

Lubbock Lions Club
Preamble To The Constitution

PURPOSES

- TO ORGANIZE, charter and supervise service Clubs to be known as Lions Clubs.
- TO COORDINATE the activities and standardize the administration of Lions Clubs.
- TO CREATE and foster a spirit of understanding among the peoples of the world.
- TO PROMOTE the principles of good government and good citizenship.
- TO TAKE an active interest in the civic, cultural, social and moral welfare of the community.
- TO UNITE the Clubs in the bonds of friendship, good fellowship and mutual understanding.
- TO PROVIDE a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by Club members.
- TO ENCOURAGE service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.

VISION STATEMENT

TO BE the global leader in community and humanitarian service.

MISSION STATEMENT

TO EMPOWER volunteers to serve their communities, meet humanitarian needs, encourage peace and promote international understanding through Lions Clubs.

LIONS CODE OF ETHICS

to show my faith in the worthiness of my vocation by industrious application to the end that I may merit a reputation for quality of service.

to seek success and to demand all fair remuneration or profit as my just due, but to accept no profit or success at the price of my own self-respect lost because of unfair advantage taken or because of questionable acts on my part.

to remember that in building up my business it is not necessary to tear down another's; to be loyal to my clients or customers and true to myself.

whenever a doubt arises as to the right or ethics of my position or action towards others, to resolve such doubt against myself.

Draft copy to be voted on during regular meeting on June 30, 2020

to hold friendship as an end and not a means. To hold that true friendship exists not on account of the service performed by one to another, but that true friendship demands nothing but accepts service in the spirit in which it is given.

always to bear in mind my obligations as a citizen to my nation, my state and my community, and to give them my unswerving loyalty in word, act and deed. To give them freely of my time, labor, and means.

to aid others by giving my sympathy to those in distress, my aid to the weak, and my substance to the needy.

to be careful with my criticism and liberal with my praise; to build up and not destroy.

LUBBOCK LIONS CLUB CONSTITUTION

ARTICLE I

Name, Slogan and Motto

Section 1. NAME. The name of this organization shall be The Lubbock Lions Club chartered by, and under the jurisdiction of Lions Clubs International.

Section 2. SLOGAN. Its slogan shall be: Liberty, Intelligence, Our Nation's Safety.

Section 3. MOTTO. Its motto shall be: We Serve.

ARTICLE II

Purposes

The purposes of this Club shall be:

- (a) To create and foster a spirit of understanding among the peoples of the world.
- (b) To promote the principles of good government and good citizenship.
- (c) To take an active interest in the civic, cultural, social and moral welfare of the community.
- (d) To unite the members in the bonds of friendship, good fellowship and mutual understanding.
- (e) To provide a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by Club members.
- (f) To encourage service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.

ARTICLE III

Membership

Section 1. ELIGIBILITY FOR CLUB MEMBERSHIP. Subject to the provisions of Article I of the by-laws, any person of legal majority and good moral character and good reputation in his/her community, may be granted membership in this Lions Club. Wherever the male gender or pronoun presently appear in this constitution and by-laws, it shall be interpreted to mean both male and female persons.

Section 2. MEMBERSHIP BY INVITATION. Membership in this Lions Club shall be acquired by invitation only. Nominations shall be made on forms provided by the international office, which shall be signed by a member in good standing who shall act as sponsor, and be submitted to the membership chairperson or the Club secretary, who, after investigation by the membership committee, shall submit the same to the Board. If approved by a majority of said Board, the prospect may then be invited to become a member of this Club. A properly filled out membership form duly signed, as well as, the entrance fee and dues must be in the hands of the secretary before the member is reported to and officially recognized by the association as a Lion member.

ARTICLE IV
Forfeiture of Membership

Any member may be expelled from the Club for cause by a two-thirds vote of a properly called meeting of the Board, with a quorum present.

ARTICLE V
Club Size

This Lions Club should strive to maintain a minimum of 300 members.

ARTICLE VI
Officers

Section 1. OFFICERS. The officers of this Club shall be a president, immediate past president, president elect, the 1st, 2nd, and 3rd vice presidents, secretary, treasurer, Lion tamer, tail twister, chaplain, membership chairperson and all other elected directors.

Section 2. REMOVAL. Any officer of this Club may be removed from office for good cause by two-thirds (2/3) vote of the members present at a regular Club meeting with fourteen days' notice of such vote being taken. A vote for removal can only be authorized by the majority action of the Board.

ARTICLE VII
Board of Directors

Section 1. MEMBERS. The members of the Board shall be the president, immediate past president, president elect, the vice presidents, secretary, treasurer, Lion tamer, tail twisters, membership chairperson, chaplain and all elected directors.

Section 2. QUORUM. The presence in person of a majority of the Board shall constitute a quorum at any meeting of the Board. Except as otherwise specifically provided, the act of a majority of the Board present at any meeting of the Board shall be the act and decision of the entire Board.

Section 3. DUTIES AND POWERS. In addition to those duties and powers, express and implied, set forth elsewhere in this constitution and by-laws, the Board shall have the following duties and powers:

- (a) It shall constitute the executive Board of this Club and be responsible for the execution, through the Club officers, of the policies approved by the Club. All new business and policy of this Club shall be determined, by the Board
- (b) It shall authorize all expenditures and shall not create any indebtedness beyond the current income of this Club, nor authorize disbursement of Club funds for purposes inconsistent with the business and policy authorized by the Club membership. ~~The Secretary or A~~ Any paid employee shall not have signature authority over any Club monies whatsoever.
- (c) It shall have power to modify, override or rescind the action of any officer of this Club.
- (d) It shall have the books, accounts and operations of this Club examined annually or, in its discretion, more frequently and may require an accounting of any Club funds by any officer, committee or member of this Club. Any member of this Club in good standing may inspect any accounting upon request at a reasonable time and place.
- (e) It shall appoint, on recommendation of the finance committee, a bank, banks or financial institutions for the deposit of the funds of this Club.
- (f) It may appoint the surety for the bonding of any officer of this Club.
- (g) It shall not authorize, nor permit, the expenditure, for any administrative purpose, of the net income of projects or activities of this Club by which funds are raised from the public.
- (h) It shall submit all matters of new business and policy to the respective standing or special Club committee for study and recommendation to the Board.
- (i) It shall name and appoint, the delegates and alternates of this Club to district and international conventions.
- (j) It shall maintain at least two (2) separate funds governed by generally accepted accounting principles. The first fund, the administrative fund, to record administrative monies such as dues, tail twisting fines and other internally raised Club funds. A second fund, the projects fund, shall be established to record activity or public welfare monies raised by asking support from the public. Disbursement from such funds shall be in strict compliance with Section (g) of this article.

ARTICLE VIII

Delegates to International and District Conventions

This Club shall designate delegates to the international, district and multiple district conventions in accordance with the requirements of Lions Clubs International.

ARTICLE IX
Club Dispute Resolution Procedure

Section 1. DISPUTES SUBJECT TO PROCEDURE. All disputes arising between any member or members, or a former member or members, and the Club, or any officer on the Board of the Club, relative to membership, or the interpretation, breach of, or application of the Club's constitution and by-laws, or the expulsion of any member from the Club, or any other internal Lions Club matter whatsoever which cannot be satisfactorily resolved through other means, shall be settled by dispute resolution. Any time limits specified in this procedure may be shortened or extended by the district governor, conciliator or the International Board of Directors (or its designee) upon a showing of good cause. All parties to any dispute subject to this procedure shall not pursue administrative or judicial actions during this dispute resolution process.

Section 2. REQUEST FOR DISPUTE RESOLUTION AND FILING FEE. Any party to the dispute may file a written request with the district governor asking that dispute resolution take place. All requests for dispute resolution must be filed with the district governor within thirty (30) days after the member knew or should have known of the occurrence of the event upon which the request is based. Each district may determine whether a filing fee will be charged for filing a complaint under this procedure. Any such filing fee must be approved by majority vote of the district cabinet in advance of charging any fee for filing a complaint under this procedure and any such fee shall not exceed US\$250.00, or its equivalent in the respective national currency, payable to the district. All expenses incurred relative to this dispute resolution procedure are the responsibility of the district, unless established district policy provides that all expenses incurred relative to this dispute resolution procedure shall be paid on an equal basis by the parties to the dispute.

Section 3. SELECTION OF CONCILIATOR. Within fifteen (15) days of receipt, the district governor shall appoint a neutral conciliator to hear the dispute. The conciliator shall be a past district governor who is currently a member in good standing of a Club in good standing, other than the Club which is a party to the dispute, in the district in which the dispute arises, and who is impartial on the matter in dispute and without loyalties to any party to the dispute. The appointed conciliator shall be acceptable to the parties and the district governor shall obtain a written statement signed by each party certifying that the appointed conciliator is acceptable. In the event an appointed conciliator is not acceptable to any party, the objecting party must submit a written statement to the district governor identifying all the reasons for such an objection. If the district governor determines, in his or her sole discretion, that the party's written statement sufficiently demonstrates that the appointed conciliator lacks neutrality, the district governor shall appoint a substitute conciliator as provided above. Upon appointment, the conciliator shall have all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure.

Section 4. CONCILIATION MEETING & DECISION OF CONCILIATOR. Upon being appointed, 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. The objective of the conciliator shall be to find a prompt and amicable resolution to the dispute. 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 in writing 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. A copy of the written decision shall be provided to all parties, the district governor and, upon request, to the Legal Division of Lions Clubs International. The decision of the conciliator must be consistent with any applicable provisions of the International, Multiple District and District Constitutions and By-laws and policies of the International Board of Directors, and is subject to the authority of and further review by the International Board of Directors at the sole discretion of the International Board of Directors or its designee.

ARTICLE X
Amendments

Section 1. AMENDING PROCEDURE. This constitution may be amended at any regular meeting of this Club, by the affirmative vote of two-thirds (2/3) of the members present in person and voting, provided that the Board has previously considered, and recommended the merits of the amendments.

Section 2. NOTICE. No amendment shall be put to vote, unless notice, stating the proposed amendment shall have been given to each member of this Club at least fourteen (14) calendar days prior to the meeting at which the vote on the proposed amendment is to be taken.

LUBBOCK LIONS CLUB BY-LAWS

ARTICLE I Membership

Section 1. MEMBERSHIP CATEGORIES.

(a) **ACTIVE:** A member entitled to all rights and privileges and subject to all obligations which membership in a Lions Club confers or implies. Without limiting such rights and obligations, such rights shall include eligibility to seek, if otherwise qualified, any office in this Club, district or association and the right to vote on all matters requiring a vote of the membership; and such obligations shall include regular attendance, prompt payment of dues, participation in Club activities and conduct reflecting a favorable image of this Lions Club in the community. As provided in the Family Membership Program criteria, qualifying family members shall be Active Members and be entitled to all rights and privileges thereof. As provided in the Student Member Program criteria, qualifying student, former Leo and young adult members shall be Active Members and be entitled to all rights and privileges thereof.

(b) **MEMBER-AT-LARGE:** A member of this Club who has moved from the community, or because of health or other legitimate reason, is unable regularly to attend Club meetings and desires to retain membership in this Club, and upon whom the Board of this Club desires to confer this status. This status shall be reviewed each six months by the Board of this Club. A Member-at-Large shall not be eligible to hold office or to vote in district or international meetings or conventions but shall pay such dues as this Club may charge, which dues shall include district and international dues.

(c) **HONORARY:** An individual, not a member of this Lions Club, having performed outstanding service for the community or this Lions Club, upon whom this Club desires to confer special distinction. This Club shall pay entrance fees and international and district dues on such a member, who may attend meetings, but shall not be entitled to any privileges of active membership.

(d) **LIFE MEMBER:** Any member of this Club who has maintained Active membership in the Lubbock Lions Club for 35 or more years and has rendered outstanding service to this Club, his/her community, or this association-may be granted Life Membership in this Club upon:

(1) recommendation of this Club to the association, based upon action and approval by the Club's Board,

(2) payment of the required fee to the association of ~~US\$500.00~~ by this Club in lieu of all future dues to the association, and

(3) approval by the International Board of Directors.

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A Life Member shall have all privileges of active membership so long as he/she fulfills all obligations thereof. A Life Member who desires to relocate and receives an invitation to join this Lions Club shall, upon approval of the Board, become a Life Member of this Club. Nothing herein shall prevent this Club from charging a Life Member such dues as it shall deem proper.

(e) ASSOCIATE MEMBER: A member who holds his/her primary membership in another Lions Club but maintains a residence or is employed in the community served by this Club. This status may be conferred by the invitation of the Board and shall be reviewed annually. The Club shall not report an Associate Member on its Membership and Activities Report. An Associate Member may be eligible to vote on Club matters, at meetings where he/she is present in person but may not represent the Club as a delegate at district or international conventions. He/she shall not be eligible to hold Club, district or international office, nor district, multiple district or international committee assignments through this Club. International and district dues shall not be assessed on the Associate; PROVIDED, however, nothing shall prevent this Club from assessing an Associate such dues as it shall deem proper.

(g) AFFILIATE MEMBER: A quality individual of the community who currently is not able to fully participate as an Active member of the Club but desires to support the Club and its community service initiatives and be affiliated with the Club. This status may be conferred by the invitation of the Club's Board. An Affiliate Member may be eligible to vote on Club matters at meetings where he/she is present in person, but may not represent the Club as a delegate at district or international conventions. He/she shall not be eligible to hold Club, district or international office, nor district, multiple district or international committee assignment. An Affiliate Member shall be required to pay district, international and such dues as the local Club may charge.

(h) PRIVILEGED: A member of this Club who has been a Lion fifteen or more years, who, because of illness, infirmities, advanced age or other legitimate reason, as determined by the Board of directors of this Club, must relinquish his/her active status. A Privileged Member shall pay such dues as the local Club may charge, which dues shall include district and international dues. He/she shall have the right to vote and be entitled to all other privileges of membership except the right to hold Club, district or international office. This membership category shall be included in the Club delegate formula calculation.

Section 2. DUAL MEMBERSHIP. No person shall simultaneously hold membership, other than honorary or associate, in this and any other Lions Club.

Section 3. RESIGNATIONS. Any member may resign from this Club, and said resignation shall become effective upon acceptance by the Board. The Board may withhold acceptance, however, until all indebtedness has been paid, all Club funds and property have been returned, and all right to the use of the name "LIONS," the emblem and other insignia of this Club and this association have been surrendered.

Section 4. REINSTATEMENT OF MEMBERSHIP. Any member dropped from membership in good standing may be reinstated by the Club's Board, and will retain their prior Lions service record as part of their total Lions service record. Any member wishing to be reinstated shall bring current any unpaid balance owed to the Club for any period of prior membership.

Section 5. TRANSFER MEMBERSHIP. This Club may grant membership on a transfer basis to one who has terminated or is terminating his/her membership in another Lions Club, provided that a member is in good standing at the time of transfer requested. If more than 12 months have elapsed between termination of his/her membership in another Club and submittal of completed transfer member form or current membership card, he/she may acquire membership in this Club only under the provisions of Section 2 of Article III of the constitution.

Section 6. **GOOD STANDING** (FAILURE TO PAY). The secretary shall submit to the Board the name of any member who fails to pay any indebtedness due this Club within 60 days after receipt from the secretary of written notice. The Board shall thereafter decide whether the member shall be dropped from or retained on the roster.

Section 7. ATTENDANCE. The Club shall encourage regular attendance at Club meetings and activities. Where a member misses several consecutive meetings or activities, the Club will make every effort to contact the member to encourage and promote regular attendance.

ARTICLE II

Employees of the Club Officers

Section 1: Due to the size of the Lubbock Lions Club, and the magnitude of the projects we historically have undertaken, the Club may, with the approval of the Board of Directors, and upon the presentation of a recommendation from the Employee Search Committee, hire one or more employees to assist with the regular business of the Club. The Board of Directors must also approve any recommendation brought to it by the Personnel Committee to dismiss any employee from employment with the Club. At the time of the drafting of these By-Laws, the Club's only employee is the Administrative Assistant.

Section 2: Any employee of the Club may not serve on the Club's Board of Directors, nor hold any office in the Club. It is permissible for any employee of the Club to be a member of the Club, assuming all requirements for joining the Club are met. As provided in the Club's Constitution, no employee of the Club shall have signature authority over any Club monies whatsoever.

Section 3: Any employee of the Club has the ability to participate in the fundraising or humanitarian undertakings of the Club, as permitted by applicable employment law of the State of Texas, and the employee's expectation or entitlement to compensation during those undertakings shall be governed by applicable employment law of the State of Texas.

Section 4: The compensation and hours to be worked by any employee of the Club shall be set by the Budget and Finance Committee and approved by the Board of Directors during the approval of the annual budget. It shall be the sole responsibility of the Budget and Finance Committee to set the compensation and hours to be worked by any Club employee. In the event the Board of Directors fails to approve compensation and hours to be worked by any Club employee, those issues shall be referred back to the Budget and Finance Committee for additional review, until a new recommendation from the Budget and Finance Committee can be considered and approved by the Board of Directors. Applicable employment law of the State of Texas will be followed when considering employment matters.

Section 5: The work performance of any Club employee, and regular performance reviews of any Club employee will be conducted by the Personnel Committee, appointed by the Club President. Performance issues may be addressed with the employee by the Personnel Committee at any time, as the need arises. Regular performance reviews should be conducted annually in June of every year but may be performed more often should the Club President or Treasurer deem it necessary. The Personnel Committee is the designated body to make the determination and the recommendation to the Board of Directors whether an employee should be retained or dismissed from employment with the Club.

Section 6: When it is determined that an employee for the Club should be hired, the Club President shall appoint an Employee Search Committee, who will vet, interview, and consider potential candidates for such employment with the Club. This committee should be filled, to the extent possible, with members of the Club who have experience in the hiring of new personnel, and with members of the Club who have past service on the Employee Search Committee. The Employee Search Committee will make a recommendation to hire to the Board of Directors and be available to answer questions of the Board at the time a hiring decision is being presented.

Section 7: Insofar as a chain of command for any employee of the Club is concerned, the elected Club Treasurer shall act as a supervisor to the employee, and the employee shall answer directly to the Club Treasurer in all matters pertaining to the Club's financial matters including but not limited to: bookkeeping, banking, financial reporting, payroll, budget, and the like. The elected Club Secretary shall act as a supervisor to the employee, and the employee shall answer directly to the Club Secretary in all matters pertaining to clerical and administrative matters, including but not limited to reporting to the District or to Lions Clubs International, routine communication between club leadership and club members, clerical needs for routine or special club activities, and the like. The employee shall answer directly to the Club President regarding employment or any other Club business, including but not limited to the protocol for beginning and ending the work day, requesting time off, working alternative hours or an altered work day, notification for the employee being ill, and the like. Because of their unique relationship with Club employees, the President, the Elected Club Secretary and the Elected Club Treasurer will be permanent members of the Personnel Committee, Employee Search Committee, and the Budget and Finance Committee.

ARTICLE III Article II
Officers

Section 1. DUTIES.

- a. President. He/she shall be the chief executive officer of this Club; preside at all meetings of the Board and this Club; issue the call for regular meetings and special meetings of the Board and the Club; appoint the standing and special committees of this Club, except as delegated to the president-elect and vice presidents, and cooperate with chairmen to effect regular functioning and reporting of such committees; see that regular elections are duly called, noticed and held; and cooperate with, and be an active member of the district governor's advisory committee of the zone in which this Club is located. Additionally, the President shall ultimately be responsible for the following standing committees and the appointment of those committee chairs: Personnel Committee, Budget and Finance Committee, Officer Installation, New Member Induction, Pancake Festival, Employee Search Committee, Outstanding Youth, 4th of July Flag Sales, Bell Ringing, Projects, and Programs.

- b. Immediate Past President. He/she and the other past presidents shall officially greet members and their guests at Club meetings and shall represent this Club in welcoming all new service minded people in the community served by this Club.

c. President Elect and Vice Presidents. If the president is unable to perform the duties of his/her office for any reason, the President Elect followed by the vice president next in rank shall occupy his/her position and perform his/her duties with the same authority as the president. The President Elect and each vice president shall, under the direction of the president, oversee the functioning of the following committees of this Club **and other committees as may be formed or assigned to them:**

President Elect

Program, **Induction and** Orientation of New Members, History, Protocol, and Roster.

1st Vice President

Budget and Finance, Music, Spirit, Illness and Bereavement, Lion Mascot, **Christmas Bell Ringing, Kid Fish, We Serve**

2nd Vice President

Family Night, Texas Lions Camp, **Fourth of July Flag Sales,** Sight and Hearing Conservation.

3rd Vice President

Greeters, **Newsletter,** Lion Tamer Committee, Outstanding Youth Contest, District and State Activities, Disaster Team, Drug Awareness, International Peace Poster Contest, Website and Social Media.

d. Secretary. He/she shall be under the supervision and direction of the president and the Board and shall act as the liaison officer between the Club and the district in which this Club is located, and the association. In fulfillment of this, he/she shall:

(1) Submit regular monthly and other reports to the international office of the association ~~on blanks provided by it~~ containing such information as may be called for by the Board of this association;

(2) Submit to the district governor's cabinet such reports as it may require including copies of regular membership and activities reports;

(3) Cooperate with and be an active member of the district governor's advisory committee of the zone in which the Club is located;

(4) Have custody and keep and maintain general records of this Club, including records of minutes of Club and Board meetings; attendance; committee appointments; elections; member information, addresses and telephone numbers of members; members Club accounts;

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(5) Arrange for issuance, in cooperation with the treasurer, monthly, quarterly, semi-annual or annual statements to each member for dues and other financial obligations owed to this Club, collect and turn the same over to the Club treasurer and obtain a receipt;

(6) Give bond for the faithful discharge of his/her office in such sum and with such surety as determined necessary by the Board.

e. Treasurer. The Treasurer shall:

(1) Receive all monies, from the secretary and otherwise, and deposit the same in a bank, banks or financial institution recommended by the finance committee and approved by the Board;

(2) Pay out monies in payment of Club obligations only on authority given by the Board. All checks and vouchers shall be signed by two persons authorized by the Board;

(3) Have custody and keep and maintain general records of Club receipts and disbursements;

(4) Prepare and submit monthly and semi annual financial reports to the international office of the association and the Board of this Club;

(5) Give bond for the faithful discharge of his/her office in such sum and with such surety as determined necessary by the Board.

f. Membership Chairperson. The membership Chairperson shall be the chair of the membership committee. The responsibilities for this position shall be:

(1) Development of a growth program specifically for the Club and presented to the Board for approval.

(2) Regular encouragement at Club meeting to bring in new quality members.

(3) Ensuring implementation of proper recruitment and retention procedures.

(4) Preparation and implementation of orientation sessions.

(5) Reporting to the Board on ways to reduce the loss of members.

(6) Coordination with other Club committees in fulfilling these responsibilities.

(7) Serving as a member of the **district global membership team. zone level membership committee.**

g. Lion Tamer. The Lion tamer shall have charge of and be responsible for the property and paraphernalia of the Club, including flags, banners, **bell gong**, gavel, song book and button Board. He/she shall put each in its proper place before each meeting and return the same to the proper storage area after each meeting.

h. Tail Twister(s). He/she shall promote harmony, good fellowship, life and enthusiasm in the meetings through appropriate stunts and games and the judicious imposition of fines on Club members. There shall be no ruling from his/her decision in imposing a fine, provided, however, that no fine shall exceed an amount fixed by the Board of this Club, and no

member shall be fined more than twice at any one meeting, except for behavior which, in the finest traditions of the Club and in the spirit of good fun, is understood to always merit a fine, such as the promotion of a political candidate, the failure to address a member by the title "Lion," or the like. All monies collected by the tail twister shall be immediately turned over to the treasurer or secretary and a receipt be given.

Section 2. ELIGIBILITY FOR OFFICE.

No person shall be eligible to hold office in this Club unless he/she is an active member in good standing for at least one year prior to being nominated. When considering whether or not the member has been in good standing for at least one year prior to being nominated, if the member has held active membership in good standing during any twelve consecutive months during the three year period preceding their nomination, that member meets the qualifications to be eligible to be nominated to hold office.

Section 3. COMPENSATION.

No officer shall receive any compensation for any service rendered to this Club in his/her official capacity with the exception of the secretary, whose compensation shall be fixed by the Board.

ARTICLE IV
Meetings and Quorum Requirements

ARTICLE III

Section 1. REGULAR MEETINGS.

Regular meetings of this Club shall be held at times and places recommended by the Board. All meetings shall begin and end, promptly, at the regular set times. Except as otherwise specifically provided in this constitution and by-laws, notice of regular meetings shall be given in such manner as the Board deems proper.

Section 2. SPECIAL MEETINGS.

Special meetings of the Club may be called by the president, in his/her discretion, and shall be called by the president when requested by the Board, at a time and place determined by the person or body requesting the same. Notice of special meetings setting forth the purpose, time and place shall be given to each member of this Club, at least ten (10) days prior to the date thereof.

Section 3. CHARTER ANNIVERSARY.

A charter night anniversary meeting of this Club may be held each year, at which time special attention shall be devoted to the purposes and ethics of Lionism, and the history of this Club.

Section 4. QUORUM.

The presence in person of a majority of the members in good standing who are present shall be necessary for a quorum at any specially called meeting of this Club. Except as otherwise specifically provided, the act of a majority of the members present at any specially called meeting shall be the act and decision of the entire Club.

Section 5. GOOD STANDING.

Any member who fails to pay any indebtedness due this Club within sixty (60) days after receipt of written notice from the secretary shall forfeit his/her good standing and shall so remain until such indebtedness is paid in full. Only members in good standing may exercise the voting privilege and hold office in this Club.

Section 6. REGULAR BOARD MEETINGS.

It is the Club's practice to invite all Club members to attend regular Board meetings. Regular meetings of the Board shall be held monthly at such times and places as the Board shall determine. Due to their past service to the Club and depth of knowledge of our Club, all past presidents of the Club are welcomed and allowed to attend any and all Board meetings.

Section 7. SPECIAL BOARD MEETINGS.

Special meetings of the Board shall be held when called by the president, or when requested by three (3) or more members of the Board, at such time and place as the president shall determine. All specially called director's meetings will be held by attending in person, and decisions and action concerning the spending of more the US\$1,000.00 of Club funds shall not be authorized through a specially called director's meeting. Polling of the Board members by telephone, written mail, electronic mail, or other similar means is permitted for the exchange of information or the gathering of opinion on any given point of interest, but actions such as motions, seconding of motions, discussions of motions and a vote of the Board shall not be conducted except by in person meeting, and at regularly called Board meetings, except as specifically authorized in Article III, Section 4 of these By-Laws. The provisions of Section 6 above also apply to special Board meetings.

Section 8. CLUB FUNCTION THROUGH BOARD OF DIRECTORS.

All decisions affecting the general business, general welfare, the membership of the Club, the monies collected and disbursed by the Club, and all other like matters of Club business shall be accomplished by action and vote of the Board. Any business that is brought to the general membership of the Club for action and consideration requiring, or suggesting the requirement of a "vote" by the membership as a whole, shall be purely ceremonial in nature, and such action by the general membership shall not be binding upon the Club unless also voted on and approved by the Board at its next regularly scheduled meeting where a quorum is present, except as specifically provided by this Club's Constitution or other provisions of its By-Laws.

If a matter or issue is deemed by the President or in the absence of the President the presiding officer, to be of such a private or sensitive nature that a more confidential review by the Board is in order, the President may at their discretion (1) table the matter or issue for consideration at a Board meeting specially called for this purpose, or (2) ask that all non-Board members who are not past presidents of the Club be excused while such matter or issue is being considered. Compliance with Robert's Rules of Order shall be waived under these specific circumstances.

ARTICLE V
Elections and Filling Vacancies

ARTICLE IV

The officers of this Club, excluding the immediate past president, shall be elected as follows:

Section 1. NOMINATION MEETING.

A nomination meeting shall be held in March of each year, with the date and place of such meeting to be determined by the Board and notice given to each member of this Club at least fourteen (14) calendar days prior to the date of the meeting. At this meeting, nominations for all offices to be filled in the succeeding year may also be made from the floor.

Section 2. NOMINATING COMMITTEE.

The president shall appoint a nominating committee which shall submit the names of candidates for the various Club offices to the Club at the nomination meeting. The Nominating Committee shall be chaired by the Immediate Past President of the Club., and a strong preference will be given to Other past presidents of the Club who wish to likewise serve on the committee are allowed to do so. The Nominating Committee shall meet initially no later than November 1st in the year prior to the Nominations Meeting to be held the following March, and thereafter as deemed appropriate by the Chairperson. The secretary shall confirm the eligibility of any potential candidate prior to the Nomination Meeting.

Section 3. NOMINEE UNABLE TO SERVE.

If in the interim between the nomination meeting and the election meeting any nominee is unable for any reason to serve in the office to which he/she was nominated and for which office there was no other nominee, the nominating committee shall submit, at the election meeting, names of additional nominees for that office.

Section 4. ELECTION MEETING.

An election meeting shall be held no later than April 15 of each year, at a time and place determined by the Board, and fourteen (14) calendar days prior notice shall be given to each member of the Club by the secretary. No nominations may be made from the floor at the election meeting **and no absentee or electronic ballots or voting shall be permitted.**

Section 5. ANNUAL ELECTION.

Subject to the provisions of Section 8 of this Article all officers, other than directors, shall be elected annually and shall take office on July 1st, and shall hold office for one year from that date, or until their successors shall have been elected and qualified.

Section 6. MEMBERSHIP COMMITTEE.

The membership committee shall be chaired by Membership Chairperson, which shall be elected for a one year term. The Membership Chairperson shall assemble the Membership Committee, with input and advice from the President, in a manner consistent with the guidelines and recommendations of Lions Clubs International for this committee.

Section 7. DIRECTORS ELECTION.

One half of the directors shall be elected annually and shall take office on the July 1st next following their election, and shall hold office for two (2) years from that time, or until their successors shall have been elected and qualified.

Section 8. BALLOT.

The election shall be by written ballot by those present and qualified to vote. A plurality vote shall be necessary to elect. It shall be the responsibility of the Secretary to maintain possession of all cast ballots, and all tally notes following the election for a period of one year after the election meeting.

Section 9. VACANCY **AND OTHER RELATED MATTERS.**

If the office of president or of president elect or any vice president shall become vacant for any reason, the Board shall appoint a member in good standing to the office of President, President Elect, or Vice President, whichever has become vacant. In the event of a vacancy in any other office, the Board shall call upon the Secretary to produce the cast ballots and tally sheets from the last election, and the member who received the next largest number of votes for the office that has been vacated shall be appointed by the Board to fill the unexpired term of that vacant office. This process shall be repeated sequentially until a member is appointed. In the event the vacant office was one that was run unopposed in the prior election, or in the event that no member who received any votes in the last election is willing or able to fill the vacant office, then the Board shall appoint a member in good

~~standing to fill the vacancy. The procedures stated in this section shall also apply to vacancies of any office holder elect, who becomes unable or refuses for any reason to serve before his or her office commences.~~

If the Office of President, President Elect, or a Vice President shall become vacant for any reason, those elected officers in line behind the office that has become vacant shall be given the opportunity to move up into the vacated office, hold that office for the balance of the fiscal year, and be entitled to seek the next progressive office at the next round of Club elections. If that officer accepts that opportunity, then the office holder below them will be given the same opportunity to move up, and so on. Once all the officer positions below the vacancy have moved up, or at the point where a sitting officer chooses not to move up into a vacated position, the Board of Directors shall be called upon to appoint a member in good standing, and eligible to hold Club office, to fill any vacancy that remains. In order to do this, the Board of Directors will receive the name of a recommended candidate from the Nominations Committee, who is charged with the vetting and evaluation of potential office holders in the Club. In the event the Board of Directors fails to approve the recommended candidate, the issue shall be referred back to the Nominations Committee for additional review, until a new recommendation from the Nominations Committee can be considered and approved by the Board of Directors.

For all other elected officers of the Club, the Board of Directors shall be called upon to appoint a member in good standing, and eligible to hold Club office, to fill the vacancy that remains. In order to do this, the Board of Directors will receive the name of a recommended candidate from the Nominations Committee, who is charged with the vetting and evaluation of potential office holders in the Club. In the event the Board of Directors fails to approve the recommended candidate, the issue shall be referred back to the Nominations Committee for additional review, until a new recommendation from the Nominations Committee can be considered and approved by the Board of Directors.

The procedures described in this section shall also apply to vacancies of any office holder-elect who becomes unable or refuses for any reason to serve before his or her office commences.

In the event of a tie between two or more candidates for any Club office, a runoff election will be held at the regular Club meeting two weeks following the election meeting. If a tie remains following the runoff election, a subsequent runoff election will be held at the regular meeting of the Club every week thereafter until a winner is determined.

ARTICLE VI
Fees and Dues

ARTICLE V

Section 1. ENTRANCE FEE.

Each new, reinstated and transfer member shall pay an entrance fee as determined by Lions Clubs International, which fee shall include the current association entrance fee and be collected before such member is enrolled as a member of this Club and before the secretary may report such member to Lions Clubs International; provided, however, that the Board may elect to waive all or any part of the Club portion of said entrance fee as to any member granted membership by transfer or reinstatement within six months of termination of his/her prior Lions Club membership.

Section 2. CLUB DUES.

Each member of this Club shall pay regular dues, which dues shall include an amount to cover current international and district dues and shall be paid in advance at such times as the Board shall determine.

ARTICLE VII
Committees

ARTICLE VI

Section 1. STANDING COMMITTEES. The following standing committees may be appointed by the president, except for the chairperson of the membership committee, who is elected. The following list is not exhaustive, and other standing committees may be created by majority action of the Board.

Outstanding Youth Contest, Drug Awareness, Membership, History, Newsletter, New Member Orientation, Clown & Parade, Disaster Committee, Sight and Hearing Conservation, Texas Lions Camp, Finance, Bereavement, Roster, Greeters, Spirit, Family Night, Lion Tamer Committee, and Peace Poster Contest. as well as the following committees whose chairperson is appointed by the President: Pancake Festival, TV Auction, 4th of July Flag Sales, Bell Ringing and Projects and Programs. Additionally, the President shall ultimately be responsible for the following standing committees and the appointment of those committee chairs: Personnel Committee, Budget and Finance Committee, Officer Installation, New Member Induction, Pancake Festival, Employee Search Committee, Outstanding Youth, 4th of July Flag Sales, Bell Ringing, Projects, and Programs.

Section 2. SPECIAL COMMITTEES.

From time to time, the president may appoint, with the approval of the Board, such special committees as may be necessary in his/her judgment or the judgment of the Board. The President shall report to the Board to notify them of the formation and purpose of such committees at the next regularly scheduled Board meeting.

Section 3. PRESIDENT EX-OFFICIO. The president shall be an ex officio member of all committees.

Section 4. COMPOSITION.

All committees shall consist of a chairperson, and subject to Section 2 above, as many members as shall be considered necessary by the chairperson.

Section 5. COMMITTEE REPORTING.

Each committee, through its chairperson, should be encouraged as necessary to report, either verbally or in writing, each month to the Board.

ARTICLE VIII
Parliamentary Practices

~~ARTICLE VII~~

Except as otherwise specifically provided in this constitution and by-laws, all questions of order or procedure with respect to any meeting or action of this Club, its Board of directors or any committee appointed hereunder shall be determined in accordance with ROBERT'S RULES OF ORDER, NEWLY REVISED, as revised from time to time.

ARTICLE IX
Miscellaneous

~~ARTICLE VIII~~

Section 1. EMBLEM, COLORS. The emblem and colors of this Club shall be the same as the emblem and colors of Lions Clubs International.

Section 2. FISCAL YEAR. The fiscal year of this Club shall be July 1 through June 30.

Section 3. HONORARY MAILING LIST. Lions Clubs International and the district governor shall be included on the mailing list of this Club.

Section 4. PARTISAN POLITICS/RELIGION. This Club shall not endorse or recommend any candidate for public office, nor shall partisan politics or sectarian religion be debated by members in meetings of this Club.

Section 5. PERSONAL BENEFIT. Except to further his/her progress in Lionism, no officer or member of this Club shall use his/her membership as a means of furthering any personal, political, or other aspiration, nor shall the Club, as a whole, take part in any movement not in keeping with its purposes and objects.

Section 6. SOLICITATION OF FUNDS. No funds shall be solicited from members of the Club during meetings by any individual or individuals who are not members of the Club, except by special invitation of the President. Any suggestion or proposition made at any meeting of this Club calling for the expenditure of money for other than the regular obligations shall be referred to the appropriate committee or to the Board.

Section 7. ROLE OF THESE BY-LAWS. The By-laws of the Lubbock Lions Club are just that. They are not to be interpreted or construed to be a policy manual for the Club or to provide precise guidance on every issue that may arise. In this same way, our Club roster is not to be construed as a policy manual for the Club and is merely a resource to provide general information.

Section 8. MEMBER CATEGORY LIMITS

Honorary Members – Not to exceed 5% of total actual membership; any fraction shall permit one additional honorary member.

Affiliate Members – Not to exceed 25% of total actual membership.

ARTICLE X
Amendments

ARTICLE IX

Section 1. AMENDING PROCEDURE. These by-laws may be altered, amended or repealed at any regular or special meeting of this Club at which a quorum is present, by the vote of a two-thirds (2/3rds) of the members present in person and voting.

Section 2. NOTICE. No amendment shall be put to vote unless written notice stating the proposed amendment, shall have been given to each member at least fourteen (14) calendar days prior to the meeting at which the vote on the amendment is to be taken.

This constitution and by-laws for the Lubbock Lions Club was voted on, approved, and ratified in the manner prescribed herein on this _____ day of _____, 2020.

Mary Jane Sampson, Secretary

EXHIBIT A
MEMBERSHIP CATEGORY CHART
OBLIGATIONS

OBLIGATIONS

CATEGORY	REGULAR ATTENDANCE	PROMPT PAYMENT OF DUES (CLUB, DISTRICT AND INTERNATIONAL)	PARTICIPATION IN CLUB ACTIVITIES	CONDUCT REFLECTING FAVORABLE IMAGE
ACTIVE	YES	YES	YES	YES
AFFILIATE	NO	YES	YES, WHEN ABLE	YES
ASSOCIATE	YES, PRIMARY CLUB NO, SECONDARY CLUB	YES, CLUB ONLY	YES, WHEN ABLE	YES
HONORARY	NO	NO, CLUB PAY APPLICABLE INT'L AND DISTRICT DUES	NO	YES
LIFE	NO	YES, DISTRICT & CLUB ONLY- NO INT'L DUES OBLIGATIONS	YES, WHEN ABLE	YES
MEMBER AT LARGE	NO	YES	YES, WHEN ABLE	YES
PRIVILEGED	NO	YES	YES, WHEN ABLE	YES

RIGHTS AND PRIVILEGES

CATEGORY	ELIGIBILITY TO SEEK CLUB, DISTRICT OR INT'L OFFICE	VOTING PRIVILEGES	DELEGATE AT DISTRICT OR INT'L CONVENTION
ACTIVE	YES	YES	YES
AFFILIATE	NO	CLUB MATTERS ONLY	NO
ASSOCIATE	NO	DISTRICT CONVENTION (PRIMARY) CLUB MATTERS ONLY (BOTH)	NO
HONORARY	NO	NO	NO
LIFE	YES, IF FULFILLS OBLIGATIONS OF ACTIVE MEMBER	YES, IF FULFILLS OBLIGATIONS OF ACTIVE MEMBER	YES, IF FULFILLS OBLIGATIONS OF ACTIVE MEMBER
MEMBER AT LARGE	NO	YES, CLUB MATTERS ONLY	NO
PRIVILEGED	NO	YES	YES