



# MULTIPLE DISTRICT 5M CONSTITUTION

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## VISION STATEMENT

TO BE the global leader in community and humanitarian service through the diversity of our members.

## MISSION STATEMENT

TO EMPOWER Lions clubs, volunteers and partners to improve health and well-being, strengthen communities, and support those in need through humanitarian service and grants that impact lives globally, and encourage peace and international understanding.

### Article I

Section 1. **Name-** the name of this organization shall be Multiple District 5M (MD5M), the International Association of Lions Clubs (The Association).

### Article II *Purpose*

The purposes of this multiple district shall be:

- a) To provide an administrative structure with which to advance the Purposes of Lions Clubs International in this multiple district.
- b) To create and foster a spirit of understanding among the peoples of the world.



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- 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 the community
- 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.

Section 1. The members of this organization shall be all Lions clubs in this multiple district chartered by Lions Clubs International.

Section 2. This multiple district shall consist of sub-districts, with boundary lines as adopted by a multiple district convention and approved by the International Board of Directors of Lions Clubs International

### ARTICLE III. *Membership*

Section 1. The members of this organization shall be all Lions clubs in this multiple district chartered by Lions Clubs International.

Section 2. This multiple district shall consist of sub-districts, with boundary lines as adopted by a multiple district convention and approved by the International Board of Directors of Lions Clubs International.

### Article IV

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



In addition, the emblem of this multiple district shall be of the design that follows:



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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. The colors of this Multiple District shall be Blue, Red and White.

Section 4. **SLOGAN.** Lions International Slogan shall be: Liberty, Intelligence, Our Nation's Safety. This Multiple Districts slogan shall be: Hands across the Border

Section 5. **MOTTO.** International and this Multiple District's Motto shall be: We Serve.

### Article V. *Supremacy*

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

### ARTICLE VI. *Officers and Council of Governors*

Section 1. **COMPOSITION.** There shall be a Council of Governors composed of all the district governors in the multiple district and shall also include one current or past district governor who shall serve as council chairperson. The officers of this multiple district shall be the members of the Council of Governors. Each member of the council of governors, including the council chairperson, shall have one (1) vote on each question requiring action of the council of governors. The council chairperson shall serve for a one-year term only and cannot serve in that capacity again. (Note: Article II, Section 4 of the International By-Laws permits the multiple district, by provision in its constitution and by-laws, to include certain other Lions as members of the Council of Governors.)

Section 2. **OFFICERS.** The officers of the Council of Governors shall be a chairperson and vice-chairperson, secretary and treasurer and such other officers as the Council of Governors shall deem necessary, all of whom shall be elected annually by the Council of Governors. This



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Multiple District will include an Executive Secretary selected by the Council to Service the Council. The Terms of Employment and Duties shall be as outlined in Policy.

Section 3. **POWERS.** Except where inconsistent with and contrary to the provisions of the articles of incorporation and constitution and by-laws of Lions Clubs International, the powers granted therein to the board of directors of said association or delegate of the Council of Governors, and the policies and acts of said board of directors, the Council of Governors shall:

- (a) Have jurisdiction and control over all officers and agents, when acting as such, of the Council of Governors and all committees of the multiple district and multiple district convention;
- (b) Have management and control over the property, business and funds of the multiple;
- (c) Have jurisdiction, control and supervision over all phases of the multiple district convention and all other meetings of the multiple district;
- (d) Have original jurisdiction, when authorized under policy of the international board of directors and under rules of procedure prescribed by said board, to hear and rule upon any complaint of a constitutional nature raised by any sub-district or districts, and Lions club, or any member of a Lions club, in the multiple district. All such rulings of the Council of Governors shall be subject to review and decision by said international board;
- (e) Have control and management of all budgetary matters of the multiple district and committees of the multiple district and multiple district convention. No obligation may be approved or made which shall effect an unbalanced budget or deficit in any fiscal year.

Section 4. **REMOVAL.** At the request of the majority of the Council of Governors, A Special Meeting of the Council may be called for the purpose of removal of the Council Chairperson. Regardless of the manner in which the Council Chairperson is selected or elected, the Council Chairperson may be removed from the Council for cause by an affirmative vote of 2/3 of the entire number of the Council of Governors.

### **Article VII.** ***Multiple District Convention***

Section 1. **TIME AND PLACE.** An annual convention of this multiple district shall be held in each year prior to the international convention at a place selected by the delegates of a previous annual convention of this multiple district and at a date and time fixed by the Council of Governors.

Section 2. **CLUB DELEGATE FORMULA.** Each chartered club in good standing in Lions Clubs International, and its district, and this multiple district shall be entitled in each convention of this multiple 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



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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.

Each current or past district governor who is an active member of a club in MD5M shall be entitled to full delegate privileges at each convention of their district (single or sub- and multiple). No such district governor or past district governor shall be included in the delegate quota of their club for any such convention.

Delinquent dues may be paid and good standing acquired up to fifteen (15) days prior to the close of credential certification, as such closing time shall be established by the rules of the respective convention.

Section 3. **QUORUM.** A majority of the delegates in attendance at any session of a sub- or multiple district convention shall constitute a quorum.

Section 4. **SPECIAL CONVENTION.** A Special Convention of the clubs of the Multiple District may be called by a two-thirds vote of the Council of Governors at such time and place as they shall determine; provided that such Special Convention shall conclude no less than 15 days prior to the convening date of the International Convention. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the Multiple District by the Multiple District Council Secretary, no less than 30 days prior to the convening date of the Special Convention.

### **ARTICLE VIII.**

#### ***Multiple District Dispute Resolution Procedure***

All disputes or claims relative to membership, club boundaries, or interpretation, breach of, or application of the multiple district constitution and by-laws, or any policy or procedure adopted from time to time by the multiple district council of governors, or any other internal Lions multiple district matter that cannot be satisfactorily resolved through other means, shall be resolved in accordance with the Dispute Resolution Procedures established by the International Board of Directors

### **ARTICLE IX.**

#### ***Amendments***



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Section 1. **AMENDING PROCEDURE.** This constitution may be amended only at a multiple district convention, by resolution reported by the Convention Committee on Constitution and By-Laws 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 By-Laws are passed at the International Convention, any amendments that would have an effect on this Multiple District Constitution and By-Laws 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.

### Article X. *Finances*

Section 1 **Per Capita DUES ASSESSMENT** - To provide revenue to defray the expenses of MD5M, an annual tax for each club member shall be levied against and paid by each club as established in the By-Laws.

Section 2. **MD5M Audit** - The Council shall provide for an audit, by an independent auditor, of the funds as listed under Chapter 6, Subdivision H of the Policy Manual of MD5M, as amended. The audit is to be completed and delivered to the Executive Secretary within 180 days of year end. Presentation of the audit will be at the March meeting of the Council of Governors

Section 3. **Reporting by Other Entities** – Any other funds or accounts as authorized by the Council and listed under Chapter 6 Subsection I of the Policy Manual of MD5M, as amended, will follow the provisions of reporting as stated in Subsection I. The reporting will be done annually and shall coincide with the MD5M fiscal year end of June 30. The reporting timelines will be the same as for the MD5M audit as defined in Article VII, Section 2. Such information is also to be incorporated and reported to the Internal Revenue Service in the MD5M annual tax return.

The authorized 501C3 foundations will comply with standards of reporting as defined by the Internal Revenue Service and the Charities Division of the Minnesota Attorney General. A copy of all annual reports, returns and filings will be provided to the office of the Executive Secretary and will be made available for review by the Council of Governors upon request. Canadian foundations will follow the equivalent standards as established by the Laws of Canada.



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Section 4. **New and Reorganized Clubs** - New and reorganized clubs shall not be required to pay any MD5M DUES ASSESSMENT for the first two semi-annual billings following their establishment or reorganization.

Section 5. **District Dues** - Each individual sub-District shall establish its own dues and assessments.

Section 6. **Campaign Fund for International Office** -There shall be a fund dedicated to support and elect an endorsed candidate from MD5M for the office of International Director, International Third Vice President and the subsequent offices of International Second Vice President, International First Vice President and International President and Immediate Past International President.

Section 7. **Bonds** -MD5M will bond all MD5M fiduciary positions which will also include the District and their Clubs in the amount and with such sureties as may be determined by the Council of Governors and MD5M Policy.

Section 8. **US Funds** - The monies referred to in this Constitution and its By-Laws shall mean U.S. funds, or its equivalent in Canadian funds.

### **ARTICLE XI.** *Effective Date*

This Constitution and By-Laws, and any amendments thereto, shall become effective upon the adjournment of the MD5M Convention at which they are adopted.