

# **DISTRICT 4-A2 CONSTITUTION**

Amended December 1, 2018  
Fresno, California

## **ARTICLE I**

### **Name**

This organization shall be known as District 4-A2 of Multiple District Four, California, Lions Clubs International, hereinafter referred to as District 4-A2.

## **ARTICLE II**

### **Purpose**

The purposes of this district shall be:

- a) To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this district.
- b) To create and foster a spirit of understanding among the people of the world.
- c) To promote the principles of good government and good citizenship.
- d) To take an active interest in the civic, cultural, social and moral welfare of District 4-A2 communities.
- e) To unite the members in the bonds of friendship, good fellowship and mutual understanding.
- f) 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.
- g) 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

The members of this organization shall be all Lions clubs in this district chartered by Lions Clubs International.

The boundary lines of this district shall be as follows:

The counties of Fresno, Tulare, Kings and Kern, with the exception of the town of Tehachapi and that portion of Kern County lying east of the Tehachapi Mountains.

## ARTICLE IV

### Emblem, Colors, Slogan and Motto

**Section 1 EMBLEM.** The emblem of this association and each chartered club shall be of a design as follows:



**Section 2 USE OF NAME AND EMBLEM.** Use of the name, goodwill, emblem and other logos of the association shall be according to the guidelines established from time to time in the by-laws.

**Section 3 COLORS.** The colors of this association and of each chartered club shall be purple and gold.

**Section 4 SLOGAN.** Its Slogan shall be: Liberty, Intelligence, Our Nation's Safety.

**Section 5 MOTTO.** Its Motto shall be: We Serve.

## ARTICLE V

### Supremacy

The Standard Form District Constitution and Bylaws shall govern the district unless otherwise amended so as not to conflict with the Multiple District and International Constitution & Bylaws and policies of Lions Clubs International. Whenever there may exist a conflict or a contradiction between the provisions set out in the district constitution and bylaws and the multiple district constitution and bylaws then the multiple district constitution and bylaws shall govern. Whenever there may exist a conflict or a contradiction between the provisions set out in the district constitution and bylaws and the International Constitution and Bylaws, then the International Constitution and Bylaws shall govern.

## ARTICLE VI

### Officers and District Cabinet

**Section 1 OFFICERS.** The officers of this district shall be the district governor, the immediate past district governor, the first and second vice district governors, the region chairpersons (if the position is utilized during the district governor's term), the zone chairpersons, Global Membership Team district coordinator, Global Leadership Team district coordinator, Global Service Team district coordinator, LCIF district coordinator, a cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer. Each such officer shall be a member in good standing of a Lions club in good standing in the district.

**Section 2 DISTRICT CABINET.** The district shall have a district cabinet composed of the district governor, the immediate past district governor, the first and second vice district governors, the region chairpersons (if the position is utilized during the district governor's term), the zone chairpersons, a cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer, a lion tamer, and a tailtwister.

**Section 3 ELECTION/APPOINTMENT OF DISTRICT CABINET.** The district governor and first and second vice district governors shall be elected at the annual convention of the district. The district governor shall appoint, by the time he/she takes office, the district governor's advisor (if the position is utilized during the district governor's term), the cabinet secretary-treasurer or a cabinet secretary and a cabinet treasurer, one region chairperson for

each region (if the position is utilized during the district governor's term), and one zone chairperson for each zone, in the district, sergeant at arms and such other club members as may be included in the district cabinet.

**Section 4 REMOVAL.** Members of the District Cabinet other than the District Governor, First Vice District Governor and Second Vice District Governor may be removed from office for cause by the affirmative vote of two-thirds (2/3) of the entire number of the District Cabinet.

**Section 5 DISTRICT GOVERNOR ADVISOR.** The District Governor Advisor shall:

A. Be an active member in good standing in the district; and have served as a District Governor in District 4-A2.

**Section 7 VOTING PRIVILEGES.** Each member of the District Cabinet shall have one (1) vote on each question requiring action by the Cabinet.

**Section 8 COMPENSATION.** All officers and Cabinet members shall serve without compensation, however they may be reimbursed for expenses reasonably related to and incurred in the discharge of the duties of their offices, in accordance with the limits set forth in the annual budget approved by the delegates at the annual district convention.

## **ARTICLE VII**

### **District Convention**

**Section 1 TIME AND PLACE.** An annual convention of the district shall be held in each year to conclude no less than thirty (30) days prior to the convening of the international convention at a place selected by the delegates of a previous annual convention of the district and at a date and time fixed by the district governor. A meeting of the registered delegates of the district in attendance at the annual convention of the multiple district of which this district shall be a part may constitute the annual convention of the district.

**Section 2 CLUB DELEGATE FORMULA.**

A. Each chartered club in good standing in Lions Clubs International and this district shall be entitled in each annual convention of the district, 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 the club or major fraction thereof, of said 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. The major fraction referred to in this section shall be five (5) or more members. Each certified delegate present in person shall be entitled to cast one (1) vote only for each office to be filled by, and one (1) vote only on each question submitted to, the respective convention. Unless otherwise specified herein, the affirmative vote of a majority of the delegates voting on any question shall be the act of the convention. All eligible delegates must be members in good standing of a club in good standing in this district. The eligibility of each delegate and each alternate shall be evidenced by a certificate signed by the club president or club secretary, or any other duly authorized club officer. In the event no club officer is in attendance at the convention, the certificate may be signed by the District Governor, or the 1<sup>st</sup> Vice District Governor, or the 2<sup>nd</sup> Vice District Governor. Delinquent dues may be paid and good standing acquired at any time prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

- B. Each Past District Governor in good standing in a club within the district shall be entitled to a vote independent and separate of the allowable votes of his/her club. However, a Past District Governor may vote either as a delegate of his/her club, or as a Past District Governor.

**Section 3 QUORUM.** The attendance in person of a majority of the delegates registered at a convention shall constitute a quorum at any session of the convention.

**Section 4 SPECIAL CONVENTION.** A Special Convention of the clubs of the District may be called by a two-thirds vote of the District Cabinet at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 30 days prior to the convening date of the International Convention and that such Special Convention shall not be convened for the election of the district governor, first vice district governor or second vice district governor. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the District by the District Cabinet Secretary, no less than 30 days prior to the convening date of the Special Convention.

## **ARTICLE VIII District Dispute Resolution Procedure**

## **A. Disputes Subject to Procedure**

All disputes relative to membership, club boundaries, or interpretation, breach of, or application of the district constitution and bylaws, or any policy or procedure adopted from time to time by the district cabinet, or any other internal Lions district matters that cannot be satisfactorily resolved through other means, arising between any clubs in the district, or any club(s) and the district administration, shall be settled by the following dispute resolution procedure. Except as otherwise provided herein, any time limits specified in this procedure may be shortened or extended by the district governor, or, in the event the complaint is directed against the district governor, the immediate past district governor, conciliators 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.

## **B. Complaints and Filing Fee**

Any Lions club in good standing within the association (the "complainant") may file a written request with the district governor or, in the event the complaint is directed against the district governor, the immediate past district governor (a "complaint"), with a copy to the Legal Division, asking that dispute resolution take place under this procedure. The complaint must be filed within thirty (30) days after the complainant(s) knew or should have known of the occurrence of the event upon which the complaint is based. The complainant(s) must submit minutes signed by the club secretary certifying that a resolution in support of filing the complaint has been adopted by a majority of the entire membership of the club. A copy of the complaint shall be sent to the respondent(s).

A complaint filed under this procedure must be accompanied by a US\$750.00 filing fee, or its equivalent in the respective national currency, payable by each complainant to the district which shall be submitted to the district governor or, in the event the complaint is directed against the district governor, the immediate past district governor, at the time the complaint is filed. In the event the complaint is settled or withdrawn prior to a final decision by the conciliators, US\$100.00 shall be retained by the district as an administrative fee and US\$325.00 shall be refunded to the complainant and US\$325.00 shall be paid to the respondent (which shall be shared on an equal basis if there is more than one respondent). In the event the selected conciliators find the complaint to have merit and the complaint is upheld, US\$100.00 shall be retained by the district as an administrative fee and US\$650.00 shall be refunded to the complainant. In the event the selected conciliators deny the complaint for any reason, US\$100.00 shall be retained by the district (single or sub-) as an administrative fee and US\$650.00 shall be paid to the respondent (which shall be shared on an equal basis if there is more than one respondent). In the event the complaint is not settled, withdrawn, upheld or denied within the time frames established by this

procedure (unless an extension has been granted for good cause), then the entire fee will be automatically retained by the district as an administrative fee and shall not be refunded to any party. All expenses incurred relative to this dispute resolution procedure are the responsibility of the district (single or sub-), 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.

### **C. Response to Complaint**

The respondent(s) to the complaint may file a written response to the complaint with the district governor or, in the event the complaint is directed against the district governor, the immediate past district governor, with a copy to the Legal Division, within ten (10) days of receiving notice of the complaint. A copy of the response shall be sent to the complainant(s).

### **D. Confidentiality**

Once a complaint has been filed, communications between the complainant(s), respondent(s), district governor or, in the event the complaint is directed against the district governor, the immediate past district governor and conciliators should be kept confidential to the extent possible.

### **E. Selection of Conciliators**

Within fifteen (15) days of filing the complaint, each party to the dispute shall select one (1) neutral conciliator and the selected conciliators shall select one (1) neutral conciliator, who will serve as chairperson. The selected conciliators' decision relative to the selection of the conciliator/chairperson shall be final and binding. All of the selected conciliators shall be Lion leaders, preferably past district governors, who are currently members in good standing of clubs in good standing in the district in which the dispute arises, other than a club which is a party to the dispute, and shall be impartial on the matter in dispute and without loyalties to any party to the dispute. Upon completion of the selection process, the conciliators shall be deemed appointed with all authority appropriate and necessary to resolve or decide the dispute in accordance with this procedure.

In the event the selected conciliators cannot agree on the selection of the conciliator/chairperson within the time frame noted above, then the selected conciliators shall be automatically deemed to have resigned for administrative reasons and the parties must select new conciliators ("the second team of selected conciliators") who shall then select one (1) neutral conciliator/chairperson in accordance with the selection procedures and requirements described above. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within the district in which the dispute arises, the selected conciliators may select

one (1) neutral conciliator/chairperson who is a member of a club in good standing outside the respective District. In the event the second team of selected conciliators cannot agree on the selection of the conciliator/chairperson from within or outside the district in which the dispute arises, then the past international director who most recently served on the International Board of Directors from within the district in which the dispute arises or from an adjacent district, whichever is closest in proximity, shall be appointed as conciliator/chairperson. The time limits in this Section E may not be shortened or extended by the district governor or, in the event the complaint is directed against the district governor, the immediate past district governor or the conciliators.

#### **F. Conciliation Meeting & Decision of Conciliators**

Upon being appointed, the conciliators 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 conciliators. The objective of the conciliators shall be to find a prompt and amicable resolution to the dispute. If such conciliation efforts are unsuccessful, the conciliators shall have the authority to issue their decision relative to the dispute. The conciliators shall issue their 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. The written decision shall be signed by all the conciliators, with the dissent of any conciliator properly noted, and a copy of the written decision shall be provided to all parties, the district governor or, in the event the complaint is directed against the district governor, the immediate past district governor, and, to the Legal Division of Lions Clubs International. The decision of the conciliators 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.

Failure to comply with the final and binding decision of the conciliators constitutes conduct unbecoming a Lion and is subject to loss of membership privileges and/or charter cancellation.

## **ARTICLE IX**

### **District Organization**

**Section 1 REGIONS.** The area of the District shall be divided into four regions in such manner that will best facilitate the serving of the Clubs within the area. The District Governor shall have the authority to create on an interim basis such additional regions as in his/her discretion is for the best interest of the clubs in the district.



The regions in the district shall be known as the Northern Region, the Central Region, the Southern Region, and the Western Region.

## **ARTICLE X**

### **Amendments**

**Section 1 AMENDING PROCEDURE.** This constitution may be amended only at a district convention, by resolution of the Constitution and Bylaws Committee and adopted by the affirmative vote of two-thirds (2/3) of the votes cast.

**Section 2 AUTOMATIC UPDATE.** When amendments to the International Constitution and Bylaws are passed at the International Convention, any amendments that would have an effect on this District Constitution and Bylaws shall automatically be updated in this district constitution and by-laws at the close of the convention.

**Section 3 NOTICE.** No amendment shall be so reported or voted upon unless the same shall have been published by regular post or electronic means to each club no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

**Section 4 EFFECTIVE DATE.** Each amendment shall take effect at the close of the convention at which adopted unless otherwise specified in the amendment.

**Section 5 PROCEDURE.** Amendments to this Constitution may be proposed in writing by the District Governor's Cabinet or any Lion in good standing in District 4-A2 upon written endorsement by his or her club and submitted to the Constitution and Bylaws Committee no later than December 31 proceeding the annual convention, or amendments may be proposed by the Constitution and Bylaws Committee. There shall be no procedure for amending proposed amendments after having been sent to the clubs as provided in Section 1.

Signatures:

F. Dean Church \_\_\_\_\_, Date: December 20, 2018 \_\_\_\_\_

District Constitution and Bylaws Chair

\_\_\_\_\_, Date: \_\_\_\_\_

Constitution and Bylaws Committee Member