to the authority of the International Board of Directors of Lions Clubs International.

#### **BY-LAW 1**

Where there are three or more nominations for any position or place requiring election or determination by the District Convention, voting on a preferential basis shall be conducted as follows:-

1. The names of the nominees shall be placed on the ballot paper in the order determined by lot drawn by the District Governor at any meeting as soon as possible after the close of nominations.
2. Beside each name shall be placed a square in which the delegate voting shall place a number indicating his order of preference.
3. Unless each square is numbered in the appropriate preferential manner, the ballot paper will be informal and not counted.
4. Subject to this By-Law preferences shall be allocated in the same manner as provided in the Commonwealth Electoral Act for the election of members of the House of Representatives.