

CONSTITUTION AND BY-LAWS



The Tucson Downtown Lions Club

TUCSON DOWNTOWN



Chartered April 26, 1923 by and under the jurisdiction of
**THE INTERNATIONAL ASSOCIATION
OF
LIONS CLUBS**

APPROVED

President: Kerry L. Johnson 4/16/09
Date

Secretary: [Signature] 4/16/09
Date

Constitution & By-Laws Chairperson: [Signature] 4/16/09
Date

Effective Date: July 1, 2009

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Constitution and By-Laws Of Tucson Downtown Lions Club

The Tucson Downtown Lions Club is chartered by and under the jurisdiction of THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS.

Immediately upon adoption by the club membership, a permanent copy of this Constitution and By-Laws is to be filed by the secretary in his/her record book. Furthermore, this Constitution and By-Laws, and all amendments thereto, shall be in full force and effect and govern the operation of the Lions Club of Tucson Downtown until rescinded or replaced by board of directors action.

CLUB ORGANIZATION PLAN

Officers and Directors

(Board of Directors)

President
Immediate Past President
1st Vice President
2nd Vice President
Secretary
Treasurer
Lion Tamer
Tail Twister
Membership Director
3 Directors
Branch Coordinator (If implemented)

Appointed Positions and Administrative Committees

Assistant Lion Tamer	Historian
Assistant Lion Tamer	Information Technology & Web Master
Assistant Tail Twister	Leadership Development
Branch Liaison	Lioness Liaison
Budget and Finance	Membership
Bulletin Editor	Mentoring
Internal Communications (Calling Committee)	Nominations and Elections
Chaplain	Parliamentarian
Constitution and By-Laws	Programs
Conventions and Cabinet Meetings	Public Relations
Door Prize	Special Events
Financial Review	Visitation
Greeter (IPP)	
Health and Welfare	

Activities Committees

Arizona School for the Deaf and Blind (ASDB) Liaison
Leo Club Program
Diabetes Awareness
Sight and Hearing Conservation and Work With the Sight and Hearing Impaired
Environmental Services
International Relations Program
Fundraising
Rodeo Concession Operations
Service Projects
Southern Arizona Association for the Visually Impaired (SAAVI) Liaison
Special Activities
Used Eyeglasses and Hearing Aids Collection
White Cane

The president may create other committees with the advice and consent of the Board of Directors.

CONSTITUTION

ARTICLE I Name, Slogan and Motto

Section A. The name of this organization shall be the Tucson Downtown Lions Club chartered by and under the jurisdiction of The International Association of Lions Clubs (hereinafter referred to as "Association").

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

Section C. Its motto shall be: We Serve.

ARTICLE II Purposes and Objects

The Objects 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 A. Subject to the provisions of Section B hereinafter, any person of legal majority and good moral character and good reputation in the community, may, upon invitation and recommendation by an existing member and approval by the Board of Directors, be granted membership in this club. Wherever the male gender or pronoun presently appears in this Constitution and By-Laws, it shall be interpreted to mean both male and female persons.

Section B. Membership in this Club shall be as follows:

- (1) 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 club in the community.
- (2) 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 each six months 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 club may charge, which dues shall include district and international dues.

- (3) HONORARY: An individual, not a member of this Club, having performed outstanding service for the community or this 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.
- (4) 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.
- (5) 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, his/her 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 the amount prescribed by the Association, and
 - (3) Approval by the International Board of Directors.

Nothing herein shall prevent this club from charging a Life Member such dues as it shall deem proper. 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. A Life Member who desires to transfer into this club and is approved by its Board of Directors shall automatically become a Life Member of this club.

- (6) 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 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 (sub- 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 (sub- 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.
- (7) 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.

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, transitional, 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 assignment. An Affiliate Member shall be required to pay district, international and such dues as the local club may charge.

Section C. Classification: Not implemented.

Section D. No person shall simultaneously hold membership, other than Honorary or Associate, in this and any other Lions club.

Section E. Membership in this Club shall be acquired by invitation only. Nominations shall be made on forms provided by the Association, 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, 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.

Section F. 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 G. 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:

- (1) A completed transfer member form is received by the secretary of this club within six (6) months following the date of termination of membership in his/her former club or if the form is not available, the member's current membership card; OR
- (2) The member is dropped via a Web Monthly Membership Report and is available for transfer; AND
- (3) Such termination was in good standing; AND
- (4) Such transfer member form or membership card is approved by the Board of Directors. If more than six (6) 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 E of this Article III.

ARTICLE IV Club Branch Program

Section A. The club may form branches to permit the expansion of Lionism into geographical areas where local populations may be too small to support a traditional club in accordance with procedures established by the Association. The branch shall meet as a committee of the club and shall conduct service activities in its community.

Section B. The members of the branch shall be granted membership in the club and the branch by membership invitation issued by the board of directors of the club. Membership shall be in one of the categories listed in Section B. of Article III.

Section C. The members comprising the branch shall elect a coordinator and vice coordinator. The coordinator shall also be a member of the club's board of directors and be encouraged to attend general and/or board meetings of the 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 club. Members of the branch are encouraged to attend scheduled meetings of the club.

Section D. The club shall designate a member of the 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 E. The members of the branch may vote on activities of the branch and are voting members of the club, when in attendance at meetings of the club. Branch members shall be calculated in club meeting quorum requirements only when present in person at the parent club meeting. Attendance at branch meetings fulfills regular club attendance requirements.

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

Section G. The branch may be disbanded by a two-thirds vote of the entire board of directors of the club.

**ARTICLE V
Fees and Dues**

Section A. Each new, reinstated and transfer member shall pay an entrance fee of \$ 35 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 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 his/her prior Lions club membership.

Section B. Each member of this club shall pay the following indicated regular annual dues which dues shall include an amount to cover current international, district, multiple district (to defray the subscription price of THE LION Magazine, administrative and annual convention costs of the Association and similar district costs) and club dues and shall be paid in advance at such times as the board of directors shall determine:

1. Active\$ 120.00 payable semiannually
2. Member-at-Large...\$ 120.00 payable semiannually
3. Honorary\$ 0.00 (all dues paid by club)
4. Privileged.....\$ 120.00 semiannually
5. Affiliate\$ 120.00 payable semiannually
6. Life:\$60.00 payable semiannually (No dues payable to the Association, multiple district or district)

Each Associate Member of this club shall pay dues in advance in the amount of and at such times as the Board of Directors shall determine. (No dues are payable to Association, multiple district or district.)

Section C. The treasurer of this club shall remit international, multiple district and district dues to the parties, and at the times, specified in the respective International, Multiple District 21 and District 21-B Constitutions and By-Laws. Members are solely responsible for meal costs, which are payable at the time and place of the meal or billable by the Treasurer. Except as indicated in VIIIID.(7) below, no dues, fees or assessments in addition to those set forth herein may be levied on, or required of, any member by this club, its board of directors or any officer or member of this club.

ARTICLE VI Resignations

Any member may resign from this club, and said resignation shall become effective upon acceptance thereof by the board of directors. 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.

ARTICLE VII Forfeiture of Membership

Section A. The treasurer shall submit to the board of directors 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 thereof. The board shall thereafter decide whether the member shall be dropped from or retained on the roster.

Section B. Any member may be expelled from the club for cause by a two-thirds vote of the entire board of directors.

Section C. 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 VIII Officers

Section A. The officers of this club shall be a president, immediate past president, the vice presidents, secretary, treasurer, Lion tamer, tail twister, membership director, branch coordinator and all elected directors.

Section B. No person shall be eligible to hold office in this club unless he/she is an active member in good standing.

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

Section D. DUTIES.

- (1) **PRESIDENT:** He/she shall be the chief executive officer of the club; preside at all meetings of the board of directors and the club; issue the call for regular and special meetings of the board of directors and the club; appoint the standing and special committees of this club and cooperate with chairpersons thereof to effect regular functioning and reporting of such committees; serve as an ex-officio member of all 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.
- (2) **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.
- (3) **VICE-PRESIDENTS:** If the president is unable to perform the duties of his/her office for any reason, the vice president next in rank shall occupy his/her position and perform his/her

duties with the same authority as the president. Each vice president shall, under the direction of the president, oversee the functioning of such committees of this club, as the president shall designate.

- (4) 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 (sub-and multiple) in which this club is located, and the Association. In fulfillment of this, he/she shall:
 - (a) 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 therein and otherwise by the board of directors of the Association;
 - (b) Submit to the district governor's cabinet such reports as it may require including copies of regular membership and activities reports;
 - (c) Cooperate with and be an active member of the district governor's advisory committee of the zone in which the club is located;
 - (d) Have custody and keep and maintain general records of the club, including records of minutes of club and board meetings; attendance; committee appointments; elections; addresses and telephone numbers of members; members club accounts;
 - (e) Issue quarterly or semi-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 there for;
 - (f) Give bond for the faithful discharge of his/her office in such sum and with such surety as determined by the board of directors
- (5) TREASURER: He/she shall:
 - (a) 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;
 - (b) 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 one other officer, determined by the board of directors;
 - (c) Have custody and keep and maintain general records of club receipts and disbursements;
 - (d) Prepare and submit monthly and semi-annual financial reports to the international office of the Association and the board of directors of this club;
 - (e) Give bond for the faithful discharge of his/her office in such sum and with such surety as determined by the board of directors.
- (6) LION TAMER: The Lion tamer shall have charge of and be responsible for the property and paraphernalia of the club, including flags, banners, gong, gavel, etc. He/she shall put each in its proper place before each meeting and return the same to the proper storage area after each meeting or ensure such tasks have been performed. He/she shall act as sergeant-at-arms at meetings, see that those present are properly seated, and distribute bulletins, favors and literature as required at club and board meetings. He/she shall give special attention to assure that each new member sits with a different group at each meeting so that he/she can become better acquainted. He/she shall collect meal payments and record attendance and meal data.
- (7) TAIL TWISTER: 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 directors of this club, and no member shall be fined more than twice at any one meeting. The tail twister may not be fined except by the unanimous vote of all members present. All monies collected by the tail twister shall be immediately turned over to the Lion tamer and a receipt be given there for.

- (8) **MEMBERSHIP DIRECTOR:** The membership director shall be the chairperson of the membership committee. The responsibilities for this position shall be:
- (a) Development of a growth program specifically for the club and presented to the board of directors for approval.
 - (b) Regular encouragement at club meetings to bring in new quality members.
 - (c) Ensuring proper recruitment procedures.
 - (d) Preparation and implementation of orientation sessions.
 - (e) Reporting to the board of directors on ways to reduce the loss of members.
 - (f) Coordination with other club committees in fulfilling these responsibilities.
 - (g) Serving as a member of the zone level membership committee.

ARTICLE IX Board of Directors

Section A. The members of the board of directors shall be the president, immediate past president, the vice presidents, secretary, treasurer, Lion tamer, tail twister, membership director, branch coordinator and all elected directors.

Section B. Regular meetings of the board of directors shall be held at least monthly at such time and place as the board shall determine and shall be open to all club members.

Section C. Special meetings of the board of directors shall be held when called by the president, or when requested by two (2) or more members of the board of directors, at such time and place as the president shall determine and shall be open to all club members.

Section D. The presence in person of a majority of its members 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 E. **Duties and Powers:** In addition to those duties and powers, express and implied, set forth elsewhere in this Constitution and By-Laws, the board of directors shall have the following duties and powers:

- (1) It shall constitute the executive board of this club and be responsible for the execution, through the club officers, of its policies. All new business and policy of this club shall be considered, shaped and approved by the board of directors for presentation to the club members at a regular or special club meeting or by other means as approved by the board of directors.
- (2) It shall authorize all expenditures except those expressly directed by this Constitution and By-Laws and shall not create any indebtedness beyond the current income of the club, nor authorize disbursement of club funds for purposes inconsistent with the business and policy authorized by the club membership.
- (3) It shall have power to modify, override or rescind the action of any officer of this club.
- (4) It shall have the books, accounts and operations of this club reviewed annually or, at its discretion, more frequently and may require an accounting or have an audit or review 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, review or accounting upon request at a reasonable time and place.
- (5) It shall appoint, on recommendation of the treasurer, a bank or banks for the deposit of the funds of this club.
- (6) It shall, at its discretion, appoint the surety for the bonding of any officer of this club.

- (7) 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.
- (8) 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.
- (9) It shall name and appoint, the delegates and alternates of this club to district, multiple district and international conventions.
- (10) It shall maintain at least two separate funds governed by generally accepted accounting practices. The first fund to record administrative monies such as dues, tail twisting fines and other funds raised exclusively from Lions and/or Lions families where the intended purpose has been clearly noted. A second 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 E. (7) of this Article IX.

ARTICLE X Elections

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

Section A. A nomination meeting shall be held at the first club meeting in March of each year but not later than March fifteenth and notice thereof mailed or presented in person to each member of the club at least ten days prior to the time of the holding thereof.

Section B. The president shall appoint a nominations and elections committee in January, which shall submit the names of candidates for the various club offices to the club at the nomination meeting. Nominations for all offices to be filled in the succeeding year may also be made from the floor at this meeting.

Section C. 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 nomination and election committee shall submit, at the election meeting, the name(s) of additional nominee(s) for that office.

Section D. An election meeting shall be held no later than two weeks following the nomination meeting, at a time and place determined by the board of directors, and 10 days prior written notice thereof 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 C 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 E. Subject to the provisions of Section H of this Article X, all officers, and 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 F. The election shall be conducted by the nominating and election committee chairperson and shall be by ballot by those present and qualified to vote. A plurality vote shall be necessary to elect.

Section G. Ballots shall be held by the club secretary for a period of 30 days and then destroyed .

Section H. REMOVAL: Any officer or director of this club may be removed from office for good cause by two-thirds (2/3) vote of the entire board of directors.

ARTICLE XI Vacancies

Section A. If the office of president or of first vice president shall become vacant for any reason, the second vice president shall advance in office, according to their rank. In the event such provision for advancement shall fail to fill the office of president, or office of first vice president, the board of directors shall thereon call a special election, giving each member in good standing prior two (2) weeks notice of the time and place thereof, 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 un-expired term or at its discretion leave the office vacant until the next annual election.

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 B hereinafter. Such notice may be given by any remaining officer or director, but if none, then by any member.

Section B. In the event any officer-elect, before his/her term of office commences, is unable or refuses for any reason to serve therein, the president shall call a special nomination and election meeting to elect a replacement for such officer-elect. Two (2) weeks prior notice of such meeting, setting forth the purpose, time and place thereof, shall be given to each member, by mail or personal delivery. The election shall be held immediately after nominations have been closed and a plurality vote shall be necessary for election.

ARTICLE XII Meetings

Section A. Regular meetings of the club shall be held, no less than twice in each month, at a time and place approved by the board of directors. 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 of directors deems proper.

Section B. 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 of directors, 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 thereof 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 C. A charter night anniversary meeting of this club shall be held each year, at which time special attention shall be devoted to the objects and ethics of Lionism, and the history of the club.

Section D. An annual meeting of this club shall be held in June of each year at a time and place determined by the board of directors, at which meeting the final reports of the retiring officers shall be read and newly elected officers shall be installed.

Section E. Inasmuch as the board of directors and committees carries out all business of the club, there shall be no quorum requirements for regular club meetings.

Section F. Any member who fails to pay any indebtedness due this club within 60 days after receipt from the treasurer of written notice thereof shall thereon 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 G. 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.

ARTICLE XIII
Emblem, Colors, Fiscal Year

Section A. The emblem and colors of this club shall be the same as the emblem and colors of The International Association of Lions Clubs.

Section B. The fiscal year of this club shall be July 1 through June 30.

ARTICLE XIV
**Delegates to International, District
And Multiple District Conventions**

Section A. Inasmuch as The International Association of Lions Clubs 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 such delegates and alternates as authorized by the Association. 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 or district governor-elect of the district of which this club is a member.

Section B. Inasmuch as all multiple district and district matters are presented and adopted at the multiple district and district conventions, this club shall have power to pay the necessary expenses of such delegates attending such conventions. Numbers of delegates representing this club shall be in accordance with multiple district and district Constitution and By-Laws, as applicable.

ARTICLE XV
Honorary Mailing List

The International Association of Lions Clubs, the district governor, vice district governor, cabinet secretary, region chairperson and zone chairperson shall be included on the mailing list of this club.

ARTICLE XVI
Parliamentary Practices

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 XVII Dispute Resolution

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 matter whatsoever which cannot be satisfactorily resolved through other means, shall be settled by dispute resolution.

Any party to the dispute may file a written request with the district governor asking that dispute resolution take place. Within fifteen (15) days of receipt, the district governor shall appoint a 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 a club which is a party to the dispute, in the district in which the dispute arises. The selected conciliator shall be acceptable to the parties. Upon being selected, the conciliator shall arrange a meeting of the parties for the purpose of conciliating the dispute.

The meeting shall be scheduled within thirty (30) days of the appointment of the conciliator. If such conciliation efforts are unsuccessful, the conciliator shall have the authority to issue his or her decision relative to the dispute, which decision shall be final and binding on all parties.

ARTICLE XVIII Amendments

Section A. This constitution may be amended at any regular or special meeting of the board of directors of this club, provided notice has been given in accordance with Section B below, by the affirmative vote of two-thirds (2/3) of the entire membership of the board, provided the Constitution and By-Laws Committee has previously considered the merits of the amendment except amendments to Article V, Fees and Dues, which also requires a review and recommendation by the Budget and Finance Committee.

Section B. No amendment shall be put to vote, unless written notice thereof, stating the proposed amendment, shall have been mailed or delivered personally to each member of this club at least two (2) weeks prior to the meeting at which the vote on the proposed amendment is to be taken.

BY-LAWS

No.1

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.

No. 2

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.

No. 3

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 board of directors.

No. 4

Section A. The president shall appoint the following standing committees. The president may appoint additional committees with the advice and consent of the board of directors.

1. Appointed Positions and Administrative Committees

- a) Assistant Lion Tamer
- b) Assistant Tail Twister
- c) Budget and Finance
- d) Bulletin Editor
- e) Internal Communications (Calling)
- f) Chaplain
- g) Constitution and By-Laws
- h) Conventions and Cabinet Meetings
- i) Door Prize
- j) Financial Review
- k) Greeter (IPP)
- l) Health and Welfare
- m) Historian
- n) Information Technology & Web Master
- o) Leadership Development
- p) Lioness Liaison
- q) Membership
- r) Mentoring
- s) Nominations and Elections
- t) Parliamentarian
- u) Programs
- v) Public Relations
- w) Special Events
- x) Visitation

2. Activities Committees

- Arizona School for the Deaf and Blind (ASDB) Liaison
- Diabetes Awareness
- Sight and Hearing Conservation and Work With the Sight and Hearing Impaired
- Environmental Services
- International Relations Program
- Fundraising
- Rodeo Concession Operations
- Service Projects
- Southern Arizona Association for the Visually Impaired (SAAVI) Liaison
- Special Activities
- Used Eyeglasses and Hearing Aids Collection
- White Cane

Section B. 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 his/her judgment or the judgment of the board of directors.

Section C. The president shall be an ex-officio member of all committees.

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

Section E. Each committee, through its chairperson, shall report, either verbally or in writing, as required to the board of directors.

Section F. All matters pertaining to either administrative or activity concerns shall be referred to the corresponding committee for study and recommendation to the board of directors.

Section G. All committee meetings shall be chaired by the committee chairperson or vice chairperson. Minutes shall be recorded with a copy provided to the secretary for entry into the club's official records.

Section H. The Budget and Finance Committee shall prepare an Activities and an Administration Budget in July for presentation at the board of directors meeting in August.

No. 5

It is the policy of the Tucson Downtown Lions Club/Downtown Tucson Lions Club Foundation that its members shall not serve alcohol at public fundraising or other public events as representatives of the club and/or foundation unless a specific Liquor Liability Insurance policy naming the club and foundation as the insured or as an additional insured is in place and active. A certificate of insurance so naming the Tucson Downtown Lions Club/Downtown Tucson Lions Club Foundation shall be provided to the club secretary prior to the event and retained on file.

No. 6

Section A. These by-laws may be altered, amended or repealed at any regular or special board of directors meeting of this club at which a quorum is present, by the majority affirmative vote of the entire membership of the board, provided the Constitution and By-Laws Committee has previously considered the merits of the amendment.

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

No. 7

Any by-law except By-Laws Number 1 and 2 may be suspended at any meeting of the club by the unanimous vote of all members present.