

# **Lions Club Constitution And By-laws**

The Lions Club  
Of  
Essex Junction, Vermont  
Chartered By And Under The Jurisdiction Of  
The International Association Of Lions Clubs

Esse Junction Lions Club  
Constitution and By Laws

Constitution  
Lions Club Of Esse Junction, Incorporated

ARTICLE I  
NAME

As heretofore stated on page one of the Articles of Association.

ARTICLE II  
PURPOSE

Purposes and Objects as stated on page one of the Articles of Association.

ARTICLE III  
MEMBERSHIP

Section A. Any adult of good moral character and good standing in their community and who is engaged in a legitimate and recognized line of business or professional activity, shall be eligible to membership.

Section B. Membership shall be graded as Active, Privileged, Member-At-Large, Honorary, and Life.

Section C. Active members shall be proprietors, partners, corporate officers, managers or substantially interested in the business or profession which they represent.

Section D. Privileged members are members of the Club who have been Lions fifteen (15) years or more, who, because of illness or infirmities or advanced age or other legitimate reason in the opinion of the Board of Directors of the Club, have relinquished their active classification. Privileged members shall pay as dues only an amount equal to the per capita and convention fund of this Association, and such dues as the local Club may charge. They shall be entitled to all the privileges of membership except the right to hold active classification or to hold office in the Club, District, or Association.

Section E. The Board of Directors shall have the power, in its discretion, to elect to membership-at-large members of the Club who have moved from the community or members who, because of health or other legitimate reasons, are unable regularly to attend Club meetings. Each such classification is reviewable every six (6) months by the Board of Directors of the Club. A member-at-large has no voting rights but shall pay such dues as the Club may assess.

Section F. Honorary: Residents of the community who have performed outstanding services for it or the Lions Club, upon whom the Club may desire to confer special distinction. Clubs shall pay entrance fees and International and District dues on such members, who shall not be entitled

Esse Junction Lions Club  
Constitution and By Laws

to hold office in the Club, District or Association, nor to vote. The elections of members to this classification will be subject to the approval of the Board of Directors and shall be other than Active Lions.

Section G. Any member of the Club, who has maintained continuous active membership as a Lion for twenty-five (25) years or more and who has rendered outstanding service as a Lion to his Club, his community, or the Association, may become a Life member of the local club upon (1) recommendation by the Club, (2) the payment to the Association of \$200.00 by the Club in lieu of all future dues to the Association, and (3) approval by the International Board of Directors. Furthermore, any member of a club who has maintained a continuous active membership as a Lion for twenty (20) years or more, and who has served as a Director or Officer of Lions International, shall be qualified to become a Life member of the local club upon (1) recommendation of the Club, (2) the payment to the Association of \$200.00 by the Club in lieu of all future dues to the Association, and (3) approval by the International Board of Directors. Nothing herein shall prevent the local club from charging as much dues as it shall find proper in such cases, the application for such membership being contingent upon such local club having made satisfactory arrangements with such applicant regarding its local dues. A life member shall have all privileges of Active Membership.

Section H. Membership in this Lions Club shall be acquired by invitation only. Nominations shall be made on forms provided by the International Office, which shall be signed by a member in good standing who shall act as sponsor and be submitted to the membership chairman 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 and membership fee must be in the hands of the Secretary before the member may be officially inducted into the club or be reported to the Association as a club Member.

Section I. Reinstatement of Membership: Any member dropped from membership in this Club may be reinstated, within six (6) months from the date of termination of membership by a majority vote of the Board of Directors. In the event more than six(6) months have elapsed between such termination and reinstatement application, it will be necessary to come into the Club under the procedure set forth in Section H of this Article III.

Section J. Transfer Membership: This Club may grant membership on a transfer basis to one who has terminated or is terminating membership in another Lions Club, provided that (1) the application for transfer of membership is received by the Secretary of this Club within six (6) months following the date of termination of membership in former Club; (2) such termination was in good standing; and (3) the applicant provides a statement from the Secretary of the current or former Club, as the case may be, showing their record in such former Club, 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 may acquire membership in this Club only under the provisions of Section H. Of this Article III.

Esse Junction Lions Club  
Constitution and By Laws

Section K. This Club may admit to membership residents of the Town of Essex, non-residents whose business interests are in the Town of Essex, or any person eighteen (18) years or older of good moral character.

Section L. No person shall simultaneously hold membership, other than honorary, in more than one Lions Club or in any other service club of like character.

#### ARTICLE IV

#### FEES AND DUES

Section A. There shall be a membership fee in an amount approved by the Board of Directors for each new member of this Club, which fee shall be collected before proposed member is identified as a member of this club and before the Secretary shall be permitted to report the new member to Lions International.

Section B. The dues of this Club shall be in the amount voted in by the Board of Directors per year for each active, privileged or member-at-large payable as billed annually. (Lions International dues, magazine subscription, and Lions International Convention Fund Tax are included in these dues.)

Section C. Each honorary member, so elected, shall not be required to pay club dues, but in all cases, the Club shall pay out of its regular Administrative Funds the regular Lions International entrance fee, as well as the Lions International Convention fund.

Section D. Each Life member, elected to that status by the Club after application and qualifications have been approved and accepted by the Board of Directors of Lions International shall be required to pay such dues as the local club may prescribe. The local club, after the member has been qualified as a Life Member by the Board of Directors of this Association, shall not be billed for International dues, magazine subscription or Lions International Convention fund tax on such member.

Section E. This Club may, in the discretion of the Board of Directors, elect to waive its regular entrance fee for any former member of another Lions Club who is now eligible for membership in the Club; however, in addition to the payment of the regular club dues in effect at that time, such transfer member shall be required to pay the Club's transfer fee as established by the Board of Directors, out of which Lions International transfer fee shall be sent to Lions International with the report of the transfer. The Lions International transfer fee covers the cost of establishing the member's previous affiliation, actually making the transfer on the records and includes the member's Lions International per capita for the remainder of that semi-annual period, except in cases where the transferring member's dues are paid up in the member's former Club for the full semi-annual period in which the transfer of membership is made when no Lions International transfer fee is charged.

Esse Junction Lions Club  
Constitution and By Laws

Section F. The Club shall set aside the International annual dues of active, privileged, member-at-large, and honorary members. Dues shall be remitted to Lions International in accordance with the Constitution and By-laws of Lions International.

ARTICLE V

RESIGNATIONS

Resignation of any member shall become effective upon written notice to President or Secretary of the Club, provided all dues to date of resignation have been paid and the resignation is accepted by the Board of Directors.

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 formal demand has been made by the Secretary. The Board shall decide definitely within thirty (30) days thereafter whether the member shall be dropped or retained on the roster.

Section B. Any member may be expelled for cause from the Club by a three-fourths (3/4) vote of the entire Board of Directors.

Section C. The name of any member who shall be absent from four consecutive regular meeting of the Club, without acceptable cause being given to the attendance committee or the Secretary, shall be submitted to the Board of Directors in the same manner as outlined in Section A of this Article. (Honorary, Privileged and Members-at-Large excepted).

ARTICLE VII

OFFICERS AND DIRECTORS

Section A. The officers of this organization shall be a President, immediate Past President, First Vice President, Second Vice President, Third Vice President, Secretary, Treasurer, Lion Tamer and Tail Twister. Said officers shall be members of the Board of Directors, excepting the immediate Past President who shall vote only in case of a tie. The Board of Directors shall consist of up to seventeen (17) members in addition to said ex-officio member. The Secretary, Lion Tamer and Tail Twister shall be elected annually by the members. All other officers shall be elected annually by and from the Board of Directors. All directors shall serve for a term of three (3) years except said immediate Past President, the Secretary, Lion Tamer, Treasurer, and the Tail Twister, whose terms shall be for the period during which they shall serve as such officers. Of the remaining Directors, three shall be elected in each year to serve a three year

term. In the event one or more of said directors whose terms does not expire with the current fiscal year shall be elected to serve a secretary, Lion Tamer, Treasurer or Tail Twister, then the members may elect a Director to fill the vacancy.

Section B. A majority of the Directors shall constitute a quorum at any meeting of the Board.

## ARTICLE VIII

### ELECTIONS

Section A. The directors, the Secretary, the Lion Tamer, the Treasurer and the Tail Twister of this Club shall be elected as follows: A nomination meeting shall be held during March in each year, date and place of such meeting to be determined by the Board of Directors, and announced to each member of the Club by the Secretary, by mail, at least one (1) week prior to the time of holding such meeting.

Section B., The President shall appoint a nominating committee for the purpose of proposing the names of candidates for said club offices for presentation to the Club on the regular nomination day. At this meeting nominations for said offices to be filled in the succeeding year may also be made from the floor.

Section C. If in the interim between the nomination meeting and the election meeting some nominee is unable to serve the Club for the office to which he was nominated, whether through death, disability, or refusal to act, and for which office there was no other nominee, the President shall instruct the nominating committee to propose names of candidates for that office.

Section D. An election meeting shall be held following the nomination meeting in each year, date and place of such meeting to be determined by the Board of Directors and announced to each member of the Club by the Secretary, by mail, at least one week prior to the time of such meeting. Said announcement to include also notice of all nominations made at the preceding nomination meeting, with a statement that these nominations will be voted upon at this election meeting.

Section E. The election shall be by ballot by those present and qualified to vote; the persons receiving a majority of votes cast being declared elected. In case no election is had on the second ballot the candidate receiving the lowest number of votes on each succeeding ballot shall be dropped.

Section F. The President, First Vice President, Second Vice President, Third Vice President, and Treasurer shall be elected by and from the Board of Directors each year, and shall hold office for one (1) year or until their successors are elected and qualified.

## ARTICLE IX

### QUALIFICATIONS OF OFFICERS

Section A. No person shall be eligible to hold office or be appointed to a committee in this Club unless they are an active member in good standing.

Section B. No officer or director shall receive any compensation for any service rendered this organization unless approved by the Board of Directors.

## ARTICLE X

### DUTIES OF OFFICERS

Section A. The President shall be the Chief Executive Office of the Club. The President shall preside at all meetings and shall be Chairman of the Board of Directors. The President shall issue call for regular semi-monthly and special Board meetings. The President shall appoint the standing administrative and activities committees in accordance with the Lions International Club Standard Organization Plan, and shall act as an ex-officio member of each of these committees. The President shall see that these committees function and shall cooperate with the committee chairman toward that end.; The President shall call for regular committee reports. The President shall see that regular elections are held in accordance with International and local constitutions. The President shall also cooperate with and be an active member of the District Governor's Advisory Committee of the Zone in which his Club is located.

Section B. If for any reason the President is unable to perform his duties, the Vice-president next in rank shall occupy the President's position and perform the President's duties, having the same authority as the President.

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

To Lions International, as provided in the Lions International Constitution and By-laws, the Secretary shall submit:

(a) Regular monthly membership and activities reports to Lions International on blanks provided, showing:

1. Names and classifications of new members elected during the Preceding month.
2. Names of members resigned or dropped during the month, And changes in addresses or classifications.
3. Number of active members on last day of month.

Esse Junction Lions Club  
Constitution and By Laws

4. Date of each meeting of the Club held during the month, and percentage of attendance.
5. Copies of resolutions adopted.
6. Activities undertaken by the Club.

NOTE: The monthly reports should be submitted as soon as possible after the last meeting of each month and not later than the 5th of the next month to reach the International Office before 5:00 p.m. on the 10th.

7. Such other information and data concerning the activities of this Club as may be called for by the International Board of Directors of the Lions Association.

- (b) List of officers and committee chairmen required by Lions International.

To the District:

The Secretary shall keep in touch with the District Governor and submit such reports as may be required by the District Governor's organization, particularly a copy of the regular membership and activities reports. The Secretary shall also cooperate with and be an active member of the District Governor's Advisory Committee of the Zone in which the Club is located.

To the Club:

The Secretary shall keep the general club records, including minutes of Club and Board meetings, committee appointments, officers' list, list of members showing their classifications, addresses and telephone numbers. The Secretary shall report to the Lions International the names of all committee chairmen as soon as they are appointed by the President.

Section D. The Treasurer shall keep the members club accounts and a detailed report of Club receipts and disbursements. The Treasurer shall issue regular statements for dues, or other financial obligations to the Club and shall collect from members and others all moneys due the Club. The Treasurer shall deposit the same in a bank or banks recommended by the finance committee and approved by the Board of Directors in the name of the Club, and shall pay out money only on authority of the Board of Directors. All check and vouchers must be signed by the Treasurer. The Treasurer shall prepare and submit monthly financial reports to the Board of Directors, quarterly reports to the Club and five semi annual reports to Lions International. The Treasurer shall give bond for the faithful discharge of his/her duties in such sum and with such sureties thereon as may be required by the Board of Directors.

Esse Junction Lions Club  
Constitution and By Laws

Section E. The Vice-president succeed or substitute for the President or senior Vice-presidents in case of absence or vacancy, according to their order of office. They shall, under 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. The Immediate Past President and the other Past Presidents shall officially greet members and their guests at the meetings and shall represent the Club in welcoming all new business and professional men into the community.

Section G. The Lion Tamer shall be in charge of and responsible for Club's property and paraphernalia. Sees that flags, gong, gavel and button board are properly placed. Distributes bulletins, song books, favors and literature. Is sergeant-at-arms at meetings. Sees that those present at the meetings are properly seated.

Section H. The Tail Twister shall keep harmony, good fellowship, life and enthusiasm in the meeting. The Tail Twister shall collect fines from the members and there shall be no ruling from the decision in imposing a fine. The Tail Twister may not be fined except by unanimous vote of members present. No fine shall exceed twenty-five cents (.25) and no member shall be fined more than twice at any one meeting. The Tail Twister shall also promote fun and laughter at the meeting by the inauguration of appropriate stunts and games. All monies collected by the Tail Twister shall be immediately turned over to the Treasurer and a receipt taken therefor.

Section I. The duties of the Board of Directors shall be as follows:

(1) The Board of Directors shall constitute the Executive Board of the Club, and shall be responsible for the execution, through its officers, of the authorized policies of the Club. All new business of the Club shall first be considered and shaped by the Board of Directors for presentation to the Club members at a regular meeting.

(2) It shall authorize all expenditures and shall not create any indebtedness beyond the income of the Club, nor disburse funds for purposes nonessential to the objects of the Club.

(3) A majority vote of the Board of Directors shall govern, except where otherwise provided. The Board of Directors shall have the power to overrule or modify the action of any officer of the Club.

(4) It shall finally approve or reject, after due consideration of membership committee's report and recommendations, any nomination for membership before invitation is extended.

(5) It shall have the books and accounts audited annually or more often at its discretion.

(6) It shall determine the date and place of the annual nomination and election meetings and shall instruct the Secretary to issue the call for such meetings.

(7) It shall hold regular meetings, preferable semi-monthly.

(8) It shall hold special meetings, when called by the President of the Club or by written request of 5 members of the Club in good standing.

(9) It shall designate on recommendation of the Finance Committee, a bank or banks for the deposit of the funds of the Club.

(10) It shall approve the surety company in which the Secretary and Treasurer shall be bonded.

(11) It shall determine the compensation of any Club officer where it deems appropriate.

(12) It shall receive committee reports and recommendations, and shall submit to the Club in regular meeting the recommendations which it has approved effecting the administrative or activities policies of the Club.

(13) It shall determine the time and place of the regular Club meetings and shall have the authority to call any special meetings considered necessary.

(14) It shall name the delegates and alternates to the District and International Conventions.

Section J. The Past Presidents often serve, in the discretion of the Board of Directors, as a reception committee, as a visiting committee to contact members who are ill, and as the nominating committee of the Club. They also serve as Chairmen of special committees and substitute for regular committee chairmen as necessary. Past Presidents have referred to them questions requiring diplomacy and in which the Board of Directors do not wish to be involved. They are the official greeters of the Club.

## ARTICLE XI

### MEETINGS

Section A. This Club shall meet regularly, preferable semi-monthly, in the evening, time and place to be determined by the Board of Directors, and such meeting shall constitute the regular meeting of the Club. All meetings shall begin promptly and close promptly at the regularly set time, as adopted by the Board of Directors.

Section B. The regular meeting shall be devoted to the promotion of a closer fellowship through singing, a system of fines by the Tail Twister, individual discussion of community and business problems.

Section C. Special meetings may be called when considered necessary by the Board of Directors.

Esse Junction Lions Club  
Constitution and By Laws

Section D. An anniversary charter night meeting shall be held each year, at which time special attention should be devoted to the objects and ethics of Lionism

Section E. A nomination meeting shall be held in March of each year, time and place to be determined by the Board of Directors.

Section F. An election meeting shall be held each year, time and place to be determined by the Board of Directors, this meeting to constitute the annual meeting, at which time the final reports of the retiring officers shall be read.

Section G. An attendance of thirty-three and one-third percent (33-1/3%) of the members in good standing shall be necessary for a quorum at any meeting of this Club.

## ARTICLE XII

### EMBLEM

The emblem and colors of this 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 conventions 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 at least one delegate, and preferable its full quota of delegates, each year to the annual convention of the Association. NOTE: Each chartered club in good standing shall be entitled in any convention of this association to one delegate and one alternate for every twenty-five (25) or major fraction thereof, of its active members in good standing shown by the records of Lions International on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be thirteen (13) or more members.

Section B. Being fully cognizant of the fact that all district matters are presented and adopted at the district conventions, one to be held each year, this Club shall send its full quota of delegates to all district conventions. It shall also, if deemed advisable, pay the necessary expenses of such delegates attending such district convention. NOTE: Each chartered Club in good standing in the Association shall be entitled in the District Convention to one voting delegate and one alternate for each ten members of said Club or major fraction thereof, as shown by the records of Lions International on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be five (5) or more members.

## ARTICLE XIV

## HONORARY MAILING LIST

The names of the President and Secretary of the International Association of Lions Clubs and the District Governor shall be included on the mailing list of this Club.

## ARTICLE XV

### PARLIAMENTARY PRACTICES

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

## ARTICLE XVI

### AMENDMENTS

Section A. This Constitution may be amended at any regular business meeting of the Club at which there is a quorum, by a two thirds (2/3) vote of the members present, provided the Board has previously considered the merits of the amendment.

Section B. No amendment shall be put to vote, unless written notice shall have been mailed to each member of this Club at least one week previous to the meeting at which the amendment is to be voted on, said notice to state the proposed amendment.

First revision 1981 and reprint with all legally authorized changes and amendments added herein.

Esse Junction Lions Club  
Constitution and By Laws

Second revision 1990 and reprint with all legally authorized changes and amendments added herein.

BYLAWS

No. 1

This Club at no time shall endorse or recommend any candidate for political office, nor shall politics or political candidates be discussed at the meetings. Also, no religious discussions shall be tolerated at the meetings.

No. 2

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

No. 3

No funds shall be solicited from the 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 meetings of the Club calling for the expenditure of money shall be referred to the Finance Committee which acts in an advisory capacity in financial matters to the Board of Directors.

No. 4

Section A. The administrative, activities, and special committees shall be appointed by the President.

Section B. The President shall be ex-officio member of all committees.

Section C. All committees shall consist of a Chairman and as many members as shall be considered necessary by the President.

Section D. Each committee, through its Chairman, shall report either verbally or in writing each month to the Board of Directors.

Section E. All problems pertaining to either administrative or activities matters, shall be referred to the corresponding committee for resolution by them, as authorized by the Board of Directors.

Section F. The Secretary of the Club shall report to Lions International on forms provided, the names of Club advisors and committee chairman as required by Lions International.

No. 5

The Administrative and Activities Committees and their duties are as outlined by the Lions International Association.

No. 6

Esse Junction Lions Club  
Constitution and By Laws

These bylaws may be altered or amended at any regular business meeting of the Club by a majority vote of the members present provided the Board has previously considered the merits of the amendment. But no amendment shall be put to vote unless written notice shall have been mailed to each member at least one week previous to the meeting at which the amendment is to be voted on, and the proposed amendment stated in said notice.

No. 7

Any bylaw may be suspended at any meeting of the Club by the unanimous vote of all members present.

First revision 1981 and reprint with all legally authorized changes and amendments added herein.

Second revision 1990 and reprint with all legally authorized changes and amendments added herein.

Retyped into computer soft-version, no changes 3/25/2007 lkj/mej