

May 26, 2009

Dear Mt. Pleasant Lions Club Members:

Following the discussion of the proposed new Constitution and Bylaws at our May 18 meeting, the following changes are made to the April 22 proposal:

1. Bylaws Article III, Section 1. REGULAR MEETINGS.
  - Delete the words “twice monthly”
2. Bylaws Article III, Section 4. ANNUAL BUSINESS MEETING.
  - Add to the language “... a schedule of fees and dues is approved, ...”
3. Bylaws Article V. FEES AND DUES.
  - Eliminate references to specific amounts by deleting the entire Article (dated 22 April 2009) and replace it with new language below—  
(the annual fee structure will be included in the Policy Book)

#### **ARTICLE V Fees and Dues**

Section 1. **ENTRANCE FEE.** Each new, reinstated and transfer member shall pay an entrance fee which fee shall 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 of directors 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 (6) months of termination of her/his prior Lions club membership.

Section 2. **MONTHLY DUES.** Each member of this club shall pay the regular monthly dues which dues shall include an amount to cover current international and district (single or sub- and multiple) dues (to defray the subscription price of THE LION Magazine, administrative and annual convention costs of the association and similar district costs) and shall be paid in advance at such times as the board of directors shall determine.

Each associate member of this club shall pay monthly dues in advance at such times as the board of directors shall determine.

Each affiliate member of this club shall pay monthly dues in advance at such times as the board of directors shall determine.

The treasurer of this club shall remit international and district (single or sub- and multiple) dues to the parties, and at the times, specified in the respective international and district (single or multiple) constitution and bylaws.

Section 3. **SCHEDULE OF FEES AND DUES.** The schedule of fees and member dues shall be recommended by the board of directors and approved by the club at the annual business meeting. If the board deems that changes to the schedule are necessary at any other time during the year, the appropriate changes shall be recommended by the board and approved by the club.

4. Bylaws Article IX, Section 8. POLICY BOOK.
  - Replace "...book of policies that..." with "...book of polices and operational procedures that..."
  - Add sub-points
    - (f) Annual budget
    - (g) Current schedule of fees and dues

The revised proposal is now available on our website, and written copies will be available at our Charter Night meeting or by contacting Lion Bob DeBruin.

The intent is to vote on the new proposed Constitution and Bylaws as well as on the four policy statements at our June 22 meeting to be held at Culvers (6 p.m.). To approve the Constitution and Bylaws will require:

- A majority of our members (excluding those on indefinite leave) be present at the meeting—this translates to at least 29 of 56 eligible voters), and
- An affirmative vote of at least 2/3 of those members present.

The four policy statements would require an affirmative vote of a majority of the members present.

The evening will be concluded with a tour of the new Education Building on CMU's campus.

Yours in Lionism and for the Board,  
King Lion Brad Fahr  
First Vice President Lion Karla Storrer

# Lions Clubs International



## 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.*

## CONSTITUTION and BYLAWS of the MOUNT PLEASANT LIONS CLUB Mount Pleasant, Michigan

Adopted 1 April 1955  
Amended 1 March 1956, 9 July 1987 and ~~nn~~ **May/June 2009**

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# CONSTITUTION

## ARTICLE I Name, Slogan and Motto

Section 1. **NAME.** The name of this organization shall be the Mount Pleasant 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 Bylaws, any person of legal majority and good moral character and good reputation in her/his community, may be granted membership in this Lions club. Wherever the male gender or pronoun presently appears in this Constitution and Bylaws, 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 chair or the club secretary, who, after investigation by the membership committee, shall submit the same to the board of directors. 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 (2/3) vote of the entire board of directors.

## ARTICLE V Club Branch Program

Section 1. **BRANCH FORMATION.**

This club may form branches to permit the expansion of Lionism into locations where and when circumstances do not support the formation of a charter club. The branch shall meet as a committee of the parent club and shall conduct service activities in its community.

Section 2. **MEMBERSHIP IN PARENT CLUB.** The members of the branch shall be granted membership in the parent club and the branch by membership invitation issued by the board of directors of the parent club. Membership in the parent club shall be in one of the categories listed in Article I of the Bylaws.

Section 3. **FUNDRAISING.** Activity or public welfare monies raised by the branch by asking for public support shall be held in a branch benevolence fund established and accounted for by the parent club to record such purpose. Any activity or public monies raised by the branch shall be distributed in the branch community unless otherwise specified. The board of directors of the parent club may authorize, in writing, the branch coordinator to countersign checks and vouchers authorized for payment by the parent club's board of directors.

Section 4. **DISSOLUTION.** The branch may be disbanded by a two-thirds (2/3) vote of the entire board of directors of the parent club.

Section 5. **INDEMNIFICATION.** Branch members shall be required to indemnify and hold harmless the parent club, its board and its members from any loss, liability, damage or cost which may incur as the result of any claim, harm or damage caused by the acts of the individual branch member.

Section 6. **CAMPUS CLUB BRANCH.** This club shall establish a campus club branch, whose members are in the category of Campus Member, as listed in Article 1 of the Bylaws.

## **ARTICLE VI Officers**

Section 1. **OFFICERS.** The officers of this club shall be a president, immediate past president, first vice president, second vice president, third vice president, secretary, treasurer, Lion tamer, tail twister, membership director, membership co-director, editor of The Mane Event, 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 entire club membership.

## **ARTICLE VII Board of Directors**

Section 1. **MEMBERS.** The members of the board of directors shall be the president, immediate past president, first vice president, second vice president, third vice president, secretary, treasurer, Lion tamer, tail twister, membership director, membership co-director, editor of The Mane Event, branch coordinator (if so designated), and all other elected directors.

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

Section 3. **DUTIES AND POWERS.** In addition to those duties and powers, express and implied, set forth elsewhere in this Constitution and Bylaws, the board of directors 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 considered and shaped, first, by the board of directors for presentation to and approval by the club members at a regular or special club meeting.
- (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.
- (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 audited or reviewed annually or, in its discretion more frequently, and may require an accounting or have an audit made of the handling of any club funds by any officer, committee or member of this club. Any member of this club in good standing may inspect any such audit or accounting upon request at a reasonable time and place.
- (e) It shall appoint, on recommendation of the finance committee, a bank or banks for the deposit of the funds of this club.
- (f) It shall 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, subject to approval of the club membership, the delegates and alternates of this club to district (single, sub- or multiple) and international conventions.
- (j) It shall maintain at least two (2) separate funds governed by generally accepted accounting practices. Disbursement of such funds shall be in strict compliance with Section (g) of this Article.
  - (1) The Administrative Fund shall be established to record administrative monies such as dues, tail twisting fines and other internally raised club funds.
  - (2) The Benevolence Fund shall be established to record activity or public welfare monies raised by asking support from the public.
  - (3) The Capital Improvement Fund shall be established to record activity associated with purchasing, storing and maintaining equipment and supplies used in club fundraising activities.
  - (4) The Campus Benevolence Fund shall be established to record activity or public welfare monies raised by the campus club branch by asking support from the public.

**ARTICLE VIII**  
**Delegates to International and District Conventions**

Section 1. **DELEGATE ENTITLEMENT INTERNATIONAL CONVENTION.** Inasmuch as Lions Clubs International is governed by Lions clubs in convention assembled, and in order that this club may have its voice in association matters, this club shall have power to pay the necessary expenses of its delegates to each annual convention of the association. This club shall be entitled in any convention of this association, to one (1) delegate and one (1) alternate for every twenty-five (25), or major fraction thereof, of its members 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, provided, however, that this club shall be entitled to at least one (1) delegate and one (1) alternate. The major fraction referred to in this section shall be thirteen (13) or more members. The selection of each such delegate and alternate shall be evidenced by a certificate signed by the president or secretary or any other duly authorized officer of this club, or, in the event no such club officer is in attendance at the convention, by the district governor-elect of the district (single or sub-) of which this club is a member.

Section 2. **DELEGATE ENTITLEMENT DISTRICT/ MULTIPLE DISTRICT CONVENTION.** Inasmuch as all district matters are presented and adopted at the district (single, sub- and multiple) conventions, this club shall be entitled to send its full quota of delegates to all such conventions and have power to pay the necessary expenses of such delegates attending such conventions. This club shall be entitled in each annual convention of its district (single or sub- and multiple) to one (1) delegate and one (1) alternate for each ten (10) members who have been enrolled for at least one year and a day in this club, or major fraction thereof, of this 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, provided, however, that this club shall be entitled to at least one (1) delegate and one (1) alternate.

Each certified delegate present in person shall be entitled to cast one (1) vote of her/his choice for each office to be filled by, and one (1) vote of her/his choice on each question submitted to, the respective convention. The major fraction referred to in this section shall be five (5) or more members.

**ARTICLE IX**



## **Amendments**

Section 1. **AMENDING PROCEDURE.** This Constitution may be amended at any regular or special meeting of this club, at which a quorum is present, by the affirmative vote of two-thirds (2/3) of the members present in person and voting, provided that the board has previously considered the merits of the amendments.

Section 2. **NOTICE.** No amendment shall be put to vote, unless written notice stating the proposed amendment shall have been mailed or delivered personally to each member of this club at least ten (10) calendar days prior to the meeting at which the vote on the proposed amendment is to be taken.

# BYLAWS

## 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.

An Active Member, who because of health or other legitimate reason, is unable to participate in the meeting meals and desires to retain membership in the club, upon approval of the board of directors of this club, shall pay the dues for Affiliate Members.

- (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 directors of this club desires to confer this status. This status shall be reviewed annually by the board of directors 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 the local 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 as a Lion for 20 or more years and has rendered outstanding service to this club, her/his community, or this association; or any member who is critically ill; or any member of this club who has maintained such active membership for 15 or more years and is at least 70 years of age may be granted Life Membership in this club upon:
- (1) Recommendation of this club to the association,
  - (2) Payment to the association of \$500.00 by this club in lieu of all future dues to the association,  
and
  - (3) Approval by the International Board of Directors.

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 another Lions club shall automatically become a Life Member of said club. Nothing herein shall prevent this club from charging a Life Member such dues as it shall deem proper. Former Lioness members, who are now Active members of their Lions clubs or who become Active members of a Lions club on or before June 30, 2007, may apply all of their prior Lioness service toward Life membership eligibility. Lioness members who become Active members of a Lions Club after June 30, 2007, will not be eligible for Lioness service credit for the purposes of Life membership eligibility.

- (e) **ASSOCIATE MEMBER:** A member who holds her/his 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 of directors 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 (single, sub-, provisional and/or multiple) 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 (single, sub-, provisional and/or multiple) 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.

- (f) **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 of directors.

Included as Affiliate Members are members on board-approved leaves of absence.

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 (single, sub-, provisional, and/or multiple) or international conventions.

He/she shall be eligible to hold club office, but not 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.

- (g) **CAMPUS MEMBER.** A member of the campus club branch who is currently attending Central Michigan University, Mid Michigan Community College, Saginaw Chippewa Tribal College, or an accredited university, college, junior college, or community college in Isabella and surrounding counties. Students who are 30 years old or younger are eligible for reduced international fees (50%) and exempt from entrance fees. Unless the club branch decides otherwise, there would be no local dues for administration and meals.

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 of directors. The resignation request should be in writing and sent to the secretary or the president. 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 of directors, and will retain their prior Lions service record as part of their total Lions service record.

Section 5. **TRANSFER MEMBERSHIP.** This club may grant membership on a transfer basis to one who has terminated or is terminating her/his membership in another Lions club, provided that a member is in good standing at the time of transfer requested. If more than six (6) months have elapsed between termination of her/his 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. **FAILURE TO PAY.** The secretary shall submit to the board of directors the name of any

member who fails to pay any indebtedness due this club within ninety (90) 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 consecutive meetings or activities, the club will make every effort to contact the member to encourage and promote regular attendance.

## **ARTICLE II Officers**

### Section 1. **DUTIES.**

- (a) **President.** He/she shall:
- (1) Be the chief executive officer of this club;
  - (2) Preside at all meetings of the board of directors and this club;
  - (3) Issue the call for regular meetings and special meetings of the board of directors and the club;
  - (4) Appoint the standing and special committees of this club and cooperate with chairs to effect regular functioning and reporting of such committees;
  - (5) See that regular elections are duly called, noticed and held; and
  - (6) Cooperate with and be an active member of the district governor's advisory committee of the zone in which this club is located.
- (b) **Immediate Past President.** He/she shall:
- (1) Officially greet members and their guests at club meetings; and
  - (2) Serve as the chair of the nominations and elections committee.
- (c) **Vice Presidents.**
- (1) If the president is unable to perform the duties of her/his office for any reason, the vice president next in rank shall occupy her/his position and perform her/his duties with the same authority as the president.
  - (2) Each vice president shall, under the direction of the president, oversee the functioning of such committees of this club as the president shall designate.
  - (3) The first vice president shall serve as the chair of the program committee.
  - (4) The second and third vice presidents shall represent this club in welcoming all service-minded people in the community served by this club.
- (d) **Secretary.** He/she shall be under the supervision and direction of the president and the board of directors and shall act as the liaison officer between the club and the district (single or sub- and multiple) 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 directors of this association;
  - (2) Submit to the district governor's cabinet such reports as it may require including copies of regular membership and activity 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 the club, including records of minutes of the club and board meetings; attendance; committee appointments; elections; member information, addresses and telephone numbers of members; members club accounts;
  - (5) Arrange for issuance, in cooperation with the treasurer, monthly 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; and
  - (6) Give bond for the faithful discharge of her/his office in such sum and with such surety as determined by the board of directors.
- (e) **Treasurer.** He/she shall:

- (1) Receive all monies, from the secretary and otherwise, and deposit the same in a bank or banks recommended by the finance committee and approved by the board of directors;
  - (2) Pay out monies in payment of club obligations only on authority given by the board of directors. All checks and vouchers shall be signed by the treasurer and countersigned by the secretary or one of the vice presidents;
  - (3) Have custody and keep and maintain general records of club receipts and disbursements;
  - (4) Prepare and submit monthly and annual financial reports to the board of directors of this club;
  - (5) Submit required financial forms, including tax forms, to state and federal government agencies after they have been reviewed and approved by the finance committee; and
  - (6) Give bond for the faithful discharge of her/his office in such sum and with such surety as determined by the board of directors.
- (f) **Membership Director.** The membership director 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 of directors 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 of directors 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 zone level membership committee; and
  - (8) Give special attention, together with the sponsor of the new member, to assure that each new member sits with a different group at each meeting so that he/she can become better acquainted.
- (g) **Lion Tamer.** He/she shall:
- (1) Have charge of and be responsible for the property and paraphernalia of the club, including flags, banners, gong, gavel, song books and button board;
  - (2) Put each of the above in its proper place before each meeting, and return the same to the proper storage area after each meeting;
  - (3) Act as sergeant-at-arms at meetings, and see that those present are properly seated; and
  - (4) Distribute bulletins, favors and literature as required at club and board meetings.
- (h) **Tail Twister.** He/she shall:
- (1) 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 her/his decision in imposing a fine, provided, however, that
    - no fine shall exceed an amount fixed by the board of directors of this club, and
    - no member shall be fined more than twice at any one meeting;
  - (2) Not be fined except by the unanimous vote of all members present; and
  - (3) Turn over to the treasurer all monies he/she has collected.
- (i) **Editor of The Mane Event.** He/she shall:
- (1) Issue a monthly newsletter to all members containing meeting announcements, news of upcoming local and Michigan Lions events, and news of members (such as birthdays, anniversaries and public attainments); and
  - (2) Act as minutes secretary if the secretary is absent from a board or club meeting.

Section 2. **ELIGIBILITY FOR OFFICE.** No person shall be eligible to hold office in this club unless he/she is a member in good standing.

Section 3. **COMPENSATION.** No officer shall receive any compensation for any service rendered to this club in her/his official capacity with the exception of the secretary and treasurer, whose compensation, if any, shall be fixed by the board of directors.

### ARTICLE III Meetings and Quorum Requirements

Section 1. **REGULAR MEETINGS.** Regular meetings of this club shall be held at times and places recommended by the board of directors, and approved by the club. All meetings shall begin and end, promptly, at the regular set times. Except as otherwise specifically provided in this Constitution and Bylaws, notice of regular meetings shall be given in such manner as the board of directors deems proper.

Section 2. **SPECIAL MEETINGS.** Special meetings of the club may be called by the president, in her/his discretion, and shall be called by the president when requested by the board of directors, at a time and place determined by the president. Notice of special meetings setting forth the purpose, time and place shall be given to each member of this club, by mail or personal delivery, at least ten (10) days prior to the date thereof.

Section 3. **CHARTER ANNIVERSARY.** A charter night anniversary meeting of this club shall 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. At this meeting retiring officers shall be recognized and newly elected officers shall be installed.

Section 4. **ANNUAL BUSINESS MEETING.** An annual business meeting of this club shall be held in September, at which meeting reports of the past year are presented, a budget for the new year is approved, a schedule of fees and dues is approved, and new committee assignments are announced.

Section 5. **QUORUM.** The presence in person of a majority of the members in good standing shall be necessary for a quorum at any meeting of this club. Except as otherwise specifically provided, the act of a majority of the members present at any meeting shall be the act and decision of the entire club.

Section 6. **GOOD STANDING.** Any member who fails to pay any indebtedness due this club within ninety (90) days after receipt of written notice from the secretary shall forfeit her/his 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 7. **BOARD OF DIRECTORS REGULAR MEETINGS.** Regular meetings of the board of directors shall be held at such times and places as the board shall determine.

Section 8. **BOARD OF DIRECTORS SPECIAL MEETINGS.** Special meetings of the board of directors shall be held when called by the president, or when requested by three (3) or more members of the board of directors, at such time and place as the president shall determine.

#### **ARTICLE IV Elections and Filling Vacancies**

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

Section 1. **NOMINATIONS AND ELECTIONS COMMITTEE.** The president shall appoint to this committee the six most recent past presidents of this club, with the immediate past president serving as committee chair.

The committee shall submit the names of candidates for the various club offices to the club at a nomination meeting to be held in March of each year. At this meeting, nominations for all offices to be filled in the succeeding year may also be made from the floor, and a final list of nominees will be approved.

Section 2. **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 nominations and elections committee shall submit, at the election meeting, names of additional nominees for that office.

Section 3. **ELECTION MEETING.** An election meeting shall be held in April of each year, at a time and place determined by the board of directors, and ten (10) calendar days prior written notice shall be given

to each member of the club by the secretary, by mail or personal delivery. Such notice shall include the names of all nominees approved at the preceding nomination meeting, and, subject to Section 2 above, a statement that these nominees will be voted upon at this election meeting. No nominations may be made from the floor at the election meeting.

Section 4. **ANNUAL ELECTION.** Subject to the provisions of Section 6 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 5 **MEMBERSHIP COMMITTEE.** A membership committee shall be composed of three elected members for a three year term and other members appointed annually by the president. Initially three members will be elected. One member shall serve for one (1) year, the second member for two (2) years and the third member for three (3) years. Each year thereafter, a new member will be elected. Each member shall serve for three (3) continuous years on a rotation system subject to annual confirmation for the years remaining by the club's board of directors. The first year member shall be a member of the committee, the second year member shall be its vice chair and serve as co-director on the club's board of directors, and the third year member shall serve as its chair and as membership director on the club's board of directors. The first year member is encouraged to focus on membership development, the second year member is encouraged to focus on retention and leadership, while the third year member (chair) is encouraged to focus on extension.

Section 6. **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. This club shall have four directors.

Section 7. **BALLOT.** The election shall be by ballot by those present and qualified to vote. A majority vote shall be necessary to elect. If no election is had on the first or subsequent ballots, the candidate receiving the lowest number of votes of each succeeding ballot shall be dropped until an election occurs.

Section 8. **VACANCY.** If the office of president or of any vice president shall become vacant for any reason, the vice presidents shall advance in office, according to their rank. In the event such provision for advancement shall fail to fill the office of president, or any office of vice president, the board of directors shall thereon call a special election, giving each member in good standing prior ten (10) calendar days notice of the time and place, which time and place shall be determined by said board, and such office shall be filled at said election meeting.

In the event of a vacancy in any other office, the board of directors shall appoint a member to fill the unexpired term.

In the event vacancies shall be of such number as to reduce the number of directors to less than the number required for a quorum, the membership of the club shall have power to fill such vacancies by an election held at any regular meeting of the club upon prior notice, and in the manner, specified in Section 9 of this Article. Such notice may be given by any remaining officer or director, but if none, then by any member.

Section 9. **REPLACEMENT OF OFFICERS-ELECT.** In the event any officer-elect, before her/his term of office commences, is unable or refuses for any reason to serve therein, the president may call a special nomination and election meeting to elect a replacement for such officer-elect. Ten (10) calendar days prior notice of such meeting, setting forth the purpose, time and place shall be given to each member, by mail or personal delivery. The election shall be held immediately after nominations have been closed and a majority vote shall be necessary for election.

## **ARTICLE V Fees and Dues**

Section 1. **ENTRANCE FEE.** Each new, reinstated and transfer member shall pay an entrance fee which fee shall 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 of directors 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 (6) months of termination of her/his prior Lions club membership.

Section 2. **MONTHLY DUES.** Each member of this club shall pay the regular monthly dues which dues shall include an amount to cover current international and district (single or sub- and multiple) dues (to defray the subscription price of THE LION Magazine, administrative and annual convention costs of the association and similar district costs) and shall be paid in advance at such times as the board of directors shall determine.

Each associate member of this club shall pay the monthly dues in advance at such times as the board of directors shall determine.

Each affiliate member of this club shall pay monthly dues in advance at such times as the board of directors shall determine.

The treasurer of this club shall remit international and district (single or sub- and multiple) dues to the parties, and at the times, specified in the respective international and district (single or multiple) constitution and bylaws.

Section 3. **SCHEDULE OF FEES AND DUES.** The schedule of fees and member dues shall be recommended by the board of directors and approved by the club at the annual business meeting. If the board deems that changes to the schedule are necessary at any other time during the year, the appropriate changes shall be recommended by the board and approved by the club.

## **ARTICLE VI Club Branch Administration**

Section 1. **COORDINATOR/VICE COORDINATOR.** The members comprising the branch shall elect a coordinator and vice coordinator. The coordinator shall also be a member of the parent club's board of directors and be encouraged to attend general and/or board meetings of the parent club to provide branch records and a report of planned branch activities, a monthly financial report and coordinate efforts to encourage open discussion and effective communication between the branch and parent club. Members of the branch are encouraged to attend scheduled meetings of the parent club.

Section 2. **LIAISON.** The parent club shall designate a member of the parent club to oversee the progress of the branch and provide assistance to the branch, when necessary. The member serving in this capacity shall also serve as the third officer of the branch.

Section 3. **VOTING ENTITLEMENT.** The members of the branch may vote on activities of the branch and are voting members of the parent club, when in attendance at meetings of the parent club. Branch members shall be calculated in parent club meeting quorum requirements only when present in person at the parent club meeting. Attendance at branch meetings fulfills regular club attendance requirements.

## **ARTICLE VII Committees**

Section 1. **STANDING COMMITTEES.** The following standing committees may be appointed by the president, except for the three elected members of the membership committee and the members of the nominations and elections committee. (See Article IV, Sections 1, 6 and 7)

- (a) **Committees under oversight by the first vice president:**  
Awards



Campus Club Branch  
Charter Night  
Greeter  
Membership  
Mints  
Nominations and Elections  
Program

**(b) Committees under oversight by the second vice president:**

Chicken Barbecue  
Christmas Party: Children  
Chili Supper  
Constitution and Bylaws  
Finance  
Sight and Hearing  
Volunteer  
Website

**(c) Committees under oversight by the third vice president:**

Christmas Party: Adult  
Education/Scholarships  
Health Screenings/Diabetes Education  
Inter/Intra Service Club Council  
Member Outreach  
Publicity  
Reading

Section 2. **SPECIAL COMMITTEES.** From time to time, the president may appoint, with the approval of the board of directors, such special committees as may be necessary in her/his judgment or the judgment of the board of directors.

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 chair and, subject to Section 2 above, as many members as shall be considered necessary by the president.

Section 5. **COMMITTEE REPORTING.** Each committee, through its chair, should be encouraged as necessary to report, either verbally or in writing, each month to the board of directors.

## **ARTICLE VIII Parliamentary Practices**

Except as otherwise specifically provided in this Constitution and Bylaws, 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**

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. **MAIL/EMAIL.** Whenever the term "mail appears in this Constitution or Bylaws, it shall be interpreted to include the use of email delivery and receipt.

Section 5. **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 6. **PERSONAL BENEFIT.** Except to further her/his progress in Lionism, no officer or member of this club shall use her/his 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 7. **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. 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 of directors.

Section 8. **POLICY BOOK.** The secretary shall maintain a written policy book of policies that have been approved by the board of directors or by the club. Two additional copies of the policy book shall be held by the president and the treasurer.

Contents of the policy book include, but are not limited to:

- (a) This constitution and bylaws;
- (b) A code of ethics;
- (c) A conflict of interest policy;
- (d) A records retention schedule;
- (e) A whistleblower policy;
- (f) Annual budget; and
- (g) Current schedule of fees and dues.

At the end of each fiscal year, the constitution and bylaws committee shall review all meeting minutes of the board and club during that year, and, as directed by the board, update the policy book as appropriate.

Section 9. **DEFAULT PROVISIONS.** With respect to any matter of club operations which:

- (a) Is consistent with the International Constitution and Bylaws, and
- (b) Is not covered by the constitution and bylaws of this club, and
- (c) Is covered by the Standard Form Lions Club Constitution and Bylaws,

then the provisions of the Standard Form Lions Club Constitution and Bylaws shall govern and control.

## **ARTICLE X Amendments**

Section 1. **AMENDING PROCEDURE.** These Bylaws 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 majority 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 mailed or delivered personally to each member at least ten (10) calendar days prior to the meeting at which the vote on the amendment is to be taken.

**Mount Pleasant Lions Club**  
**CODE OF ETHICS**

As a member of the Mount Pleasant Lions Club, I am:

1. To show my faith in the worthiness of my vocation by industrious application to the end that I may merit a reputation for high quality of service;
2. To seek success and to demand 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;
3. 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;
4. To resolve such doubt against myself, whenever a doubt arises as to the right or ethics of my position or action towards another;
5. 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;
6. To bear in mind always 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;
7. To aid others by giving them my sympathy to those in distress, my aid to the weak, and my substance to the needy; and
8. To be careful with my criticism and liberal with my praise; to build up and not destroy.

Modified from the Code of Ethics of the Lions Clubs International, [www.lionsclubs.org](http://www.lionsclubs.org)

## **Mount Pleasant Lions Club CONFLICT OF INTEREST POLICY**

Conflict of interest arises whenever the personal or professional interest of a Board Member is potentially at odds with the best interests of the Mt. Pleasant Lions Club. Although the legal standards for avoiding conflict of interest for nonprofit organizations are fairly limited, the Mt. Pleasant Lions Club will avoid, where possible, even the appearance of impropriety.

Individuals and businesses qualified to provide goods and services in the Mt. Pleasant Lions Club area are limited, and therefore situations may arise where Board Members are commercially engaged by the Mt. Pleasant Lions Club, or hired by the Mt. Pleasant Lions Club for projects or performances, etc. Because these situations all involve potential conflict of interest, the following procedures apply:

1. If an issue is to be decided by the Board that involves potential conflict of interest for a Board Member, the following procedure applies.
  - a. It is the responsibility of the Board Member to:
    - Identify the potential conflict of interest,
    - Not participate in discussion of the program or motion being considered, and
    - Not vote on the issue.  
*The best practice is that the interested Board Member leaves the meeting room.*
  - b. It is the responsibility of the Board to:
    - Only decide to hire or contract with the Board Member if he/she is the best qualified individual available, and willing to provide the goods or services needed at the best price,  
**or**
    - Only decide to offer a benevolence contribution to the interested club member if it is consistent with the mission of the club, as written in the club's mission statement,  
**and, in either case,**
    - Record in the minutes of the Board Meeting the potential conflict of interest, and the use of the procedures and criteria of this policy.
2. If an issue is to be decided by the membership, the same procedure applies.
  - a. It is the responsibility of the Club Member to:
    - Identify the potential conflict of interest,
    - Not participate in discussion of the program or motion being considered, and
    - Not vote on the issue.  
*The best practice is that the interested Club Member leaves the meeting room.*
  - b. It is the responsibility of the King Lion or the King Lion's representative to:
    - Only decide to hire or contract with the Club Member if he/she is the best qualified individual available, and willing to provide the goods or services needed at the best price,  
**or**
    - Only decide to offer a benevolence contribution to the interested individual if it is consistent with the mission of the club, as written in the mission statement,  
**and, in either case,**
    - Record in the minutes of the Club Meeting the potential conflict of interest, and the use of the procedures and criteria of this policy.

Document reformatted from a memo of the District Governor

## RECORDS RETENTION SCHEDULE

The Record Retention Schedule provides for retaining the data needed to satisfy IRS requirements, other legal requirements, as well as the needs of the club. Files of this club are stored in five locations: the home and/or office of the Secretary, the home and/or office of the Treasurer, and a “storage file” in the Lions Den.

The retention period is listed as a minimum number of years, or as P (permanent). This schedule is modeled after a suggested requirements list of the National Council of Nonprofit Associations.

	<u>Retention Period (yrs)</u>		
		Duplicate deposit slips	2
		Financial statements, end-of-year	P
		Financial statements, other months	3
		Insurance policies, expired	3
		Insurance policies, current	“P”
		Internal reports, miscellaneous	3
		Inventories of products, materials & supplies	7
		Invoices, to customers & from vendors	7
		Journals	P
		Membership rolls	P
		Minute books, including charter & bylaws	P
Accident reports & claims, settled cases	7	QuickBooks computer files	P
current	“P”		
Audit reports of accountants	P	Sales records	7
Audit reports, internal audit	P	Tax returns and worksheets	P
Bank reconciliations	2		
Bank statements	3		
Checks	7		
Contracts & leases, expired	7		
Contracts & leases, still in effect	“P”		
Correspondence with members & vendors, routine	2		
Correspondence, general	3		
Correspondence, legal & important matters only	P		

## **Mount Pleasant Lions Club WHISTLEBLOWER POLICY**

The Mt. Pleasant Lions Club Code of Ethics requires officer, directors and members to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As members and representatives of the Lions Club, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

- 1. Reporting Responsibility.** It is the responsibility of all officers, directors and members to comply with the code and to report violations or suspected violations in accordance with this Whistleblower Policy.
  
- 2. No Retaliation.** No officer, director or member, who in good faith reports a violation of the code, shall suffer harassment, retaliation or adverse employment consequence. A member who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of membership. This Whistleblower Policy is intended to encourage and enable members and others to raise serious concerns within the Lions Club prior to seeking resolution outside the Club.
  
- 3. Reporting Violations.** Suspected violations should be reported to the King Lion. If the person is uncomfortable reporting to the King Lion, the person may report to any other officer or board member. The Board of Directors is responsible for investigating all reported violations.
  
- 4. Acting in Good Faith.** Anyone filing a complaint concerning a violation or suspected violation of the code must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the code. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.
  
- 5. Confidentiality.** Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

- 6. Handling of Reported Violations.** The Board of Directors will notify the sender and acknowledge receipt of the reported violation or suspected violation promptly. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

Modified from a sample provided by Copyright 2004, National Council of Nonprofit Associations, [www.ncna.org](http://www.ncna.org).