

DISTRICT CONSTITUTION and BY-LAWS

DISTRICT 35-O

STATE OF FLORIDA AND THE BAHAMAS, LIONS CLUBS INTERNATIONAL
ADOPTED MAY 2, 2009 TO BE EFFECTIVE AS OF JULY 2, 2010

ARTICLE I
NAME

SECTION 1. The name of this organization is District 35-O, of the Lions of Florida and the Bahamas, Multiple District 35, Inc., and International Association of Lions Clubs. All references in this constitution and by-laws to "District" will refer to and be synonymous with the name above.

ARTICLE II
PURPOSE AND OBJECTS

SECTION 1. The purpose of this organization is to advance Lionism.

SECTION 2. The object of this organization is to provide a structure to advance the Purpose of Lions Clubs International.

ARTICLE III
MEMBERSHIP AND DISTRICT

SECTION 1. The membership of this organization includes all Lions Clubs in the district that are duly organized and chartered under the provisions of the Constitution and By-Laws of the International Association of Lions Clubs.

SECTION 2. The district shall include the following counties: Brevard, Citrus, Flagler, Hernando, Lake, Levy, Orange, Osceola, Polk (North of State Hwy 60), Seminole, Sumter, and Volusia.

ARTICLE IV
DISTRICT ORGANIZATION

SECTION 1. CABINET AND OFFICERS. The district shall have a district cabinet composed of the district governor, immediate past district governor, the first vice district governor, the second vice district governor, cabinet secretary, cabinet treasurer, (or cabinet secretary-treasurer), region chairs (if utilized by the district governor), zone chairs and certain other positions as determined by the governor from time to time.

SECTION 2. ELECTION OF DISTRICT GOVERNOR, FIRST VICE DISTRICT GOVERNOR AND SECOND VICE DISTRICT GOVERNOR. The District Governor, First Vice District Governor and Second Vice District Governor shall be elected at the annual convention of the District. The district governor and the first and second vice district governor shall serve for a term of one year, which term shall commence with the close of the international convention held in the year of their election, if so held, but if not, then on July 1 next following their election and shall terminate with the close of the international convention held in the calendar year next following the calendar year of his/her election, if so held, but if not, then on June 30 of the calendar year next following the calendar year of their election. No incumbent officer, elected or appointed, may stand for election to succeed him or her self except with the approval of the International Board of Directors.

SECTION 3. DISTRICT CABINET APPOINTMENTS. The district governor shall appoint, by the time he/she takes office a cabinet secretary, a cabinet treasurer (or cabinet secretary/treasurer), one region chair for each region in the district (if utilized by the governor) and one zone chair in each of the zones of the district. A zone chair must be filled by a member only in a zone in which their club is located.

- a. Each officer appointed by the district governor shall be a member in good standing of a chartered Lions club within the district and shall hold office during the term of the district governor.
- b. In the event there is a vacancy in the district governor's cabinet (except that of district governor, first or second vice district governor), the District governor shall appoint a successor for the un-expired term.

Section 4. DISTRICT GOVERNOR VACANCY. In the event of a vacancy in the office of district governor, the first vice district 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 the vacancy is filled by the International Board of Directors for the remainder of the term by procedure as provided for in the International Constitution and By-Laws.

a. The immediate past district governor, first and second vice district governors, the region chairpersons, zone chairpersons, the cabinet secretary and cabinet treasurer (or cabinet secretary/treasurer) and District Governor's Honorary Committee shall convene at a date, time and place called and determined by the immediate past district governor to select a replacement for recommendation to the International Board of Directors. (See Exhibit A at the end of this booklet.)

b. In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of district governor, he/she must:

(i) Be an Active Member in good standing of a chartered Lions club in good standing in this district.

(ii) Have served or will have served at the time he/she takes office as district governor:

(a) As officer of a Lions club for a full term or major portion thereof; and

(b) As a member of the district cabinet for two (2) full terms or major portion thereof.

(c) With none of the above being accomplished concurrently.

It is encouraged that the first vice district governor fulfill his/her full term of office and other qualified Lions be considered for filling a vacancy in the office of district governor.

SECTION 5. FIRST AND SECOND VICE DISTRICT GOVERNORS AND OTHER VACANCIES. Any vacancy in office except that of district governor and first and second vice district governors shall be filled by appointment from the district governor for the unexpired term. In event of a vacancy arising in the office of first or 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 first or second vice district governor for the remainder of the term. In filling 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 out invitations to attend said meeting and it shall also be his/her responsibility to preside as chairperson of the meeting. The chairperson shall convey the results to the international office within seven (7) days together with evidence of invitations sent and meeting attendance. Each Lion who is entitled to receive an invitation to attend and is present at said meeting shall be entitled to cast one vote for the Lion of his/her choice.

a. In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of first or second vice district governor, he/she must:

(i) Be an Active Member in good standing of a chartered Lions club in good standing in this district.

(ii) Have served or will have served at the time he/she takes office as first or second vice district governor:

(a) As officer of a Lions club for a full term or major portion thereof; and

(b) As a member of the district cabinet for a full term or major portion thereof.

(c) With none of the above being accomplished concurrently.

ARTICLE V CABINET MEETINGS

SECTION 1. CABINET MEETINGS. The district governor shall call at least one regular meeting of his/her cabinet each quarter during the year and the first of these meetings must be held within forty- five (45) days after the adjournment of the preceding international convention. Ten (10) days written notice must be given by the cabinet secretary to each cabinet member and to each club in the district stating the date, location and time of each regular cabinet meeting.

SECTION 2. SPECIAL CABINET MEETINGS. A special meeting of the cabinet may be called by the district governor at his/her discretion or shall be called upon written request made either to the district governor or to the cabinet secretary by a majority of the members of the cabinet. Not less than five (5) days, and not more than ten (10) days written or telegraphic notice of a special meeting stating the purpose, place, date and time shall be given to each member of the cabinet.

SECTION 3. QUORUM. A majority of the district governor's cabinet shall constitute a quorum.

ARTICLE VI
DISTRICT ORGANIZATION

SECTION 1. ORGANIZATION. The district governor shall divide the district into regions of no more than sixteen (16) and no less than ten (10) Lions clubs, and each region zones containing not less than four (4) or more than eight (8) Lions Clubs, giving due regard to the locations of the clubs, and shall be subject to change by the district governor if deemed necessary for the best interests of Lionism and the individual clubs.

SECTION 2. REGION MEETINGS. Meetings of representatives of all clubs in a region, with the region chair (if the position is utilized) presiding may be held at times and places fixed by the region chair of the respective region.

SECTION 3. ZONE MEETINGS. The zone chair in each zone shall call at least three (3) meetings during the year. The first to be held within sixty (60) days after the adjournment of the preceding international convention, the second in the month of November and the third no later than the month of March.

ARTICLE VII
DISTRICT GOVERNOR'S ADVISORY COMMITTEE

SECTION 1. There shall be a district governor's advisory committee in each zone, composed of the zone chair, club presidents and secretaries of the clubs in the zone.

ARTICLE VIII
DISTRICT GOVERNOR'S HONORARY COMMITTEE

SECTION 1. There may be a district governor's honorary committee in the district. The membership of this committee shall consist of, but not limited to, past international officers, past international directors and past district governors holding active membership in a club within the district.

SECTION 2. The committee shall meet only upon the request of the district governor, with the chairman appointed by the district governor presiding.

ARTICLE IX
DISTRICT CONVENTION

SECTION 1. TIME AND PLACE: An annual convention of district 35-O shall be held each year and may be held at the Multiple District convention or at the discretion of the district governor. At this convention, all voting for district governor, first vice district governor, second vice district governor, constitutional changes and approved formal resolutions shall be voted upon, as well as conducting business pertinent to the operations of this district. The convention shall be controlled by the cabinet officers of the district.

SECTION 2. DELEGATES AND VOTING:

(a) Each chartered Lions club in the district in good standing shall be entitled to one (1) voting delegate and one (1) alternate for each ten (10) members, or major portion thereof. The major portion thereof referred to in this section will be five (5) or more members. The number of members of said club is the number shown on the records of the international office on the first day of the month last preceding that month during which the convention is held, provided, however, that each club is entitled to at least one (1) delegate and one (1) alternate. Any club which is newly chartered shall be entitled to one (1) delegate and one (1) alternate until such time as their members have been members for at least one year and a day in the club as shown by the records of the international office on the first day of the month last preceding that month during which the convention is held.

(i) A member could be a member for one day and be a club delegate as long as they are a member in good standing and the club's board of directors has approved the Lion as the club's delegate.

(b) Each present or past international officer or director, present council chair, first and second vice district governor and the district governor whom is a member in good standing in a club in good standing in this district will be granted full delegate status independent of the clubs delegate quota.

(c) Delinquent dues may be paid and good standing acquired at any time prior to the close of credentials certification, this time being established by the rules of the respective convention.

(d) Determination on whether a club is in good standing shall be from the district governor's record on the opening day of the convention, as to all district, Multiple District and International accounts, provided however, that a club not in good standing with International which can exhibit (1) a canceled check showing payment of all International per capita dues or (2) a telegram or other communication from international acknowledging receipt of such per capita dues or (3) other good evidence that it has fulfilled its obligations to International or (4) shall deliver to the district governor a certified check made payable to International for such per capita dues may be declared in good standing by the district governor. The burden of proof of fulfilling obligations to Lions International lies entirely with the club.

ARTICLE X DISTRICT FINANCE

SECTION 1. ADMINISTRATIVE FUND: There shall be an administrative fund to be used solely to defray the administrative expenses of the district.

(a) To provide funds to cover administrative expenses of the district, an annual per capita district administrative fund dues shall be levied, but not to exceed the previous years, upon each member of each Lions club in the district by the district governors cabinet and shall be paid by the clubs in two semi-annual payments. These billings will be based upon the records of Lions Clubs International as of June 30th and December 31st of each year, respectively. New, reinstated and transfer members shall be billed on a prorated basis. The dues will be collected by the cabinet secretary/ treasurer and is to be paid on or before July 15th and January 15th, and the portion due the multiple district turned over to the Multiple District no later than July 31st and January 31st of each year except that new and re-organized clubs shall pay a prorated per capita dues beginning the first month following their charter night or reorganization.

(b) The per capita dues collected by the district shall constitute the administrative fund for the district and shall be disbursed only for administrative expenses approved by the district governor's cabinet. Such payments shall be by check drawn and signed by the cabinet treasurer, and if the cabinet so desires, also by the district governor or secretary. Two authorized signatures shall be required on checks.

ARTICLE XI ADOPTION

SECTION 1. This Constitution and By-Laws shall become in full force and effective as of July 2, 2010.

ARTICLE XII AMENDMENTS

SECTION 1. Amendments to the Constitution shall be by an affirmative vote of two-thirds (2/3) of the certified delegates present and voting at the district convention.

SECTION 2. Proposals and resolutions to amend the District Constitution and By-Laws may originate from:

(a) A special committee appointed by the district governor.

(b) The constitution and by-laws committee of the district.

(c) A Lions club over the signature of the club president and secretary. Any proposal by a Lions club must be submitted to the district governor or cabinet secretary after approval of the club's board of directors, who will then present it at the next cabinet meeting, where a 2/3 (two-thirds) majority vote of the cabinet will be required to place the amendment on the ballot at the next annual convention of the District. A minimum of a 30 day notice will be given prior to the district's annual convention.

SECTION 3. All proposed amendments shall be submitted to the cabinet for approval after complying with all procedures as outlined in Section 2 of this article. If approved by a 2/3 (two-thirds) majority vote of the cabinet present, the proposed amendment shall then be published by the district governor at his/her discretion preceding a cabinet meeting or the annual convention and thereafter voted upon by the certified delegates present at a cabinet meeting or annual district convention. A minimum of a 30 day notice will be given prior to the district's annual convention.

SECTION 4. At any time the International Association of Lions Clubs or the Multiple District 35 Florida and the Bahamas Constitutions and By-Laws change are in contradiction to the District 35-O Constitution and By-Laws, the district will make the necessary changes on a mandatory basis, with no vote required of the membership.

BY-LAWS

ARTICLE I DUTIES OF DISTRICT OFFICERS

SECTION 1. DISTRICT GOVERNOR: Under the general supervision of the International Board of Directors, he/she shall represent the association in their district. He/she shall be the chief administrative officer in their district and shall have direct supervision over the first and second vice district governor, Region chairs, Zone chairs, Cabinet Secretary and/or Treasurer and all other cabinet and committee members as may be provided for in this constitution and by-laws, the Multiple District Constitution and By-Laws and policies; and the policies of the International Board of Directors, as well as the International Constitution and By-Laws. His/her specific responsibilities shall be to:

- (a) Administer and promote membership growth and new club development;
- (b) Administer and promote leadership development at the club and district levels;
- (c) Promote the Lions Clubs International Foundation and all service activities of the association;
- (d) 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 first or second vice district governor, but if he/she is not available, the district officer chosen by the attending members shall preside;
- (e) Promote harmony among the chartered Lions clubs;
- (f) Exercise such supervision and authority over cabinet officers and district committee appointees as is provided in this district constitution;
- (g) Ensure that each Lions club in the district be visited by district governor or other district officer once every year to facilitate successful administration of the club, and that the visiting officer submit a visitation report to the International Headquarters for each visit.
- (h) Submit a current itemized statement of total district receipts and expenditures to his/her district convention or annual meeting of his/her district at a multiple district convention;
- (i) Deliver, forthwith, at the termination of his/her term of office, all district accounts and records to his/her successor in office;
- (j) Report to Lions Clubs International all known violations of the use of the association's name and emblem;
- (k) 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;
- (l) The district governor shall have the authority to dismiss any officer appointed by him/her for good and sufficient reason.

Section 2. FIRST VICE DISTRICT GOVERNOR. The first vice district governor, subject to the supervision and direction of the district governor, shall be the chief administrative assistant and representative of the district governor. His/her specific responsibilities shall be, but not limited, to:

- (a) Further the purposes of this association;
- (b) Perform such administrative duties assigned by the district governor;
- (c) Perform such other functions and acts required by the International Board of Directors;
- (d) Participate in the cabinet meetings, and conduct meetings in the absence of the district governor, and participate in council meetings as appropriate;
- (e) Assist the district governor in the review of the strengths and weaknesses of the clubs in the district, identifying the existing and potential weak clubs and establishing plans to strengthen them;
- (f) Conduct club visitation as the representative of the district governor when requested by the district governor;
- (g) Work with the District Membership Committee and the District Extension Committee, and assist them to reach their goals of the year;
- (h) Work with the District Leadership Development Committee and assist the committee to develop and implement a district-wide leadership development plan to enhance the enthusiasm and capability of the district officers and members to serve effectively through utilization of the District MERL Team and integration of the team's work with the district's leadership development efforts;
- (i) Work with the District Convention Committee and assist the committee to plan and conduct the annual district convention and assist the district governor to organize and promote other events within the district;
- (j) At the request of the district governor, supervise other district committees;
- (k) Participate in the planning of the next year including the district budget;
- (l) Familiarize himself/herself with the duties of the district governor so that, in the event of a vacancy in the office of the district governor, he/she would be better prepared to assume the duties and responsibilities of said office as the acting district governor until the vacancy is filled according to these by-laws and rules of procedure adopted by the International

Board of Directors.

Section 3. SECOND VICE DISTRICT GOVERNOR. The second vice district governor, subject to the supervision and direction of the district governor, shall be an assistant in the administration of the district, and representative of the district governor. His/her specific responsibilities shall be, but not limited, to:

- (a) Further the purposes of this association;
- (b) Perform such administrative duties assigned by the district governor;
- (c) Perform such other functions and acts required by the International Board of Directors;
- (d) Participate in the cabinet meetings, and conduct meetings in the absence of the district governor, and participate in council meetings as appropriate;
- (e) Familiarize himself/herself with the health and status of the clubs in the district, and assist the district governor and the first vice district governor in identifying and strengthening the existing and potential weak clubs;
- (f) Conduct club visitation, as the representative of the district governor, when requested by the district governor;
- (g) Assist the district governor and first vice district governor in planning and conducting the annual district convention;
- (h) Work with the District Retention Committee, and assist the committee to prevent loss of clubs and members, particularly due to inactive club administration and/or financial problems or negligence;
- (i) Work with the District LCIF Committee and assist the committee to achieve the goals of the year through regular distribution of LCIF information and materials to increase understanding and support of LCIF;
- (j) Work with the District Information Technology Committee and assist the committee to promote the use of the association's web site and the Internet among the clubs and members to obtain information, file reports, purchase club supplies, etc.;
- (k) At the request of the district governor, supervise other district committees;
- (l) Assist the district governor, first vice district governor, and the cabinet in planning of the next year.
- (m) Familiarize himself/herself with the duties of the district governor so that, in the event of a vacancy in the offices of district governor and first vice district governor, he/she would be better prepared to assume the duties and responsibilities of said offices as the acting district governor or acting vice district governor until the vacancies are filled according to these by-laws and rules of procedure adopted by the International Board of Directors.

SECTION 4. CABINET SECRETARY, TREASURER or Secretary/Treasurer. Under the supervision and direction of the district governor or his/her designee:

- (a) Shall keep accurate records of the proceedings of all meetings of the cabinet;
- (b) Shall within five (5) days after such meetings forward copies of the minutes to all members of the cabinet and to Lions International;
- (c) Shall assist the district governor and the cabinet in conducting all business of the district;
- (d) Shall perform such other functions and acts as may be required by the International Board of Directors, as well as such duties that are specified or implied in the Constitution and By-laws of this organization, and other duties that may be assigned to them by the district governor;
- (e) They shall sign all notices and documents pertinent to their office that are issued by the district;
- (f) The cabinet treasurer shall keep all the accounts, receive all monies paid to the district and shall report at each cabinet meeting, as well as at the district convention, and at such other times as deemed necessary. They shall deposit all monies received in the depositories approved by the cabinet and shall disburse the same on order of the cabinet. They shall turn over to the Multiple District all Multiple District funds collected in the district, securing proper receipts thereof. Their books, accounts and records shall be open at all times to the inspection of the district governor, the cabinet and to auditors named by the cabinet;
- (g) The cabinet treasurer and authorized signatories shall be required to make bond, at the expense of the district, in such amounts as shall be approved by the district governor's cabinet;
- (h) The district governor's cabinet shall provide for an audit of the books and accounts of the cabinet treasurer annually, or more frequent if deemed necessary, by a competent auditor, with a copy of each audit furnished to each member of the cabinet and to each club in the district.

SECTION 5. REGION CHAIR (if the position is utilized during the district governor's term). The region chair subject to the supervision and direction of the district governor shall be the chief administrative officer in his/her region. His/her specific responsibilities should be to:

- (a) Further the Purposes of this association;

- (b) Supervise the activities of the zone chairpersons in his/her region and such district committee chairpersons as may be assigned to him/her by the district governor;
- (c) Play an active role in organizing new clubs and in strengthening weak clubs;
- (d) Visit a regular meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the district governor;
- (e) Visit a regular board of directors meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the district governor;
- (f) Endeavor to have every club in his/her region operating under a duly adopted club constitution and by-laws;
- (g) Promote representation at international and district (sub-and multiple) conventions by at least the full quota of delegates to which clubs in his/her region are entitled;
- (h) Carry out such official visitations to club meetings and charter nights as shall be assigned to him/her by the district governor;
- (i) Perform such additional assignments as shall be given to him/her from time to time by the district governor; In addition, the region chair shall perform such other functions and acts as may be required by the International Board of Directors through a region chair manual and other directives.

In the event the region chair for any reason cannot or does not, in the judgment of the district governor, perform the duties of his/her office, or in the event the office is for any reason vacated, the district governor shall appoint a successor to serve for the unexpired term.

Section 6. ZONE CHAIR. The zone chair, subject to the supervision and direction of the district governor and/or region chair, shall be the chief administrative officer in his/her zone. His/her specific responsibilities shall be to:

- (a) Further the Purposes of this association;
- (b) Serve as chair of the District Governor's Advisory Committee in his/her zone and as such chair-person to call regular meetings of said committee;
- (c) Make a report of each District Governor's Advisory Committee meeting and send copies within five (5) days thereafter to Lions Clubs International and to the district governor and region chairperson (if position is utilized);
- (d) Play an active role in organizing new clubs and keep informed on the activities and well-being of all clubs in his/her zone;
- (e) Represent each club in his/her zone in any problems with district, multiple district council chair or Lions Clubs International;
- (f) Supervise the progress of district, multiple district and Lions Clubs International projects in his/her zone;
- (g) Endeavor to have every club within his/her zone operating under a duly adopted club constitution and by-laws;
- (h) Promote representation at international and district (sub-and multiple) conventions by at least the full quota of delegates to which clubs in his/her zone are entitled;
- (i) Visit a regular meeting of each club in his/her zone once or more during his/her term of office, reporting his/her findings to the region chair (if position is utilized) – particularly with respect to weaknesses he/she may have discovered (copy to district governor);
- (j) Perform such other functions and acts as may be required of him/her by directives of the International Board of Directors. In the event the zone chair for any reason cannot or, in the judgment of the district governor, does not perform the duties of his/her office, or in the event the office is for any reason vacated, the district governor shall appoint a successor to serve for the unexpired term.

SECTION 7. The district governor's cabinet is the deliberating and assisting body to the district governor in the formulation of all administrative plans and policies affecting the welfare of all Lionism in the district. It serves in an advisory and administrative capacity only.

SECTION 8. QUORUM. A majority of the district governor's cabinet shall constitute a quorum.

SECTION 9. DISTRICT GOVERNOR'S ADVISORY COMMITTEE: A district governor's advisory committee will consist of the region chairs (if the position is utilized) and zone chairs, club presidents and club secretaries in each zone. This committee serves in an advisory and administrative capacity only. They shall receive and/or make recommendations affecting the welfare of Lionism and the clubs in their zone, region and district. It shall send all reports, recommendations and other information to the district governor and cabinet. It shall hold at least three (3) quarterly meetings. It shall assist the zone chairman in his endeavor to have every club in the zone operating efficiently under the Lions international Club Standardization Plan.

SECTION 10. DISTRICT AMBASSADOR: The chief mission of a district Ambassador, if appointed, shall be to promote harmony throughout the district and offer assistance within the district as requested by the governor. Ambassadors shall attend all meetings of the cabinet and may be a member of the cabinet. All actions taken by an Ambassador shall be under the supervision of the district governor.

SECTION 11. No salary shall be paid to any officer of the district; however, they may be reimbursed for expenses reasonably to and incurred during the discharge of their duties and responsibilities.

ARTICLE II MULTIPLE DISTRICT FINANCE

SECTION 1 It shall be incumbent upon the cabinet secretary and/or treasurer to bill and collect from each club and each member the Multiple District fund dues, as assessed by the Multiple District 35 Constitution and By-Laws.

ARTICLE III DISTRICT FINANCE

SECTION 1. The cabinet shall levy and collect eight dollars annually (\$8.00) from each member in each club in the district, collected in the same time and manner as other dues. The district governor's cabinet may vote to assess an additional sum over and above the previous year's assessment to defray administrative costs in the district by a two-thirds vote of the certified delegates present and voting at the annual convention, or cabinet meeting provided such increase is published by the district governor at his/her discretion. A minimum of a 30 day notice will be given prior to the district's annual convention.

SECTION 2. The district governor shall provide for an audit of the district administrative fund to be made annually or more often if deemed necessary, by a competent auditor. A report of this audit shall be made at the next cabinet meeting and at the district convention.

Section 3. CAMPUS CLUB DISTRICT DUES. An annual district administrative fund per capita dues equal to one half of the amount in Section 1 shall be levied upon each member of each Campus Club in this district.

Section 4. REMAINING FUNDS. In any fiscal year, any balance remaining in the convention fund after payment of all convention administrative expenses in that year shall remain in said convention fund and become available for future convention expenses and be treated as income in any fiscal year in which expended or otherwise budgeted for payment of such expenses.

Section 5. RESTRICTED FUNDS.

(a) Definition: The district may establish Restricted Fund categories to hold funds for a specific purpose such as Disaster Relief, Convention, and Lions specific outreach projects such as Hearing Banks and Sight Screening. Each such fund will be approved by the District Cabinet and maintained by the Cabinet Treasurer.

(b) Disbursement: Disbursement of such funds will be by approval of the District Cabinet or other appropriate body established for the purpose of administering the fund.

(c) Redistricting: Should redistricting occur within the Multiple District, each single or sub-district will review their respective Restricted Funds and prepare them for redistribution under the new district alignment. This redistribution of Redistricted Funds will be based on a formula as in (d) below and all redistributions will carry with them the original restrictions as in (a) above.

(d) Formula for transfer of Restricted Funds: Prior to the application of this formula, the transferring district will advise the receiving district in writing the nature of the restricted funds and all details regarding the restrictions and current organization structure that controls the fund. This will require the receiving district agree, by vote of the district membership at an appropriate Cabinet meeting, to comply with the restrictions or otherwise not receive the funds. The receiving district may decline the transfer of the fund per member value, in which case the fund would remain with the owner.

1. Determine effective date of transfer, for example, July 1, 2010.
2. Determine actual fund balance on that date.
3. Determine the actual number of members in good standing in the district that owns the restricted funds.
4. Divide the fund balance by the membership count to get a per member value.
5. Determine actual total number of members in good standing in the clubs transferring out.

6. Multiply the number of members transferring out by the fund per member value.
7. Transfer the result in restricted funds to the receiving district.

ARTICLE III DISTRICT CONVENTION

SECTION 1. The District Governor shall arrange the program for the District Convention and this shall be the order of the day for all sessions.

SECTION 2. 'Roberts Rules of Order, Newly Revised' shall govern all parliamentary procedures, except as provided in the Rules of Procedures adopted for the convention.

SECTION 3. The district governor shall appoint prior to the convention the following convention committees: resolutions, elections, nominating, credentials, rules, international convention, Multiple District convention, sight-first, public relations, diabetes awareness, membership, leadership development, youth exchange, hearing and speech and Leo. He/she may also appoint any other committee he/she deems appropriate.

SECTION 4. The district governor shall designate a chair for each of the committees appointed by him/her and can fill any vacancies or replace chairs for just cause, as necessary.

SECTION 5. SERGEANT-AT-ARMS: The sergeant-at-arms, under the supervision of the district governor shall be responsible for the maintenance of proper order and decorum at the cabinet meetings and district convention and shall perform such other duties as are assigned by the district governor.

ARTICLE IV NOMINATIONS AND ELECTIONS

SECTION 1. The district governor shall appoint by the first cabinet meeting a nominating committee chair.

SECTION 2. The nominating committee chair shall receive intent to advance forms for the office of district governor and first vice district governor.

SECTION 3. The nominating committee chair shall receive the written nominating resolution of any Lion for the office of second vice district governor, who shall meet all qualifications and provisions of the Lions International Constitution and Bylaws.

The nominating committee chair shall receive sixteen (16) copies of written nominating resolutions each with original signature of the nominee, and the President and Secretary of the club or clubs adopting the resolution, which signatures constitute certification that the nominee is eligible for nomination and election, and that the resolution was regularly and duly adopted and the nominee will accept the office if elected. The resolutions shall be accompanied by one (1) 8x10 and five (5) 3x5 colored photos of the nominee.

The nominating resolution and SIXTEEN (16) copies, with original signatures, and the photos must be received by the Multiple District office at least forty-five days prior to the Multiple District Convention along with the required pictures.

The Multiple District office will examine the resolution as to form and verify the eligibility of the nominee, and if the resolution is in proper form and the nominee eligible for election, the Multiple District office will send a copy of the resolution to the council chair, district governors and to the Multiple District and sub district nominating chair.

The nominating committee chair shall report to the cabinet meeting the names of any nominees that have been qualified. In order to be considered, the written nomination must be in the hands of the nominating committee not less than forty- five (45) days prior to the opening of the district convention. Except as herein provided, the nominations shall be closed and any nominations received after closing date shall be null and void and cannot be considered or voted upon at the convention. As soon as possible after the closing of nominations, the district governor shall inform all clubs in the district, in writing, the names of all qualified candidates for the office of district governor and first and second vice district governor at the convention. The district governor and the first and second vice district governor shall be elected by a plurality vote of the certified delegates present and voting at the district convention.

- (a) Nominations may be made from the floor of the district meeting at the convention for the office of district governor or vice district governor only if the nominating committee certified it has received no written nominations in accordance with the foregoing provisions.
- (b) The Multiple District office will then include the results of these elections in a report to the International Office.

SECTION 4. ENDORSEMENT PROCEDURE for INTERNATIONAL OFFICE. Subject to the provisions of the International Constitution and By-Laws, any member of a Lions club in the district seeking endorsements of a district convention as a candidate for the office of international director or second vice-president shall:

- (a) Deliver (by mail or in person) written notice of intention to seek such endorsement to the district governor and if this is a sub-district of a multiple district to the multiple district council no less than 45 days prior to the convening date of the district convention at which such question of endorsement is to be voted upon;
- (b) Deliver with said notice of intention evidence of fulfillment of the qualifications for such office set forth in the International Constitution and By-Laws.

SECTION 5: Elections at the district convention shall be by secret ballot and the candidates for district governor and the first and second vice district governor receiving the largest number of votes shall be declared elected. In case of a tie, re-balloting shall be scheduled to begin as soon as practical, allowing for preparation of the ballot for additional voting. Re-balloting will continue until one candidate is elected.

ARTICLE V PROJECTS

SECTION 1. A District 35-O project, to be valid, must follow the procedures outlined in Article VI of these By-Laws. Upon approval of a District 35-O project the District Governor shall appoint or elect representatives to the projects.

SECTION 2: The following Multiple District Projects and District 35-O Projects are the official projects of District 35-O.

- (a) Multiple District Approved Projects:
 - Florida Dog Guides F.T.D
 - Florida Lions Conklin Center for the Blind and Multi-Handicapped
 - Florida Lions Camp
 - Florida Lions Eye Bank
 - Florida Lions Foundation for the Blind
 - Leader Dog for the Blind
 - Lions Eye Institute for Transplant and Research
 - North Florida Lions Eye Foundation
 - Southeastern Guide Dogs
- (b) District 35-O Approved Projects
 - Brailist Association of Mid Florida
 - North Florida Lions Eye Foundation
 - District 35-O Hearing Program, Inc.
 - District 35-O Project Right to Sight
 - Youth Exchange Scholarship Trust Fund, Inc.

ARTICLE VI RESOLUTIONS

SECTION 1. A Resolution may be used to laud, commend and acknowledge a Lion, a non-Lion or any entity for extraordinary service rendered to a Lion, a Lion sanctioned project or for Lionism as a whole.

SECTION 2. A Resolution will be the instrument to propose any changes or additions to the Constitution and By-Laws, to propose any new district project requiring support of all Lions and Lions clubs in the district.

SECTION 3. Resolutions may emanate from the district resolutions committee, a Lion, a Lions Club or the cabinet.

SECTION 4. A Resolution proposed by a Lion will first require the endorsement of his/her club and further endorsement by the cabinet. A Resolution proposed by a Lions Club, after approval by the board of directors, must then be sent to the resolutions committee, whose responsibility will be to see that the resolution is in proper form and the resolution committee shall exercise good judgment as to the resolution's intent and clarity, intent being for the good of all Lionism and the district. The resolutions committee has the right to reject frivolous and/or malevolent resolutions.

SECTION 5. The resolutions committee, if after finding the resolution in proper form and the Intent good, shall then present the resolution before the next cabinet meeting for discussion. If the district governor's cabinet approves the resolution by 2/3 (two-thirds) majority, it shall then be placed on the ballot for the district delegates for approval.

SECTION 6. A laudatory resolution will be submitted to the cabinet for a voice vote adoption. A resolution for a change in the District Constitution or By-Laws or the adoption of a District project will be submitted in accordance with the district constitution, Article XIII.

SECTION 7. Resolutions pertaining to the nomination of candidates for International office shall follow the procedures as outlined in the Multiple District and International Constitution, and Article IV of these By-Laws.

ARTICLE VII
OTHER COMMITTEES

SECTION 1. The district governor may appoint such special committees as he/she deem desirable. They will designate a chair and have the absolute power to declare vacancies in any and all appointments he/she make.

ARTICLE VIII
PROJECTS

SECTION 1. A District Project to be valid must follow the procedures as outlined in Article V of these By-Laws.

ARTICLE IX
FISCAL YEAR

SECTION 1. The fiscal year of District 35-O shall be from July 1st of each calendar year through June 30th of the succeeding year.

ARTICLE X
ADOPTION AND AMENDMENTS

SECTION 1. These By-Laws shall be adopted and amended by an affirmative vote of a majority of the voting delegates.

ARTICLE XI
CONSTITUTION AND BY-LAWS SPECIAL COMMITTEE

SECTION 1. The Constitution and By-laws are to be reviewed and updated by a special committee appointed by the district governor and his/her cabinet and will be chaired by the District Constitution and By-Laws chair.

SECTION 2. The Constitution and By-Laws will be reviewed, updated and reprinted as deemed necessary by the district governor and his/her cabinet but not less than every five (5) years.

ADOPTED: May 2, 2009 to take effect 7/2/2010