

MONTGOMERY LIONS CLUB

CONSTITUTION AND BY-LAWS

As adopted August 21, 2020

*****CONSTITUTION*****

ARTICLE I

SECTION A. The name of this organization shall be the Montgomery Lions Club (the “Club”), chartered by, and under the jurisdiction of, the International Association of Lions Clubs.

ARTICLE II

OBJECTS

SECTION A. The objects of the Club are:

1. To form a body of persons, thoroughly representative of the business and professional interests of the city of Montgomery; to unite its members in the closest bonds of good fellowship, and to promote closer business and social union among them with special emphasis on sight preservation and youth work.
2. To encourage active participation in all matters pertaining to commercial, civic and industrial improvement.
3. To uphold the principles of good government.
4. To assist in every honorable way in furthering the interests of its members, and in bringing about a better understanding among men and women.
5. To teach that organization, cooperation and reciprocity are better than rivalry, strife, and destructive competition.
6. To cooperate with other organizations engaged in worthwhile endeavors of public welfare.
7. To encourage application of the highest ethical standards to business; and to endeavor, by the exchange of methods and ideas, to increase efficiency in all lines represented.
8. To further the objects of the International Association of Lions Clubs.

ARTICLE III

MEMBERSHIP

SECTION A. Membership shall be acquired by invitation only. Nominations shall be made on blanks provided by the Membership Committee and shall be signed by a member in good standing who shall act as sponsor.

No prospective member(s) shall be invited to join this Club until his/her nomination has been approved in the following manner:

1. The sponsoring member(s) shall give the prospective member’s name and application form to the Membership Chairman or Club Secretary.
2. The application form shall be submitted to the Board of Directors of the Club for majority approval.

SECTION B. Any person 18 years of age, of good moral character and good standing in his/her community shall be eligible for active membership.

SECTION C. 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 the 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 the Club, who has moved from the community, or because of health or other legitimate reason, is unable regularly to attend meetings and desires to retain membership in the Club, and upon whom the Board of Directors of the Club desires to confer this status. A Member-At-Large shall not be eligible to hold office or to vote in District or International meetings or conventions.
3. **HONORARY:** An individual, not a member of this Club, having performed outside service for the community of the Club, upon whom the Club desires to confer special distinction. The 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 the 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 the Club, must relinquish his/her Active status. 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 the Club who has maintained continuous Active Membership as a Lion for 25 or more years and has rendered outstanding service to the Club, his/her community, or this Association; or any member of the Club who has maintained such continuous Active membership for 20 or more years and has served as an officer of this Association may be granted Life membership in the Club upon:
 - a. Recommendation of the Club to the Association
 - b. Payment to the International Association an amount established by the Club or the International Board of Directors in lieu of all future dues to the International Association, and approval by the International Board of Directors.
 - c. A Life Member shall have all privileges of Active Membership so long as he/she fulfills all obligations thereof.

SECTION D. No person shall simultaneously hold membership in the Club and any other Lions Club, or in any other service club of like character.

SECTION E. Reinstatement of Membership: Any member dropped from membership in the Club may be reinstated within six (6) months from the date of termination of his/her membership by a majority vote of the Board of Directors. In the event more than six (6) months have elapsed, it will be necessary for him/her to come into the Club under the procedure set forth in Section A. of this Article III.

SECTION F. TRANSFER of MEMBERSHIP: The Club will grant membership on a transfer basis to one who has terminated or is terminating his/her membership in another Lions Club, provided that:

1. The application for transfer of membership is received by the Secretary of the Club within six (6) months following the date of termination of membership in his/her former club;

2. Such termination was in good standing;
3. The applicant provides a statement from the secretary of his/her former club to that effect; and
4. Such application and statement are approved by the Board of Directors. If more than six (6) months have elapsed between termination of membership in another club and application for transfer, an applicant will acquire membership in the Club only under the provision of Section A. of this Article III.

SECTION G. When a member transfers to another city, the Secretary shall complete the appropriate steps of the membership transfer process through the Lions Club International website.

ARTICLE IV **FEES AND DUES**

SECTION A. The membership dues, including luncheon fees, shall be fixed by the Board of Directors, at a sum payable quarterly in advance; however, proposals for increase in dues and/or fees shall be advertised in two consecutive issues of this Club's newsletter and shall be approved at a regular meeting of this Club by majority vote of active members in attendance. In addition to fees and dues, the Board of Directors may also assess members for special projects in amounts sufficient to sustain the objects of this Club, such assessments to be payable at the time fixed by the Board of Directors; however, such assessments shall be advertised in two consecutive issues of this Club's newsletter and shall be subject to approval at a regular meeting of this Club by a majority vote of active members in attendance.

SECTION B. The Membership dues for Privileged and Member-At Large status shall be set by the Board of Directors at a sum payable quarterly in advance.

ARTICLE V **RESIGNATIONS**

SECTION A. Resignation of any member shall become effective upon written notice to the President or Secretary of this Club, and approved by the Board of Directors. The member resigning will be expected to pay dues up to the date of resignation.

ARTICLE VI **FORFEITURE OF MEMBERSHIP**

SECTION A. The Secretary shall submit to the Board of Directors the name of any member who refuses or neglects to pay any indebtedness due the Club within thirty (30) days after notice has been made by the Secretary. If payment is not made within thirty (30) days thereafter, the Board of Directors shall notify the member by certified mail that his/her membership will be terminated if payment is not received within ten (10) days.

SECTION B. Any member may be expelled for cause from the Club by a three-fourths vote of the entire Board of Directors.

ARTICLE VII
OFFICERS

SECTION A. The officers of the Club shall be President, Immediate Past President, First Vice President/President Elect, Second Vice President, Secretary, and Treasurer. In addition to the officers, there shall be one director for each ten active members or major fraction thereof; and the directors together with the officers shall constitute the Board of Directors, the Immediate Past President, being an ex-officio member, voting only in case of a tie.

SECTION B. Forty percent (40%) of the officers and directors shall constitute a quorum of any meeting of the Board of Directors.

ARTICLE VIII
ELECTIONS

SECTION A. The officers of the Club will hold office for a term of one (1) year and will take office on the July 1st following their election. One-half of the Board of Directors shall be elected annually and shall take office on the July 1st following their election, and shall hold office for two (2) years from that time, or until their successors shall have been elected and qualified. If a vacancy occurs, the remaining term shall be filled by a vote of the current Board of Directors upon nomination by the President. No director can succeed himself/herself and no officer can concurrently serve as a director.

SECTION B. Two weeks prior to the date of the election, the President shall give notice, in writing, or said election.

SECTION C. A nomination meeting shall be held in May of each year, with the date and place of such meeting to be determined by the President. The President shall appoint a nominating committee, which shall be composed of the current President and 1st Vice President, Immediate Past President of the Club and a minimum of two (2) past presidents who are active members of the Club. The entire slate of nominees shall consist of no fewer than one (1) Lion for each ten (10) active members of the Club and from the entire slate of nominees, there shall be elected by the active members one (1) director for each ten (10) active members of the Club or major fraction thereof.

At the May meeting, the nominating committee should also nominate a member or members for the office of Second Vice-President. Additionally, the committee shall also nominate a member or members for the office of First Vice-President/President Elect and the nominee so elected shall succeed to the office of President upon the expiration of the incumbent President's term. The First Vice President/President Elect shall be the sole nominee for the office of President. The positions of Secretary and Treasurer shall be filled by those selected by the current officers of the Club and shall be the sole nominees for such positions.

SECTION D. At the election meeting, but not before, the nominees selected by the committee shall be announced.

SECTION E. After nominations are completed, election shall proceed by secret ballot for those offices for which there is more than one nominee. A majority of the votes cast shall be required for election, except for the election of the Board of Directors, in which case those nominees equaling the number of vacancies

who receive the highest number of votes cast shall be elected. If for a particular office, no nominee received a majority on the first ballot, the ballot shall be repeated for that office, eliminating all nominees except the two who receive the highest number of votes on the first ballot.

ARTICLE IX

QUALIFICATION OF OFFICERS AND DIRECTORS

SECTION A. In order to be eligible for election as an officer or director, such person must be an Active member in good standing and must have regularly attended meetings, including actively participating in club events, such as fund-raisers, during the 12-month period immediately preceding the election.

SECTION B. No officer or director or Lion shall receive any compensation for any service rendered this organization, (other than for services rendered in connection with his/her business, occupation, or profession) with the possible exception of the Secretary whose compensation, if any, shall be fixed by the Board of Directors.

SECTION C. In addition to the qualifications stated in Section A of this Article, nominees for the position of Vice-President shall have been an active member of this or another Lions Club for at least three years and shall have served as a member of the Board of Directors or Committee Chair or as a Director or Officer of the Charity Foundation.

ARTICLE X

DUTIES OF OFFICERS AND DIRECTORS

SECTION A. Within thirty (30) days following conclusion of his term of office, the President shall submit to the Secretary a written report for publication of the Club activities during his/her term. The President shall be the Chief Executive Officer of the Club. He/she shall preside at all meetings and shall be Chairman of the Board of Directors. He/she shall issue call for regular monthly and special Board of Directors meetings. He/she shall appoint the standing administrative and activities committees and shall act as an ex-officio member of each of these committees. He/she shall see that these committees function and shall cooperate with the committee chairmen toward that end. He/she shall call for regular committee reports. He/she shall see that regular elections are held in accordance with International and local constitutions. He/she shall cooperate with and be an Active member of the District Governor's Advisory Committee of the zone in which his Club is located. He/she has the authority to countersign checks.

SECTION B. If for any reason the office of the President shall become vacant, the Vice Presidents shall succeed in office, according to their rank. Should a vacancy occur in the office of Vice President, the Vice President of the next lower rank shall be advanced. In the event of a vacancy in any other office, the Board of Directors shall appoint a member to fill the un-expired term.

SECTION C. The Secretary shall be under the supervision and direction of the President and Board of Directors, and shall act as liaison officer between the Club, District, and the Association. His/her duties shall be in general as follows:

TO THE INTERNATIONAL ASSOCIATION: He/she shall submit such reports, information, and data concerning the Club to Lions International in such manner and at such times as may from time to time be required by Lions International.

TO THE DISTRICT: He/she shall communicate with the District Governor and submit such reports as may be required by the District Organization, particularly a copy of the regular Membership and Activities Report. He/she shall cooperate with and be an Active member of the Membership and Activities Report. He/she shall cooperate with and be an Active member of the District Governor's Advisory Committee of the Zone in which his Club is located.

TO THE CLUB: He/she shall keep the general Club records, including minutes of the Club and Board of Directors meetings, committee appointments, list of officers, attendance records, and list of members showing addresses and telephone numbers. He/she shall report to the International office the name of all committee chairmen immediately after the President has appointed them.

SECTION D. The Treasurer shall be Chairman of the Finance Committee and he/she or the President, shall countersign all checks. These checks shall be signed by the Secretary. All expenditures and statements must be approved by the respective committee chairman.

SECTION E. The Vice Presidents succeed or substitute for the President in case of absence or vacancy, according to their order of office. They shall, under the direction of the President, oversee the functioning of such committees as the President may designate.

SECTION F. The Immediate Past President shall be an ex-officio member of the Board of Directors, voting only in case of a tie.

SECTION G. The position of Treasurer is designed to facilitate the operation of the financial affairs of the Club. His/her duties shall in general be as follows:

1. Monitoring and reviewing the Club's operating accounts, charity accounts and any special accounts established by the Club, and submitting such financial reports as are necessary to the Secretary for monthly reports to the Board of Directors;
2. Meeting with and assisting the committees in submitting their budget requests to the Club;
3. Assisting in whatever manner necessary in the preparation of the Club's budgets;
4. Assisting the Secretary in submitting his/her reports to Lions Club International, and the State and District offices of the Lions Club; and
5. Overall supervision and control of office finances and expenses, and assisting the auditors and accountants in preparing their financial reports to the Club.

SECTION H. The duties of the Board of Directors shall be as follows:

1. They shall constitute the Executive Board of the Club, and their action shall be final. They shall be responsible for the execution, through their officers, of the authorized policies of the Club.
2. They shall authorize all expenditures and shall not create any indebtedness beyond the income of the Club, nor disburse funds for purposes not essential to the objects of the Club.
3. A majority vote by the Board of Directors shall govern, except where otherwise provided.
4. They shall have the power to overrule or modify the action of any officer of the Club.
5. They shall have the books and accounts audited annually, or more often at their discretion.
6. They shall hold regular monthly meetings.
7. They shall hold special meetings when called by the President of the Club, or by written request of ten percent (10%) of the membership of the Club in good standing.

8. They shall designate a bank or banks for the deposit of the funds of the Club and invest the surplus funds.
9. They shall determine the compensation, if any, of the Secretary.
10. They shall receive committee reports and recommendations, and shall submit to the Club in regular meetings such recommendations which they have approved affecting the administrative and activities policies of the Club.

ARTICLE XI

MEETINGS

SECTION A. The Club shall meet regularly, preferably each week, time and place to be determined by the Board of Directors, and such meetings shall constitute the regular meeting of the Club.

SECTION B. Special meetings may be called as considered necessary by the Board of Directors.

ARTICLE XII

EMBLEM

SECTION A. The emblem and colors of the Club shall be the emblem and colors of the International Association of Lions Clubs.

ARTICLE XIII

DELEGATES TO THE INTERNATIONAL AND DISTRICT CONVENTIONS

SECTION A. Inasmuch as the International Association of Lions Clubs is governed by Lions Clubs in convention assembled, and in order that the Club may have its voice in International matters, the Club shall have the power to pay the necessary expenses of at least one delegate, and preferably its full quota of delegates, each year to the State and International Conventions, and to the Mid-Winter Conference.

ARTICLE XIV

PARLIAMENTARY PRACTICE

SECTION A. In the absence of rules in this Constitution or in the By-laws of the Club, the proceedings of the Club's Board of Directors meetings, as well as the Club meetings, shall be conducted in accordance with established parliamentary procedure (Roberts Rules of Order).

ARTICLE XV

AMENDMENTS

SECTION A. This Constitution may be amended at any regular business meeting of this Club by a majority vote of the members present, provided the Board of Directors has previously considered the merits of the amendment.

SECTION B. No amendment shall be put to vote, unless notice of the vote is given at least two weeks previous to the meeting at which the amendment is to be voted on and such amendment shall have been provided or otherwise made available upon request.

ARTICLE XVI
SEVERABILITY

SECTION A. In the event that any provision of this Constitution or its By-laws should be held invalid, all other provisions shall remain in effect.

ARTICLE XVII
OTHER AUTHORITIES

SECTION A. For authority on all matters not specifically covered by this constitution, the STANDARD CLUB CONSTITUTION of Lions Clubs International shall be consulted.

BY-LAWS

NO. I

SECTION A. The Club at no time shall endorse or recommend any candidate for political office, nor shall politics or political candidates be discussed at the meetings, nor shall any announced candidate for political office appeal for votes or contributions, nor shall members or guests debate any sectarian religion from the podium at the meetings.

NO. II

SECTION A. No officer or member of the Club shall use it as a means for furthering any personal, political, or other non-Lion aspirations, nor shall the Club as a whole take part in any movement not in keeping with the real purpose and objects of the Club.

NO. III

SECTION A. 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 the Club, calling for the expenditure of money for other than the regular obligations shall be referred to the Finance Committee, which acts in an advisory capacity in financial matters to the Board of Directors which makes final decisions.

NO. IV

SECTION A. The President is given the authority to appoint such committees as may be needed to support the objects of the Club. He/she shall also appoint a Lion Tamer and a Tail Twister. The Lion Tamer shall be in charge of and responsible for Club property and paraphernalia. He/she shall see that flags, gong, gavel, and button cases are properly placed. He/she shall see that Lions Club International banners are hung in conspicuous places at every Club meeting. He/she shall distribute bulletins, songbooks, favors, and literature. The Tail Twister shall keep harmony, good fellowship, life and enthusiasm in the meeting. He/she shall collect fines from the members and there shall be no ruling from his decision in imposing a fine. No fine shall exceed a limit of \$1.00 and no member shall be fined more than twice at any one meeting. He/she shall also promote fun and laughter at the meeting by inaugurating appropriate stunts and games. All monies collected by the Tail Twister shall immediately be turned over to the Secretary and receipt taken therefore. These funds will be placed in the operating account of the Club.

SECTION B. There shall be a Lions Club Office Committee. It shall consist of five members: The President, the two Vice Presidents of the Lions Club, the Lions Club Treasurer, and the President of the Lions Club Charity Foundation.

SECTION C. The President shall be an ex-officio member of all committees.

SECTION D. All committees shall consist of a chairman and as many members as shall be considered necessary by the President.

SECTION E. All problems pertaining to either administrative or activity matters, shall be turned over to the corresponding committee for solution or action by them, as authorized by the Board of Directors.

NO. V

SECTION A. Each committee shall submit to the Board of Directors such financial and other reports in such forms as may be prescribed by the Board of Directors.

NO. VI

SECTION A. These By-laws may be amended at any regular business meeting of the Club at which there is a quorum, by a majority vote of the members present, provided the Board of Directors has previously considered the merits of the proposed amendment.

SECTION B. No By-law amendment may be put to vote unless the amendment to be voted on shall have been provided or otherwise made available to the membership at least two weeks previous to the meeting at which the amendment is to be voted upon, said notice to state the proposed amendments.

ADOPTED BY VOTE OF THE GENERAL MEMBERSHIP ON August 21, 2020

President

Secretary