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MD-12 BYLAWS

ARTICLE I

Nomination and Endorsement of Int. Dir. or 2nd Vice-Pres. Candidates

Section 1. **DISTRICT NOMINATION AND ENDORSEMENT.**

(a) Notification: The names of all candidates properly endorsed by their respective District Convention and properly certified shall be announced by the Council of Governors at the State Convention after the conclusion of the District Meetings at the State Convention.

Section 2. **STATE NOMINATION AND ENDORSEMENT.**

(a) Notification of Clubs. The names of all candidates properly endorsed by their respective District Conventions and properly certified shall be submitted to each Club of the State by the Council of Governors no less than fifteen (15) days prior to the convening date of the State Convention.

(b) Election Procedure. The State Nominating Committee shall place in nomination at the State Convention all candidates so qualified. The election procedures shall be as in Section 1 above.

(c) Certification to International. A letter of certification signed by the Council Chairman and Council Secretary certifying the name of the endorsed State candidate for International Director or Second Vice-President shall be sent to the International Office in accordance with the requirements set forth in the International Constitution and Bylaws.

(d) Endorsement and Certification Duration. Any District or State endorsement, once filed with the International Association of Lions Clubs, shall be valid for the two (2) succeeding International Conventions.

ARTICLE II

Appointment of Council Chairperson

Section 1. **APPOINTMENT**. The council chairperson, shall be appointed by the District Governors of the multiple district provided that such chairperson shall be a past district governor when he/she takes office.

The council chairperson shall serve for a one-year term only and cannot serve in that capacity again. A meeting of the district governors of the multiple district who will be in office during the term of the council chairperson appointed shall be called during the Spring Council meeting.

It shall be the duty of the attendees at this meeting to select a club member in good standing in a club in good standing in the multiple district as the council chairperson. Ratification of the Selected Council Chair Person shall be the first order of Business by the then sitting Council of Governors at the State Annual Organizational Meeting.

ARTICLE III

Duties of Multiple Council of Governors and Committees

Section 1. **MULTIPLE DISTRICT COUNCIL OF GOVERNORS.**

The Council of Governors shall:

(a) Make all contracts and approve all bills relating to multiple district convention administrative expenses.

- (b) Designate a depository for multiple district funds.
- (c) Determine the amount of surety bond for the council secretary-treasurer, and approve the surety company issuing said bond.
- (d) Receive financial reports, semi-annually or more frequently, from the council secretary-treasurer, and provide for a review or audit at the end of the fiscal year of the books and accounts of the council secretary- treasurer.

Section 2. **COUNCIL CHAIRPERSON.** The Multiple District Council Chairperson shall be the coordinator of the multiple district and shall act on behalf of and upon delegation from the Council of Governors. His/her specific responsibilities shall be to:

- (a) Further the Purposes of this association.
- (b) Provide leadership, direction, and initiative for international and multiple district programs, goals, and long range planning.
- (c) Create and foster harmony and unity among sub districts, and assist district governors with solving issues.
- (d) Chair over the multiple district convention and all meetings of the Council of Governors;
- (e) Submit reports and perform such duties as may be required by the multiple district constitution and bylaws.
- (f) Perform other such administrative duties as may be assigned by the Council of Governors.
- (g) Deliver, in a timely manner, at the conclusion of his/her term in office, the general and/or financial accounts, funds and records of the multiple district to his/her successor in office.

Section 3. **COUNCIL SECRETARY-TREASURER.** Under the supervision and direction of the Council of Governors, the council secretary-treasurer shall:

- (a) Keep an accurate record of the proceedings of all meetings of the Council of Governors, and within ten (10) days after each meeting forward copies to all members of the Council of Governors, and the office of Lions Clubs International. (b) Assist the Council of Governors in conducting the business of the district, and perform such other duties as are specified or implied in the constitution and bylaws, or as may be assigned to him/her from time to time by the Council of Governors.
- (c) Receive and give proper receipts for all per capita taxes required to be paid over to him/her by the sub-district cabinet secretary-treasurers, deposit the same in a bank or banks designated by the Council of Governors, and disburse the same under the supervision and control of the Council of Governors by checks drawn against said deposits signed by himself/herself and countersigned by the council chairperson or other duly authorized council member.
- (d) Keep accurate books and records of accounts and minutes of all Council of Governors and multiple district meetings, and permit inspection of the same by any member of the Council of Governors or any club in the multiple district (or any duly authorized agent of either) at any reasonable time for any proper purpose.
- (e) Secure bond for the faithful performance of his/her duties in such sum and with such sureties as may be required by the Council of Governors.
- (f) Deliver, in a timely manner, at the conclusion of his/her term in office, the general and/or financial accounts, funds and records of the multiple district to his/her successor in office.
- (g) In the event that separate offices of council secretary and council treasurer are adopted the duties herein are to be attributed to each of the officers according to the nature of the duties.

Section 4. **MULTIPLE DISTRICT PROTOCOL CHAIRPERSON.** The Council of Governors shall appoint annually a protocol chairperson for Multiple District 12. Under the supervision and direction of the Council of Governors, the protocol chairperson shall:

(a) At all events attended by visiting dignitaries, provide seating charts in keeping with the association's official protocol; insure that spoken introductions are based on the same.

Insure that dress requirements are clear for all events.

(b) Arrange for proper airport (or other arrival) greetings; arrange suitable transportation to hotel or other lodging, inspect hotel room in advance to insure its suitability, and provide appropriate amenities (flowers, fruit, etc).

(c) Arrange for the proper escort of visitors to each function on the schedule.

(d) Arrange courtesy calls on local government leaders (or regional and/or national leaders if the location suggests this as a possibility), as the visitor's schedule permits.

(e) Coordinate public relations media exposure such as television, radio and print media, as necessary.

(f) Coordinate departure from hotel, and transportation to airport (or other departure venue).

Section 5. **SERGEANT AT-ARMS.** The Sergeant-at-Arms and Assistant Sergeant-at-Arms shall maintain order and decorum at the respective meetings and perform such other duties as are incident to their office under Robert's Rules of Order Newly Revised.

ARTICLE IV Multiple District Committees

Section 1. **STATE RESEARCH AND LONG RANGE PLANNING COMMITTEE.** There shall be a State Research and Long-Range Planning Committee. This Committee shall be composed of two (2) members from each District, serving staggered two year terms and, in addition, shall include all current and past International Officers and Directors who are active members of a Lions Club in Multiple District 12.

(a) Appointment. The members of this Committee may be any Lion in good standing. Each District Governor shall appoint one member to a two-year term no later than fifteen (15) days after the close of the International Convention at which the District Governor takes office. In the event that a member is unable to complete his term, the District Governor of the District the member represents shall select a replacement to complete the remainder of the term.

(b) Duties. The Chairman of this Committee shall be selected prior to the International Convention by the Committee from the members. The State Research and Long-Range Planning Committee shall:

- 1) As an independent body, make recommendations to the State Council with respect to long-Range plans, policy, and administrative matters;
- 2) Develop and conduct special studies as directed by the State Council (e.g. questionnaire surveys)
- 3) Serve to coordinate State -wide or Multi-District projects and activities as directed by the State Council (e.g. statewide program for membership development);
- 4) Establish and maintain the archives of the Multiple District;
- 5) Continually review Multiple District operations and inform and advise the State Council of financial, budget and audit reports required by State and Federal Laws; and any other legal or contract matters involving the Multiple District.

(c) Reports. Reports of the State Research and Long-Range Planning Committee activities shall be made as directed by the State Council.

(d) Expenses. No expenses of the State Research and Long-Range Planning Committee are to be reimbursed except those previously approved by the Council. Such reimbursements shall be made by the State Council Treasurer from the State Administrative Fund upon order of the Council of Governors.

Section 2. INTERNATIONAL CONVENTION CHAIRMAN.

(a) Choice. The Council of Governors shall enter into a contract with ONE individual or entity, to serve as the Multiple District International Convention Chairman. This individual should have knowledge about the Lions of Tennessee and their participation in the upcoming Lions International Convention. District Governors are encouraged to appoint non-reimbursed International Convention Committee members to provide information and to encourage Lions in their district to attend the LCI Convention.

(b) Duties. This individual or entity will have total responsibility for all pre convention administrative activities that must be completed as well as all on site administrative duties to insure the Lions of Tennessee are able to participate in all events deemed appropriate. The State Council shall identify and approve the specific events that must be covered, as well as the funds that will be paid to the individual to accomplish all specified duties.

(c) Reports. The State Council at the Multiple District Organizational Meeting shall report, the name of the individual or entity contracted to be the International Convention Chairman, the activities to be covered, and a budget approved for completing them.

- 1) The International Convention Chairman will prepare a written report of the Multiple District's participation in the Lions International Convention which must be read at the next State Convention; filed with the permanent records of the Multiple District; and mailed to all Clubs in the State Council within sixty (60) days after the close of the Convention.
- 2) By the end of the multiple fiscal year, the International Convention Chairman will prepare an itemized financial report for auditors and presentation to the State Council and at the new Multiple District Meeting and at the next State Convention.

Section 3. STATE CONVENTION COMMITTEE. There shall be a State Convention Committee composed of one representative from each District in the State. The works of the State Convention Committee shall be under the supervision of the Council of Governors which must approve all programs, activities and expenditures.

(a) Appointment. The members of this committee may be any Lion in good standing. Each District Governor shall appoint one member as soon as possible after the State Convention each year, but not later than fifteen (15) days after the close of the International Convention at which the District Governor takes office. In the event that a member is unable to complete his term, the District Governor of the District the member represents shall select a replacement to complete the remainder of his term.

(b) Duties: The State Convention Committee shall:

- 1) Meet as a group face to face, or by electronic means prior to, or as a group at the State Organizational Meeting and;
 - a) Agree upon one member as Chairman subject to confirmation by the Council of Governors;
 - b) Prepare a written report of current status, any funding needs, etc. for

presentation at Multiple Organizational Meeting.

c) There should be a follow up group meeting at or prior to the Multiple Fall Rally and State Convention, with written reports also presented to Council.

- 2) Prepare all plans and budget for their year's work which must be approved by the Council of Governors, in accordance with Article VIII, Section 2 of these by-laws;
- 3) Fulfill all State Convention related responsibilities that may be delegated by the Council of Governors.

(c) Formal Reports. The Chairman of the State Convention Committee shall:

- 1) Prepare an official report of the State Convention for the Council of Governors which can be mailed, or delivered by electronic means, by the Council of Governors to all Clubs in the State within sixty (60) days after the close of the Convention.
- 2) By the end of the fiscal year, prepare an itemized financial report for auditors and presentation to the State Council and at the next Multiple Organizational Meeting and at the next State Convention.

(d) Expenses. The members of the State Convention Committee shall not be reimbursed for their personal expenses incurred in fulfilling their responsibilities.

Section 4. **STATE CONSTITUTION AND BYLAWS COMMITTEE.** There shall be a State Constitution and Bylaws Committee composed of one representative from each District in the State.

(a) Appointment. The members of this Committee may be any Lion in good standing. Each District Governor shall appoint one member as soon as possible after the State Convention each year, but never later than fifteen (15) days after the close of the International Convention at which the District Governor takes office. In the event that a member is unable to complete his term, the District Governor of the District the member represents shall select a replacement to complete the remainder of his term.

(b) Duties. The State Constitution and Bylaws Committee shall:

- 1) Meet as a group face to face, or by electronic means prior to, or as a group at the State Organizational Meeting and;
 - a) Agree upon one member as Chairman subject to confirmation by the Council of Governors;
 - b) Prepare a written report of current status, any funding needs, etc. for presentation at State Organizational Meeting.
 - c) There should be a follow up group meeting at or prior to the Multiple Fall Rally and State Convention, with written reports also presented to Council of Governors.
- 2) Receive, prepare, and put into proper form all proposed amendments to the MD-12 Constitution and Bylaws presented; according to Article X, Section 2 of the MD-12 Constitution, and according to Article XII, Section 2 of these MD-12 By-Laws;
- 3) Submit, all properly proposed amendments to this Constitution and Bylaws in proper form to the Council of Governors in time to meet the notification date specified in Article X, Section 2, of the MD-12 Constitution, and Article XII, Section 2, of these MD-12 By-Laws.

(c) Reports.

- 1) The Chairman of the State Constitution and Bylaws Committee shall report by resolution to the State Convention those amendments for vote.
- 2) The State Constitution and Bylaws Committee shall make other reports as directed by the Council of Governors.
- 3) The members of the State Constitution and Bylaws Committee shall not be reimbursed for their personal expenses incurred in fulfilling their responsibilities.

Section 5. **STATE CONTEST AND AWARDS COMMITTEE.** There shall be a State Contest and Awards Committee composed of one representative from each District in the State.

(a) Appointment. The members of this Committee may be any Lion in good standing. Each District Governor shall appoint one member as soon as possible after the State Convention each year, but never later than fifteen (15) days after the close of the International Convention at which the District Governor takes office. In the event that a member is unable to complete his term, the District Governor of the District the member represents shall select a replacement to complete the remainder of his term.

(b) Duties.

- 1) Administer and coordinate processes for all Contest and Awards involving State of Tennessee participation such as but not limited to; Peace Poster Contest, Photo Contest, Essay Contest, Lion of the Year, Lion of the Decade, Club of the Year contests
- 2) Meet as a group face to face, or by electronic means prior to, or as a group at the State Organizational Meeting and;
 - a) Agree upon one member as Chairman subject to confirmation by the State Council;
 - b) Prepare a written report of current status, any funding needs, etc. for presentation at Multiple Organizational Meeting.
 - c) There should be a follow up group meeting at or prior to the Multiple Fall Rally and State Convention, with written reports also presented to Council.
- 3) Formulate rules and criteria for Lion of the Year, Lion of the Decade and Club of the Year Contests for approval by the Council of Governors.
- 3) Each District Contest and Awards Chairman shall select a Lion of the Year, Lion of the Decade and Club of the Year. The documentation pertaining to each Sub-District winner shall be submitted to the State Chairman of Contest and Awards within the timeframe established by the Contest rules.
- 4) The State Contest and Awards Chairman shall arrange for a meeting of all the District Contest and Awards Chairmen to consider each Sub-District entry and decide the winner of the State Lion of the Year, State Lion of the Decade and State Club of the Year.
- 5) Each District may announce its District winners and present appropriate awards at such time and occasion as it wishes. The State winners shall be announced and suitable awards made to them during the State Convention following the close of the contests.

(c) Reports. The State Chairman of the Contest and Awards Committee shall make reports as directed by the Council of Governors.

(d) Expenses. The members of the State Contest and Awards Committee shall not be reimbursed for their personal expenses incurred in fulfilling their responsibilities.

- 1) District expenses for District awards shall be budgeted and paid for from the District Convention fund.
- 2) State expenses for the State winner's awards shall be budgeted and paid for from the State Convention fund.

Section 6. **STATE TRADING PIN COMMITTEE.** There shall be a State Trading Pin Committee composed of one representative from each District in the State.

(a) Appointment. The members of this Committee may be any Lion in good standing and who has attended at least one State Convention within the last five (5) years. Each District Governor shall appoint one member as soon as possible after the State Convention each year, but never later than fifteen (15) days after the close of the International Convention at which the District Governor takes office. In the event that a member is unable to complete his term, the District Governor of the District the member represents shall select a replacement to complete the remainder of his term.

(b) Duties. The Chairman of this Committee shall be the member representing the District in which the next State Convention is planned to be held. The State Trading Pin Committee shall:

- 1) Meet as a group face to face, or by electronic means prior to, or as a group at the State Organizational Meeting and;
 - a) Agree upon one member as Chairman subject to confirmation by the State Council;
 - b) Prepare a written report of current status, any funding needs, etc. for presentation at Multiple Organizational Meeting.
 - c) There should be a follow up group meeting at or prior to the Multiple Fall Rally and State Convention, with written reports also presented to Council.
- 2) Prepare all plans and budgets, including total cost obligation and approximate quantities of pins to be purchased, for their year's work, which must be approved by the Council of Governors at the Annual Organization Meeting.
- 3) Have authority to guide Vice District Governors in their selection of pin designs, secure samples, and establish prices and quantities of each pin to be purchased, subject to approval by the Council of Governors at the Multiple District Cabinet Meeting, and as later required for additional purchases.
- 4) Promote the sale of trading pins and have pins available for sale at each District Meeting and Convention. At their discretion, place pin order forms in District Newsletters to help determine quantities of pins needed and promote sales.
- 5) Manage the sale of all pins and turn over all pins and money remaining at the end of pin sales to their respective District Governor.

(c) Reports: The Chairman of the State Trading Pin Committee shall:

- 1) Prepare a written report of the work of this committee to be given to the State Council at the Annual Organizational Meeting.
- 2) By the end of the fiscal year, prepare a financial report to be provided to the State Council Treasurer for inclusion in the State Council Treasurer's annual report.

(d) Expenses: The members of the State Trading Pin Committee shall not be reimbursed for their personal expenses incurred in fulfilling their responsibilities.

Section 7 **OTHER STATE COMMITTEES.**

(a) State Convention Committee. These shall include the following: State Nominating Committee, Credentials Committee, Resolutions Committee, Rules and Procedures

Committee, and State Convention Site Nomination Committee. The Credentials Committee shall be composed of the current District Governors and their Cabinet Secretary-Treasurer, and the Chairman shall be the Council Chairman.

(b) Other State Committees. The Council of Governors may create and appoint such other committees and positions as is deemed necessary and appropriate for efficient operation of Multiple District 12.

(c) Duties. Committees appointed under this section shall perform such duties and provide such reports as designated by the Council.

ARTICLE V State Meetings

Section 1. ANNUAL ORGANIZATIONAL MEETING:

(a) A State Organizational Meeting shall be held each year within sixty (60) days after the date on which the District Governors officially take office. This meeting shall be organized and supervised by the State Council of Governors and shall be for the purpose of planning and discussing the administrative support the Council will provide the Lions Clubs of Tennessee through the work of various State Coordinators, Committees, Teams, and Entities.

(b) All these support groups shall prepare a written report to be presented at the Organizational Meeting, either in person or by the Council Secretary. These reports should include as a minimum:

1. Information on status of their group's effort as of the end of the last lion's year.
2. Present their plans for this Lion's year to the Council of Governors.
3. Request approval of selected group Chair from the Council of Governors if required.
4. Request approval of this year's programs and any budgetary needs from the Council of Governors.

Reports should also be received from all entities who support or request support of the Lions of Tennessee.

(c) The Council Secretary, at the direction of the Council of Governors, shall issue a written call to each State Group/Entity at least fifteen (30) days prior to the date of the meeting. As part of this call the Council Secretary will ask which groups wish a scheduled group meeting time and place prior to the State Organizational Business Meeting.

Section 2. MULTIPLE DISTRICT FALL RALLY:

(a) A meeting of the Council of Governors with all the State Coordinators, Committees, Teams, and Entities as well as any interested Lions will be scheduled the first weekend in November in Nashville, Tennessee. As a minimum, there shall be time for State support groups to meet if desired, time for a Council Business meeting, and time for an Honors Banquet scheduled during this Rally.

(b) The Council Chairman shall be the presiding officer, and this meeting shall be planned and conducted under the supervision and direction of the Council of Governors. The Council of Governors shall review their plans and programs for the year, progress made to date, and receive and approve reports from the State Coordinators, Committees, Teams, Entities, and others, as directed by the Council and the multiple Constitution, to assist the Council of Governors in carrying out its administrative function.

(c) This meeting shall be strictly of an administrative and reporting nature, and no resolution action requiring financial contributions payments, tax or dues by the Clubs of the Multiple District, nor any action requiring the approval of delegates in Convention or the District

Governor's Cabinet shall be considered at the Multiple District Fall Rally.

(d) The Council Secretary, at the discretion of the Council, shall issue a written call to each District Governor and Cabinet Secretary-Treasurer or Cabinet Secretary, and all State Coordinators, Committees, Teams, and State Entities at least thirty (30) days prior to the date of the meeting. Any Multiple support groups desiring a time to meet during this Rally, prior to the business session, should inform the Council Secretary.

Section 3. **SPRING COUNCIL MEETING.** A Spring Council Meeting shall be convened each year at some time following the last of the District Conventions and prior to the State Convention for the main purpose of conveying pertinent information from the sitting council to the District Governor Elects (DGE's) in order to facilitate a smooth transition of Council business when the DGE's take office and form the next Council of Governors. At this meeting the DGE's may select from the current seated Council members, their desire for Council Chair to serve during their term as District Governors. Ratification of the desired Council Chair shall be the first order of business at the ensuing Annual Organizational Meeting when the new Council of Governors meet officially for the first time.

Section 4. **STATE CONVENTION.** A Convention of the State shall be held each year in accordance with Article VII of the MD-12 Constitution.

Section 5. **OTHER COUNCIL MEETINGS.** The council chairperson, or the secretary at the chairperson's direction, shall issue a written call for each meeting of the Council of Governors, with the time and place to be set out in the call and to be determined by the chairperson. The date of any meeting save the first, which shall be set by the chairperson, shall be determined by the Council of Governors.

Section 5. **ALTERNATIVE MEETING FORMATS.** Regular and/or special meetings of this council may be held through the use of alternative meeting formats, such as teleconference and/or web conference. Such action may be initiated with approval of the majority of the Council of Governors.

Section 6. **QUORUM.** The personal, or electronic presence of a majority of the Council of Governors shall constitute a quorum at any meeting.

Section 7. **BUSINESS TRANSACTED BY MAIL.** The Council of Governors may transact business by mail (including letters, electronic mail, facsimile transmission, or cable), provided that no such action shall be effective until approved in writing by two thirds (2/3) of the entire number of the members of the council of governors. Such action may be initiated by the Council Chairperson or any three (3) members of said council.

ARTICLE VI

State Activities, Projects, and Entities

Section 1. **STATE ACTIVITIES:**

(a) White Cane Days. An annual solicitation campaign for funds may be conducted across the State of Tennessee. This solicitation may be coordinated on a statewide basis to obtain the maximum benefits from publicity and other promotional activities developed over the area. Any period of time designated for the solicitations of funds will be known as WHITE CANE DAY(S). The funds collected by the individual solicitations of Lions or by

the solicitation by the Clubs will be used as designated by the District Governor's Cabinet in cooperation with the individual Clubs.

(b) State Coordinator. Council may appoint a State Coordinator for White Cane Day activities among Tennessee Lions Clubs. The Coordinator's duties would be to: interact with district White Cane Coordinators and help share fundraising ideas among Clubs; and to provide reports to Council on the type, frequency, success of current fundraising events, and info on percentage of funds flowing to Club, District, State, and International projects.

Section 2. **STATE PROJECTS-COORDINATORS:**

(a) State Projects:

1. Tennessee School for the Blind Fund. The Fund was established on a statewide basis at the 41st Annual Convention of Tennessee Lions in Jackson, Tennessee, on May 23, 1959. The original intent of the Fund was to provide each student at the Tennessee School for the Blind with a Christmas gift. In recent years, the program has been expanded to include a student work program, low vision aids, a student enrichment program, and a scouting program.. The Lions of Tennessee have continued to support this Fund with contributions from the individual Districts and Clubs.

2. Learning Ally. The Tennessee Unit of Learning Ally records, without charge and upon request, textbooks and other educational material needed by the blind or visually handicapped student at the elementary, high school, college, and graduate levels. Free audio media as well as professional reading to keep abreast of their field is also available. Support of Learning Ally, formerly RFB&D, was accepted as a statewide project at the 42nd Annual Convention of Tennessee Lions in 1961 in Gatlinburg, and the Lions of Tennessee have continued to support RFB&D with contributions from the individual Districts and Clubs.

3. Leader Dogs for the Blind. Leader Dogs School in Rochester, Michigan, provides guide dogs for any blind person over 16 years of age who is in good health, emotionally stable, of good moral character, and physically to walk at a fairly brisk pace. The following programs are offered; Dog guide, Deaf/blind dog guide, Accelerated mobility program, Global positioning System, and a Summer experience. The Lions of Tennessee have agreed to support the Leader Dog School both with funds and with referrals of persons qualified to benefit from their services, and as Puppy Raisers providing an in house supply of future Leader Dogs.

4. World Services for the Blind. The Lions World Services for the Blind was founded in 1939 by the Lions of Arkansas, and provides rehabilitation training of blind persons in modern, well-equipped facilities in Little Rock, Arkansas. This center has provided care for many residents of Tennessee as well as the remaining states and other nations. Therefore, the center is supported by the Lions of Tennessee.

5. Tennessee School for the Deaf. The Tennessee Schools for the Deaf provides an educational program for children with a hearing impairment such that they cannot function in a local school system. Voluntary contributions from Lions Clubs and Districts provide funds to assist students from indigent families who need hearing devices, medicine, eye glasses, shoes, clothing, and other personal items. A student work program exists which is also supported by these voluntary contributions.

(b) State Project Coordinators:

1. A State Coordinator for each State Project will be nominated and elected at the annual State Convention. District Governors should appoint a district coordinator for each State Project to serve as a coordinator of information flow from the Project thru the State

Coordinator to their district Lions Clubs.

2. The State Coordinator for each State Project, with input from district coordinators if appointed, should prepare written updates, info, and plans to be presented to the Council for their concurrence and support at the Multiple; Organization Meeting, Fall Rally; and State Convention.

3. The State Coordinators should prepare and/or acquire from each Project they represent, information and/or programs to provide to the district coordinators and their Clubs to assist in the Project fundraising efforts within the Lions Clubs of Tennessee.

Section 3. **STATE LEGAL ENTITIES:**

(a) Lions Clubs Volunteer Services, Inc. (LCVS, Inc.) is a 501 (c) (4) corporation organized for the purpose of establishing a Multiple District 12 Lions State Headquarters to provide services to the Lions Clubs of Multiple District 12 through the standard organizational structure of the Council of Governors.

(b) Tennessee Lions Charities, Inc. (TLC, Inc.) is a 501 (c) (3) public benefit foundation organized for the purpose of collecting and distributing charitable funds for certain charitable projects of Multiple District 12, such as Kid Sight Outreach.

ARTICLE VII State Revenue

Section 1. **STATE REVENUE FUND:**

(a) Use of Funds: Funds are to be used exclusively for defraying the State Convention, International Convention and State Administrative expenses with prior approval of the Council. These funds shall not be used for any other purpose.

(b) Annual per Capita Dues.

- 1) Each member shall be charged \$2.60 payable advance in two (2) Semi-annual payments:
 - a. The District Treasurer will bill each club \$1.30 per member on 10 Sep for 1 Jul thru 31 Dec.
 - b. The District Treasurer will bill each club \$1.30 per member on 10 Mar for 1 Jan thru 30 Jun.
- 2) Billing will be based on LCI Membership roster as of 1 August, and 1 February respectively.
- 3) New Clubs or reorganized Clubs organized after:
 - a. January 1 will pay the March billing.
 - b. April 13 will not pay any State revenue Fund Dues.
- 4) All dues collected from clubs in each district by the District Cabinet Treasurer shall be forwarded by district check to the Council Treasurer.
- 5) The district Cabinet may elect to exempt the student members of a campus club from these dues.

(c) Allocation. The Council of Governors shall annually allocate the expected receipts of these funds including funds from the previous Council to the State Convention Fund, International Convention Fund and the State Administrative fund. The allocation shall be based on preliminary budgets by the State and International Convention chairpersons and the Council Treasurer. This allocation will be presented, as a budget, at the State Organizational meeting. The Council shall not incur expenses in excess of the approved budget.

(d) Surplus and Deficit:

- 1) Surplus. The balance in the State Revenue Fund to remain in the fund and placed at the disposal of the next succeeding State Council of Governors.
- 2) Deficit. The deficit will be defrayed from remaining final budget uncommitted funds.
 - a. Any deficit remaining to be defrayed immediately from uncommitted State Projects Fund subject to later approval by a majority of delegates in the next succeeding State Convention.
 - b. Requests for approval of action in (a) above to be in accordance with Article VIII, Section 3, (b) and (c).
 - c. If not approved by the State Convention or if uncommitted State revenue Funds are not available the deficit shall be defrayed equally by the Districts of Multiple District 12.
 - d. Any borrowed funds so collected will be returned to the State Projects Fund.
- (e) Audit. The Council shall provide for audit of the State revenue Funds, annually or more frequent intervals if necessary, by competent auditor, with provisions for separate reconciliations for State and International Conventions and State Administrative Fund including any surplus to the fund. A financial report will be made at the first Multiple District Cabinet meeting following end of fiscal year and at the next State Convention.

Section 2. **STATE CONVENTION FUND:**

(a) Fund Purpose. The State Convention Fund shall be used exclusively for attendance prizes, reporting convention proceedings, printing of credential certificates, official program, ballots, delegates and alternate registration cards, badges, printing and mailing convention proceedings and other expenses deemed convention expenses by the Council.

(b) Registration Fee:

- 1) The amount of the fee shall be set by the Council and shall not exceed \$10.00 per delegate.
- 2) Fee will be collected from all delegates, alternates and guests registering for the State Convention.
- 3) The Host District will collect fees using procedures established by the Council.
- 4) Fees are used to help defray actual costs of the Convention with the exception of food costs. In no case will cost of any meal be part of the Registration Fee.

(c) Hospitality Books:

- 1) Hospitality Books containing tickets for meals and entertainment will be sold separately.
- 2) Guarantees will be based on actual number of Hospitality Books sold as of thirty (30) days prior to the Convention.

(d) Budget:

- 1) The Convention Committee shall prepare and present preliminary plans and budget to the Council at the State Organizational Meeting for approval.
- 2) The final budget shall be prepared by the Convention Committee after the Pre-registration deadline of thirty (30) days prior to the Convention. The total budget shall be the sum there of:
 - a. Actual receipts from registration fees paid, and;

- b. That part of the State revenue Funds allocated to the Convention Fund by the State Council.
- 3) The Council shall approve the final budget and shall not incur expenses in excess of this approved final budget.

Section 3. INTERNATIONAL CONVENTION FUND:

- (a) Fund Purpose: The International Convention Fund shall be used exclusively for promoting Tennessee Lionism at the International Convention, and no other purpose.
 - 1) Funds shall be expended only for such items as approved by the Council.
 - 2) Funds from this account shall not be used directly for promoting a Multiple District 12 candidate for International Office.
- (b) Budget:
 - 1) The International Convention Chairman shall prepare and present plans and budget to the Council at the State Organizational meeting for approval.
 - 2) Following the Organizational Meeting the Chairman shall prepare a final budget for presentation to and approval by the Council.
 - 3) The Council shall approve the final budget and shall not incur expenses in excess of the final approved budget.

Section 4. STATE ADMINISTRATIVE FUND:

- (a) Fund Purpose: The State Administrative Funds shall be used exclusively for administrative expenses of the Council such as postage, telephone bills, printing and supplies, the state Directory, and for reimbursement of approved Council Chairman official expenses and shall be dispensed by the State Council Treasurer at the direction of the Council.
- (b) Council Chairman Expenses: The Council Chairman may be reimbursed for expenses incurred in performing his official duties as prescribed herein and by the Council of Governors, including travel, postage and telephone, and expenses to the State and International Conventions.
 - 1) Such reimbursement shall be made from the State Administrative Fund only after approval of the Council.
 - 2) Reimbursement for any expense shall not exceed the amount allowed by current Rules of Audit for District Governors, International Association of Lions Clubs.
 - 3) Claims for reimbursement are to comply with methods required for District Governors.
 4. The total reimbursement of Council Chairman Expenses for the fiscal year shall not exceed \$1,500.00.
- (c) Budget. The Council Treasurer shall prepare and present a preliminary annual State Administrative Budget for approval by the Council at the annual Organizational Meeting. Following the meeting, the Council Treasurer shall prepare and present a final budget for approval by the Council. The Council shall not incur expenses in excess of the approved final budget.

ARTICLE VIII

State Reserve

Section 1. STATE RESERVE FUND:

- (a) Fund Purpose. This fund shall be used to promote the advancement of Lionism in Tennessee.
- (b) Fund Designation. This fund shall be designated by categories referred to, in this section, as State Projects Fund and International Officer Fund.
- (c) Responsibilities:
 - 1) The Council Treasurer shall be responsible for the maintenance, administration and other responsibilities associated with this fund including receiving and depositing dues from each District and:
 - 2) Selecting a bank with convenient access. Establish a two signature requirement for checks. i.e. Council Treasurer and Council Chairman.
 - 3) Assisting Council with budget preparation once a candidate for International Office is endorsed, and/or state projects proposed budget is received.
 - 4) Preparing and issuing checks for approved payments.

Section 2. SOURCE OF REVENUE:

- (a) Annual per Capita Tax:
 - 1) District Treasurer shall bill each club \$2.00 per member payable in advance in two (2) semi-annual payments.
 - 2) Council Treasurer will bill each Cabinet Treasurer \$1.00 per member per club on 10 September for 1 Jul thru 31 Dec, and again on 10 March for 1 Jan thru 30 Jun.
 - 3) Billing will be based on LCI club membership roster as of 1 Aug. and 1 Feb. respectively.
 - 4) The District Cabinet may elect to exempt the student members of a campus club from these taxes.
- (b) New or Reorganized Clubs:
 - 1) After January 1 will pay the March billing.
 - 2) After April 13 will not pay for the remainder of the fiscal year.
 - 3) All dues collected from clubs in each district by the District Treasurer shall be forwarded by district check to the Council Treasurer.
- (c) Disposition of Revenue:
 - 1) The Council Treasurer will place \$1.00 in the State Projects Fund and \$1.00 in the International Officer Fund. Each fund shall be capped at \$40,000 and all dues and interest collected shall be placed in each fund even when one account exceeds \$40,000. Dues and interest will continue to be equally placed in each account until the end of the Lion current year (June 30).
 - 2) When at the end of the Lions year one account may exceed \$40,000 and the other may be less than \$40,000; excess funds in either account exceeding \$40,000 will

be transferred to the incoming Council to be budgeted in the State Revenue Fund. (Article XIII, State Convention Fund, Int. Convention Fund, and/or Adm. Fund.)

Section 3. **STATE PROJECTS FUND:**

(a) Fund Purpose. This fund shall be used to fund special activities, projects, promotions or programs, and provide a reserve to defray the cost of emergencies and unforeseen expenses. The Council Treasurer shall maintain separate records of this fund and place the fund in an interest bearing account insured by an agency of the US Government. The interest earned thereon shall become part of the fund.

(b) Expenditure Approval. This fund shall only be expended for specific purposes as approved by a majority vote of delegates present and voting at the State Convention. The Council may use funds to defray a deficit of unforeseen expenses in the State Revenue Fund budget pending approval at the next State Convention. Deficit shall be defrayed equally by districts if not approved.

(c) Proposing use of Funds: Proposal for use of the State Projects Fund shall originate in writing from any one of the following:

- 1) A Lions Club in good standing,
- 2) State Research and Long Range Planning Committee,
- 3) Council of Governors,
- 4) Constitution and Bylaws Committee.

Proposed use of this fund shall first be presented to the State Council no later than 1 February of the year in which the proposed use is to be presented to the State Convention. The Council shall put the proposal into proper form without changing the expressed intent of the originator, regardless of whether or not said Council supports the intent of the proposal. In the event similar proposals are received the Council may combine them provided the intent expressed is not changed.

The Council shall provide each Club a written notice of the proposal at least thirty days prior to the State Convention. Such notification may be accomplished by publishing the proposal in each Sub-District Newsletter. No action may be taken unless such notification has been given.

(d) Budget: A budget for this fund is not required until and unless some activity is anticipated requiring use of the funds.

Section 4. **INTERNATIONAL OFFICER FUND.**

(a) Fund Purpose. This fund shall be used exclusively for promoting and defraying the expenses of the candidate of any Tennessee Lion properly endorsed in accordance with the provisions of the Bylaws for the office of International Second Vice President or International Director, and for promoting the State of Tennessee during the years a Tennessee Lion is serving as an International Officer (Vice President, President, or Immediate past President) or International Director. This account shall not be used for any other purpose, and shall be expended only for budgeted items approved by the Council. The Council treasurer shall maintain separate records of this fund and shall place the fund in an interest bearing account insured by an agency of the US Government. The interest shall become part of the fund.

(b) Budget. The Council, or a special committee approved by the Council, shall prepare a preliminary budget, not to exceed anticipated funds in accordance with the Fund Purpose stated in Section 4 A, above. The budget will be presented at the annual Organization Meeting following State endorsement of the candidate. The Council shall not incur expenses in excess of the final approved budget.

Section 5. **SURPLUS:**

(a) Surplus or Deficit. Funds remaining in either fund (State Projects or International Officer) after payment of all approved expenses shall remain in said fund. In the event of actual expense of either fund exceeds the final budget the deficit shall be defrayed that fund surplus uncommitted to the final budget. In the event that fund is insufficient the deficit shall be defrayed equally by the Districts.

(b) Audit. The Council shall provide for an annual audit of the State Reserve Fund, or more frequently if necessary, by a competent auditor. The audit shall present the amount of funds received, expended or retained. A report shall be made at the first Multiple District meeting and next State Convention.

ARTICLE IX
State Communications

To provide for effective and timely communication and leadership with and among the Lions of Tennessee the following communication media shall be utilized:

Section 1. **STATE DIRECTORY:**

(a) **Contents**. The State Council shall cause to be published an annual State Directory which shall contain as a minimum:

- 1) An outline of each District organization showing the names, mailing address and telephone numbers of the District Officers.
- 2) A listing of the Lions Clubs in each District along with names, mailing addresses and telephone numbers of each Club President and Secretary and the meeting place and time of each Club.
- 3) A listing of all District and State Committee Chairmen along with their mailing addresses and telephone numbers.
- 4) The State Lion of the Year, the State Lion of the Decade and the State Club of the year for the previous year only.

(b) **Preparation and Distribution**. The State Directory shall be prepared under the supervision of the Council Chairman and by the State Council, which shall have the Directory reproduced for distribution as soon as possible, but in no case later than the close of the first District Governor's Cabinet Meeting held by a District 12 Governor. A minimum of one copy of the Directory shall be provided to each District Officer, District Committee Member, and President and Secretary of each club in the District.

(c) **Expenses**. Funding for the State Directory shall be provided from the State Administrative Fund.

Section 2. **WEBSITE**. The Multiple shall maintain an up to date, efficient and effective website to provide a resource for Legal, Informational, and Training documents as well as a location for historical information. The Council of Governors may appoint a Technology Coordinator to act as a liaison between the webmaster and Council to coordinate information maintained on the website.

Funding for the Website upkeep and maintenance shall be provided from the State Administrative Fund.

Section 3. **ELECTRONIC CONFERENCING.** Council should use, and encourage State Support Groups to use email, teleconferencing, and webinars as alternate means of communications. Funding for electronic conferencing shall be provided from the State Administrative Fund.

ARTICLE X Rules for Convention and Meeting Procedure

Section 1. **ORDER OF THE DAY.** The State Council shall arrange the Order of Business for the State Convention and the same shall be the order of the day for all sessions.

Section 2. **ROBERTS RULES OF ORDER.** Except as otherwise specifically provided in this Constitution and Bylaws, or in the Rules of Procedure adopted for a meeting, all questions of Order and Procedure in any District meeting or Convention, any meeting of the Council, a District Cabinet, Region, Zone or member Club or any group or committee of any one of them shall be determined by Robert's Rules of Order Newly Revised.

ARTICLE XI Tennessee Policy Manual

Section 1. **TENNESSEE POLICY MANUAL.** A document titled the Lions Clubs International Multiple District 12 Tennessee Policy Manual will be implemented to assist the Lions of Tennessee in the performance of their duties and responsibilities as outlined in The International Association of Lions Clubs Constitution and Bylaws and the Multiple District 12 Constitution and Bylaws. The Tennessee Policy Manual shall be in conformity with the latter two cited documents, but it may add supplemental instructions which are not in conflict with these two documents.

ARTICLE XII Fiscal Year

Section 1. **FISCAL YEAR.** The fiscal year of Multiple District 12 shall be from July 1st to June 30th.

ARTICLE XIII Amendments

Section 1. **VOTE REQUIREMENT.** These Bylaws may be amended only at the State Convention, by resolution reported by the Committee on Constitution and Bylaws and adopted by the affirmative vote of a majority of the delegates present in person, certified, and voting, unless otherwise specified herein.

Section 2. **PROCEDURE FOR PROPOSING AMENDMENTS.** Any proposed amendment shall: (a) Originate: In writing from any one of the following:

- 1) A Lions Club in good standing.
- 2) State Research and Long-Range Planning Committee.
- 3) Council of Governors.
- 4) Constitution and Bylaws Committee.

(b) Propose. Any proposed amendment shall first be presented to the Constitution and Bylaws Committee by February 1 of the year in which the amendment is to be presented to the State Convention.

(c) Preparation. The Constitution and Bylaws Committee shall put the proposed amendment into proper form without changing the expressed intent of the originator, regardless of whether or not the said Committee supports the intent of the proposed amendments. So as not to burden the State Convention with amendments, in the event essentially identical amendments, identical as to issue, have been presented to the State Convention for two consecutive years, the Constitution and Bylaws Committee shall have the authority to withhold a like amendment from being presented to the following two State Conventions.

(d) Notice. The State Council shall give to each Club in the State a written notice of proposed amendments and a copy thereof at least thirty (30) days in advance of the State Convention. Such notification may be accomplished by; publishing the proposed amendment(s) in each sub-district newsletter, emailing to each club president and secretary, or by regular mail. No amendment shall be reported or voted upon unless such notification has been given.

Section 3. **ALTERING AMENDMENTS**. Any proposed amendment to the Bylaws may be amended from the floor of the State Convention, provided such amendment is relevant to the proposed amendment to the Bylaws.

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. **SUMMARY OF ALTERING AMENDMENTS**: