



LIONS CLUBS INTERNATIONAL

DISTRICT 308-A2

CONSTITUTION AND BY-LAWS

(1st Amenedment on 28-10-2012)

(2nd Amendment on 27th April, 2013. Approved by ROS on 09th July 2013)

(3rd Amendment on 01st May 2016. Approved by ROS on 30th December 2016)

CONSTITUTION

ARTICLE I – NAME AND ADDRESS

1. This organization shall be known as;

KELAB LIONS ANTARABANGSA DAERAH 308-A2
(Lions Clubs International District 308-A2)
Sabah, Sarawak & W.P. Labuan

(hereinafter referred to as "District.").

2. The registered place of business and its postal correspondence address shall be 1st floor, Lot 25 New Township, Tenom 89908 Sabah , Malaysia.
3. The registered place of business and correspondence address shall not be changed without prior approval of the Registrar of Societies.

ARTICLE II – EMBLEM, SLOGAN AND COLOURS



Section 1: EMBLEM

The emblem and colors of the District shall be the same as the emblem and colors of the International Association of Lions Clubs or Lions Clubs International (hereinafter referred to as "the LCI").

The emblem consists of a letter 'L' on a circular blue field. Bordering this is a circular yellow area with two conventionalized lion profiles at either side facing away from the centre. The words 'LIONS' appears at the top and 'INTERNATIONAL' at the bottom. Symbolically, the lions face both past and future – proud of the past and confident of the future.

Section 2. SLOGAN

Its slogan shall be : “LIBERTY, INTELLIGENCE, OUR NATION’S SAFETY.”

Section 3. COLOURS

The colours of the District and of each chartered member club shall be purple and gold. The colour of gold symbolizes Sincerity of purpose, Liberty in Judgment, Purity in Life and generosity in mind, heart and purpose towards humanity. The colour of purple symbolizes peace, harmony and trust.

Section 4. MOTTO

The Motto of the District shall be: We Serve.

ARTICLE III – PURPOSES

To provide an administrative organization structure with which to advance the Purposes of LCI in the District.

The purposes shall be :

- (a) **TO ORGANIZE**, charter and supervise service clubs to be known as Lions clubs.
- (b) **TO COORDINATE** the activities and standardize the administration of Lions clubs.
- (c) **TO CREATE** and foster a spirit of understanding among the peoples of the world.
- (d) **TO PROMOTE** the principles of good government and good citizenship.
- (e) **TO TAKE** an active interest in the civic, cultural, social and moral welfare of the community.
- (f) **TO UNITE** the clubs in the bonds of friendship, good fellowship and mutual understanding.
- (g) **TO PROVIDE** a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.
- (h) **TO ENCOURAGE** service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.

ARTICLE IV – DISTRICT ORGANIZATION AND MEETINGS

Section 1. OFFICERS OF THE DISTRICT CABINET

The District Cabinet shall comprise of the following officers:-

- (a) District Governor
- (b) Immediate Past District Governor
- (c) First Vice District Governor
- (d) Second Vice District Governor
- (e) Cabinet Secretary
- (f) Cabinet Treasurer
- (g) Region Chairpersons
- (h) Zone Chairpersons ; and
- (i) District Chairpersons

And subject to the prevailing provisions of the Constitution and By Laws of LCI and the policy of the LCI Board of Directors. No salary shall be paid to any officer of the District.

Every Officer in the District Cabinet shall be Malaysian Citizens. Every Officer shall be eligible to hold office in the committee or governing body in the District. The application for exemption and approval from the Registrar of Societies, Malaysia shall be required for any non- Malaysian Citizen who has the intention to run for the office of Second Vice District Governor, First Vice District Governor and District Governor PROVIDED THAT the written approval from the Registrar of Societies , Malaysia shall first been obtained at least ten (10) days prior to the day of the convention.

For any non- Malaysian who has the intention to hold any District Cabinet post must have the written approval from Registrar Of Societies, Malaysia prior to the appointment.

Each such officer shall be a member in good standing of a Lions club in good standing in the District.

Section 2. ELECTION OF THE DISTRICT GOVERNOR, FIRST VICE DISTRICT GOVERNOR AND SECOND VICE DISTRICT GOVERNOR

The District Governor, the First Vice District Governor and the Second Vice District Governor, shall be elected at the Annual Convention of the District. In the event a vacancy occurs in the office of the District Governor for any reason whatsoever, the provisions of the Constitution and By Laws of LCI shall apply.

Section 3. APPOINTMENT OF OTHER CABINET OFFICERS

The District Governor shall appoint, by the time he/she takes office, a Cabinet Secretary and a Cabinet Treasurer, one Region Chairperson for each Region (if the position is utilized during the District Governor's term), one Zone Chairperson for each Zone in the District and such other District Chairpersons, as he/she deems necessary and appropriate for the efficient operations of the District. Each such officer shall be a member in good standing and shall have served as a President of a Lions Club in good standing in the District.

Section 4. REMOVAL.

Members of the District Cabinet other than the District Governor, First Vice District Governor and Second Vice District Governor may be removed from office for cause by the affirmative vote of the two-thirds (2/3) of the entire number of the District Cabinet Officer.

Section 5 DISTRICT CABINET MEETINGS

- (a) **Regular.** A regular meeting of the District Cabinet shall be held in each quarter of the fiscal year, with the first of which to be held within thirty (30) days after the adjournment of the preceding International Convention. Ten (10) days written notice of meetings setting forth a date, time and place determined by the District Governor shall be given by mail, facsimile or electronic means to each member of the Cabinet by the Cabinet Secretary.
- (b) **Special.** Special Meetings of the Cabinet may be called by the District Governor at his/her discretion, and shall be called upon written request made to the District Governor or the Cabinet Secretary by a Majority of the Members of the Cabinet. No fewer than five (5) nor more than twenty (20) days written (including letters, electronic mail, facsimile transmission, or cable) notice of special meetings, setting forth the purposes and a date, time and place determined by the District Governor, shall be given to each member by the Cabinet Secretary.
- (c) **Quorum and Vote.** The attendance of one-third (1/3) of District Cabinet Officers shall constitute a quorum for any Cabinet Meeting. Each member of the Cabinet shall have one (1) vote and must exercise such vote in person.
- (d) **Alternative Meeting Formats.** Regular and/or Special meetings of the District Cabinet may be held through the use of alternative meeting formats, such as teleconference and/or web conference as determined by the District Governor.
- (e) **Business Transacted By Mail.** The District Cabinet 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 District Cabinet. Such action may be

initiated by the District Governor or any three (3) Officers of the District Cabinet.

Section 6 REGIONS AND ZONES

- (a) **Organizational Divisions.** The District Governor shall divide the District into Regions of no more than sixteen (16) and no less than eight (8) Lions Clubs, and each such Region into Zones of no more than eight (8) and no less than four (4) Lions Clubs, giving due regard to the geographical locations of the clubs. All such Regions and Zones shall be subject to change by the District Governor, when in his/her sole discretion, he/she shall deem the same necessary to the best interests of the District.

ARTICLE V- MEMBERSHIP

Section 1 . MEMBER CLUBS

The members of the District shall be all Lions Clubs in the District chartered by LCI. The boundary lines of this District 308-A2 shall cover, the East Malaysian States of Sabah and Sarawak, and the Federal Territory of Labuan.

Section 2 AFFILIATE MEMBER CLUB

This status is conferred to Lions Clubs in Brunei Darussalam or any other Lions Clubs not within Sabah and Sarawak and the Federal Territory of Labuan approved by LCI . An Affiliate Member Club shall have the same rights and privileges as in any other Lions club in the District and shall be eligible to vote on the District matters at the District Convention where the voting member is present in person and may represent his/her club as a Delegate at Multiple District 308 (hereinafter refer to as "MD308") or the LCI Convention.

A Club member from the Affiliate Member Club who is a non-Malaysian shall be eligible to hold District Cabinet post with prior written approval from the Registrar of Societies, Malaysia.

An Affiliate Member Club shall be required to pay District, Multiple District and such dues as the District 308-A2 may charge.

Section 3 REGISTRATION

All Lions Clubs in the District with the exception of the affiliated member club shall be registered with the Registrar of Societies, Malaysia.

Section 4 RIGHTS AND PRIVILEGES

A member Club including the affiliate member club shall be entitled to all rights and privileges and subject to all obligations which membership in the District confers and implies. Such rights shall include eligibility to attend, participate and vote at the Annual Convention, Annual General Meeting and Special Convention.

Section 5 PROCEDURE

All Lions Clubs chartered by LCI and located within the boundary of the District and the affiliate member club, shall be the members of the District and shall abide by the District's Constitution and By-Laws and with the exception of the affiliated member club, all Lions Club shall apply for registration with the Registrar of Societies of Malaysia.

ARTICLE VI- CESSATION OF MEMBERSHIP

A Member Club and Affiliate Member Club shall cease to be a member of the District if:-

- (a) Its charter has been revoked by LCI; or
- (b) Its registration is revoked by Registrar Of Societies, Malaysia, if applicable.

ARTICLE VII – DISTRICT CONVENTION

Section 1. TIME AND PLACE

An Annual Convention of the District shall be held in each year to conclude no less than thirty (30) day prior to the convening of the International Convention at a place selected by a previous Annual Convention of the District and at a date and time fixed by the District Governor. A meeting of the registered delegates of the District in attendance at the Annual Convention of the MD308, of which the District is affiliated shall be a part and may also constitute the Annual Convention of this District.

Section 1.2 SPECIAL CONVENTION

A special Convention of the clubs of the District may be called by a two-thirds (2/3) vote of the District Cabinet at such time and place as they shall determine; provided that such Special Convention shall conclude no less than thirty (30) days prior to the convening date of the International Convention and that such Special Convention shall not be convened for the election of the District Governor, First vice District Governor or second vice District Governor. Written notice of the Special Convention setting forth the time, place and purpose thereof, shall be provided to each club in the District by the District

Cabinet Secretary, no less than thirty (30) days prior to the convening date of the Special Convention.

The Quorum for a Special Convention shall be made up in accordance to the provision of convening Annual Convention of the District as stipulated herein.

Section 2. ANNUAL GENERAL MEETING

The Annual General Meeting of the District must be held not later than 15 May following the close of the fiscal year. However, the Annual Convention of the District is deemed as the Annual General Meeting of the District.

Section 3. CLUB DELEGATE FORMULA

- (a) Each Chartered Club in good standing in LCI and the District shall be entitled in each Annual Convention of the District to one (1) Delegate and one (1) Alternate for each ten (10) members, who have been enrolled for at least one year and a day in the Club or major fraction thereof, of said club as shown by the records of the International Office on the first day of the month last preceding that month during which the convention is held. The major fraction referred to in this section shall be five (5) or more members.
- (b) Each Certified Delegate present in person shall be entitled to cast one (1) vote of his/her choice for each office to be filled by, and one (1) vote of his/her choice on each question / issue submitted to the Convention. All eligible delegates must be members in good standing of a club in good standing in the district.
- (c) Delinquent dues may be paid and good standing acquired up to fifteen (15) days prior to the close of Credential Certification, as such closing time shall be established by the Rules of the Convention.
- (d) Proxy voting is strictly prohibited.

Section 4. QUORUM AT ANNUAL / SPECIAL CONVENTION

The supreme authority of the District is vested in an Annual/Special Convention of the member clubs. The attendance in person of a Majority of the Registered Delegates at the opening session of the convention shall constitute a quorum and this quorum shall be valid for subsequent adjourned session of the same convention. In the event there being no quorum at each session of the Convention, the Convention shall be adjourned for half an hour and should the number then present be insufficient to form a quorum, those present shall be considered a quorum but they shall have no power to amend any of the existing rules of the Constitution.

Section 5. RESOLUTIONS

Any proposed resolution affecting the District administration and operations maybe moved by District Cabinet or by a Club in good standing. Notice of the proposed resolution by the Club shall be furnished to District Governor at least ninety (90) days prior to the date of the District Convention. Thereafter, the resolution shall be tabled at the District Convention after the approval of the District Cabinet.

No resolution affecting the District administration and operations shall be so reported or voted upon unless the same have been approved by the District Cabinet and have furnished in writing by mail, facsimile, or by electronic means to each Club no less than thirty (30) days prior to the convening date of the Annual Convention and/or Special Convention with Notice that the same will be voted upon at the said Convention.

Unless otherwise specified herein, the affirmative vote of a Majority of the Delegates voting on any question / issue shall be the act of the convention.

ARTICLE VIII – AMENDMENTS

Section 1. AMENDING PROCEDURE

This Constitution may be amended only at a District Convention (Annual/Special) , by resolution reported by the Constitution and By-Laws Committee and adopted by the affirmative vote of two- thirds (2/3) of the votes cast by delegates at District Convention (Annual/Special).

Section 2. BY WHOM

Any proposed amendment to this Constitution may be moved by the District Cabinet or by a Club in good standing in which case the proposed amendment shall be in a form of a resolution adopted by District Cabinet or by the Club’s Board of Directors.

Notice of the proposed amendment to this Constitution by the Club shall be furnished in writing to the District Governor at least ninety (90) days prior to the date of the District Convention. Thereafter the resolution shall be tabled at the District Convention after the approval of the District Cabinet as stated under Section 3 below.

Section 3. NOTICE

No amendment shall be so reported or voted upon unless the same shall have been approved by the District Cabinet and have been furnished in writing by mail, facsimile or by electronic means to each club no less than thirty (30) days prior to the convening date of the Annual Convention and/or Special Convention with notice that the same will be voted upon at the said Convention. All approved amendments to

the Constitution in the said Convention shall be forwarded to the Registrar of Societies within 60 days of being passed by the-said Convention.

Section 4. EFFECTIVE DATE

Each amendment shall take effect from the date of approval by the Registrar of Societies of Malaysia.

BY-LAWS

ARTICLE I – DISTRICT CONVENTION

A meeting of the Registered Delegates of the District in attendance at the Annual Convention of the Multiple District, of which the District is a part, may constitute the Annual Convention of the District. If the District elects to hold its District Convention on a different date and at a different venue, the following conditions shall apply:

Section 1. CONVENTION SITE SELECTION

Where the District elects to hold its Annual District Convention on a date and at a venue different from the Annual Convention of the Multiple District, the District Governor shall invite bids in writing from Clubs desiring to host the succeeding year(s) Annual Convention. All invitations shall set forth such information as the District Governor shall from time to time require and shall be delivered to him/her no later than sixty (60) days prior to the convening date of the Convention at which they are to be voted upon. Procedure to be followed in investigation of bids and in presentation of the same to the Convention, as well as action to be taken by the Convention in the event no bids are acceptable to, or so received by the District Governor, shall be determined by the District Governor.

Section 2. SITE CHANGE

The District Governor, after consulting the District Cabinet, shall retain, and have, power to change at any time, for good reason, the Convention site chosen by a previous District Convention, provided that the Convention site shall be located within the District and neither the District Governor nor the District nor any member of the District Cabinet, shall incur any liability thereby to any club or club member in the District or to any other party. Notice of this site change shall be furnished in writing to each Club in the District no less than thirty (30) days prior to the convening date of the Annual District Convention

Section 3. OFFICERS

The members of the District Cabinet shall be the Officers of the Annual District Convention.

Section 4. SERGEANT – AT- ARMS

A Convention Sergeant-at-Arms and such Assistant Sergeant-at-Arms as deemed necessary shall be appointed by the District Governor.

Section 5. OFFICIAL REPORT

Within fifteen(15) days after the close of the District Convention, the Cabinet Secretary shall transmit one copy of the complete proceedings to the International Office. Upon written request from any Club in the District a copy shall be furnished to the said Club.

Section 6. CREDENTIALS COMMITTEE

The Credentials Committee of the District Convention shall be composed of the District Governor as Chairperson, the Cabinet Secretary, Cabinet Treasurer and two other non- officers of the District appointed by the District Governor, each of whom shall be a member in good standing of a different Lions Club in good standing in the District, and shall not through the duration of the appointment hold any District or International Office either by election or appointment. The Credentials Committee shall have the powers to perform the duties set forth in Robert's Rules Of Order, newly revised. It shall be the duty of the Credentials Committee to certify the validity of the credentials of the voting delegates, to compile statistics and report the same to the convention when call upon.

Section 7. ANNUAL DISTRICT CONVENTION

(a) ORDER OF CONVENTION BUSINESS

The District Governor shall arrange the Order of Business for the District Convention, and the same shall be the order of the day for all sessions.

(b) AGENDA OF ANNUAL DISTRICT CONVENTION

The agenda of the annual convention shall include the following:

- Convention called to Order
- Establish of Quorum
- Recognition of Lion Dignitaries
- Address by District Governor
- Report by Credentials Committee
- Report by Rules of Procedure Committee and adoption of the Rules of Procedure

- Confirmation of minutes of the last Annual Convention
- Matters arising from the minutes of the last Annual Convention
- Receive Annual Report of the previous fiscal year
- Adoption of District accounts of the previous fiscal year
- Receive the Interim Report for the current fiscal year
- Appointment of Auditors
- Receive Report of the District Foundation
- Adoption of audited accounts of District Foundation for the previous fiscal year
- Nomination/election of Trustees for the District Foundation
- Report of Constitution & By Laws Committee
- Consideration and adoption of amendments to Constitution & By Laws for which due notice has been given
- Report of Nomination Committee
- Report of Election Committee
- Report of Resolution Committee
- Consideration and adoption of Resolutions for which due notice has been given
- Meet the Candidates for District Governor, First Vice District Governor and Second Vice District Governor
- Election of the District Governor, First Vice District Governor and Second Vice District Governor
- Closing remarks by District Governor
- Adjournment

Section 8. DISTRICT CONVENTION COMMITTEES

The District Governor shall appoint before the Annual Convention of the District the following District Convention Committees (and designate a Chairperson of each committee): Resolutions, Elections, Nomination, Constitution and By- Laws, and Rules of Procedures of the Convention. If required, each of the above Committees shall consist of not less than three (3) and no more than five (5) members who shall each be a member in good standing of a different Lions Club in good standing within the District. These Committees shall perform such duties, as the District Governor shall designate.

Section 9. VOTING RIGHTS OF PRESENT AND PAST OFFICERS OF LIONS CLUBS INTERNATIONAL

Every Past and Present Officer of LCI in good standing of a Club in the District shall be entitled to full delegate privileges at each District Convention. They may elect instead to represent their Clubs. In such event they shall be permitted to cast only one vote on any issue.

Section 10. OFFICIAL CALL.

The District Governor shall issue an official printed call by printed or electronic means to all Clubs for the Annual District Convention not less than sixty (60) days prior to the date fixed for holding the same, stating the place, day and hour thereof.

ARTICLE II –DISTRICT NOMINATIONS, ELECTIONS AND APPOINTMENTS

Section 1. NOMINATION COMMITTEE

Each District Governor shall appoint by written notification received at least sixty (60) days prior to the District Convention, a Nomination Committee of not less than three (3) and no more than five (5) members , each of whom shall be a member in good standing of a different Member Club in good standing in the District, and shall not at the time through the duration of their appointment hold any District Cabinet or International Office either by election or appointment.

Section 2. DISTRICT GOVERNOR ELECTION PROCEDURES

- (a) A candidate for the office of District Governor shall:
- (i) Be an active member in good standing of a chartered Lions club in good standing in the District.
 - (ii) Secure the endorsement of his/her club or a majority of the clubs in the District.
 - (iii) Currently be serving as the First Vice District Governor in the District.
 - (iv) Only in the event the current First Vice District Governor does not stand for election as District Governor, or if a vacancy in the position of First Vice District Governor exists at the time of the District Convention, any Club member who fulfills the qualifications for the office of Second Vice District Governor as set forth in these By-Laws or Constitution and who is currently serving or who has served one (1) additional year as a member of the District Cabinet, shall fulfill the requirements of subsection (iii) of this sub section.

- (v) For non-Malaysian Citizen, the condition as stated in Article IV, Section 1 of the Constitution shall first be complied with.

- (b) Any qualified member of a Club in the District seeking the office of District Governor shall file his/her intention to do so in writing with the Nominating Committee after the date of the Convention call and at least fifteen (15) days prior to the day of the Convention, and shall furnish evidence of his/her compliance with the qualifications for the said office as set out in sub section (a) and the International Constitution and By-Laws. The Nominating Committee shall place in the nomination at the District Convention the name(s) of all candidate(s) so qualified. If none are so received and/or so qualified, then, but then only, nominations for the office may be made from the floor. Any candidate nominated from the floor shall fulfill the qualifications for the office of First Vice District Governor. A candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.

- (c) The District Governor shall serve a term of office of one year, which term shall begin with the close of the International Convention held in the year of their election and end at the close of the next International Convention and no District Governor may succeed himself or herself in office. The results of each District Governor election shall be reported to the International Office by the current District Governor and/or the International Staff Representative.

Section 3. FIRST VICE DISTRICT GOVERNOR ELECTION PROCEDURES

- (a) A candidate for the office of First Vice District Governor shall:
 - (i) Be an active member in good standing of a chartered Lions club in good standing in the District.
 - (ii) Secure the endorsement of his/her club or a majority of the clubs in the District.
 - (iii) Currently be serving as the Second Vice District Governor in the District from which he/she is to be elected.
 - (iv) In the event the current Second Vice District Governor does not stand for election as First Vice District Governor, or if a vacancy in the position of Second Vice District Governor exists at the time of the District Convention, any club member who fulfills the qualifications for the office of Second Vice District Governor as set forth in these By-Laws or Constitution shall fulfill the requirements of subsection (iii) of this section.
 - (v) For non-Malaysian Citizen, the condition as stated in Article IV, Section 1 of the Constitution shall first be complied with.

- (b) Any qualified member of a Club in the District seeking the office of the First Vice District Governor shall file his/her intention to so run in writing with the Nominating Committee after the date of the convention call and at least fifteen (15) days prior to the day of the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in subsection (a) and in International Constitution and By-Laws. The Nominating Committee shall place in the nomination at the District Convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations of any qualified member for the office may be made from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.
- (c) The First Vice District Governor shall serve a term of office of one year, which term shall begin with the close of the International Convention of the District held in the year of their election and end at the close of the next Convention of the District, and no First Vice District Governor may succeed himself or herself in office. The result of each First Vice District Governor Election shall be reported to the International Office by current District Governor and/or International Staff Representative.

Section 4 SECOND VICE DISTRICT GOVERNOR ELECTION PROCEDURES

- (a) A candidate for the office of Second Vice District Governor shall:
- (i) Be an active member in good standing of a chartered Lions Club in good standing in the District.
 - (ii) Secure the endorsement of his/her club or a majority of the Clubs in the District.
 - (iii) Has served as President of a Lions Club for a full term or major portion thereof, and a member of the Board of Directors of a Lions Club for no less than two (2) additional years;
 - (iv) Has served as Zone Chairperson or Region Chairperson or Cabinet Secretary and/or Treasurer, and one (1) additional year as member of the District Cabinet.
 - (v) With none of the above being accomplished concurrently.
 - (vi) For non-Malaysian Citizen, the condition as stated in Article IV, Section 1 of the Constitution shall first be complied with.

- (b) Any qualified member of a Club in the District seeking the office of the Second Vice District Governor shall file his/her intention to so run in writing with the Nominating Committee after the date of the convention call and at least fifteen (15) days prior to the day of the convention, and furnish evidence of his/her compliance with the qualifications for said office set out in subsection (a) and in International Constitution and By-Laws. The Nominating Committee shall place in the nomination at the District Convention the names of all candidates so qualified. If none are so received and/or so qualified, then, but then only, nominations of any qualified member for the office may be made from the floor. Each candidate shall be allowed one nominating speech of no more than five (5) minutes duration, and one seconding speech of no more than three (3) minutes duration.
- (c) The Second Vice District Governor shall serve a term of office of one year, which term shall begin with the close of the International Convention of the Association held in the year of their election and end at the close of the next Convention of the District and no Second Vice District Governor may succeed himself or herself in office. The result of each Second Vice District Governor Election shall be reported to the International Office by the respective current District Governor and/or International Staff Representative.

Section 5 BALLOT AND A TIE VOTE

- (a) The District Governor, First Vice District Governor and Second Vice District Governor election shall be by secret written ballot, with the District Governor, First Vice District Governor and Second Vice District Governor candidate or candidates required to secure a majority of the votes cast by the delegates present and voting in order to be declared elected; for the purpose of such election, a majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions.
- (b) If, on the first ballot, and subsequent ballots, no candidate receives a majority, the candidate or tied candidates receiving the lowest number of votes shall be eliminated and balloting shall continue until one candidate receives a majority. In case of a tie on any ballot, balloting shall continue on the tied candidates until one is elected.

Section 6 DISTRICT GOVERNOR VACANCY

- (a) In the event a vacancy arises in the office of District Governor, it shall be the duty of the Immediate Past District Governor, or if not available, the most recent Past District Governor who is available, upon notification from the International Office, to convene a meeting of the Immediate Past District Governor, First and Second Vice District Governors, Region Chairpersons, Zone Chairpersons and the Secretary and Treasurer and all Past International Presidents, Past International Directors and Past District Governors who are members in good standing of a

chartered Lions club in good standing within the District for the purpose of recommending a Lion for appointment by the International Board of Directors.

- (b) Written invitations to this meeting shall be sent as soon as possible so that the meeting is held within the required fifteen (15) days of receipt of notification. The Immediate Past District Governor, as the meeting's chairperson, shall have the authority to select the meeting site, date and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time within the required fifteen (15) days.
- (c) The chairperson shall maintain a written attendance roster.
- (d). Each Lion who is entitled to attend the meeting may make one nomination of his/her choice from the floor. In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of District Governor, he/she must fulfill the criteria as provided under Article II Section 3 and 4.
- (e). Each such nominee shall be entitled to one seconding speech, only, in his/her behalf of not more than three (3) minutes in duration, and may speak personally for five (5) additional minutes. When each nominee has had an opportunity to present his/her remarks, the Chairperson shall declare the nominations closed. No additional nominations shall be accepted after the close of nominations.
- (f) Voting will occur immediately after the close of nominations, and shall be by written ballot . The member shall indicate his/her vote by writing the name of his/her choice on the ballot. Any ballot containing votes for more than one nominee shall be declared invalid. A majority vote shall be necessary to recommend a member for appointment as District Governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place until such time as one candidate secures a simple majority vote.
- (g) At the conclusion of the meeting, but in no event more than seven (7) days after the conclusion of the meeting, the Chairperson will forward a written report of the voting results to the International Office together with evidence of invitations sent and attendance at the meeting.
- (h) The International Board of Directors, pursuant to the International By-Laws shall consider, but is not bound by, any recommendation resolved at the Special Meeting. The International Board of Directors reserves the right to appoint the recommended or any Club member as District Governor for the remainder of the term / term.

Section 7 FIRST OR SECOND VICE DISTRICT GOVERNOR AND OTHER VACANCIES

- (a) Any vacancy in office except that of District Governor and First and Second Vice District Governor shall be filled by appointment from the District Governor for the un-expired term
- (b) In the event a vacancy arises in the office of First or Second Vice District Governor, shall convene a special meeting comprising the First or Second Vice District Governors, as the case may be, the Region Chairpersons, Zone Chairpersons and the Secretary and Treasurer and all Past International Presidents, Past International Directors and Past District Governors who are members in good standing of a chartered Lions Club in good standing in the District. It shall be the duty of the attendees at this meeting to elect a qualified Club member as First or Second Vice District Governor for the remainder of the term.
- (c) In filling said vacancy, it shall be the duty of the District Governor, or if not available, the Chairperson, to send out written invitations to attend said meeting and it shall also be his/her responsibility to preside as Chairperson of the meeting. The District Governor, as the meeting's Chairperson, shall have the authority to select the meeting site, date and time. However, he/she shall use his/her best efforts to select a centrally located meeting venue, and schedule the meeting at a convenient date and time.
- (d) The District Governor shall maintain a written attendance roster.
- (e) Each Lion who is entitled to attend the meeting may make one nomination of his/her choice from the floor. In order for a Lion to be eligible and qualified to be selected to fill a vacancy in the office of First or Second Vice District Governor, he/she must fulfill the criteria as provided under Article II Section 3 and 4.
- (f) Each such nominee shall be entitled to one seconding speech, only, in his/her behalf of not more than three (3) minutes in duration, and may speak personally for five (5) additional minutes. When each nominee has had an opportunity to present his/her remarks, the chairperson shall declare the nominations closed. No additional nominations shall be accepted after the close of nominations.
- (g) Voting will occur immediately after the close of nominations. Voting will be by written ballot .
- (h) The member shall indicate his/her vote by writing the name of his/her choice on the ballot. Any ballot containing votes for more than one nominee shall be declared invalid.
- (i) A majority vote shall be necessary to recommend a member for appointment as First or Second Vice District Governor. In the event any one candidate shall fail to receive the required number of votes to be selected, additional balloting shall take place until such time as one candidate secures a simple majority vote.

- (j) At the conclusion of the meeting, but in no event more than seven (7) days after the conclusion of the meeting, the Chairperson will forward a written report of the voting results to the International Office together with evidence of invitations sent and attendance at the meeting.

Section 8 CABINET SECRETARY/CABINET TREASURER/REGION/ZONE
CHAIRPERSON QUALIFICATION

- (a) Each Cabinet Secretary , Cabinet Treasurer, Region Chairperson and Zone Chairperson shall:
 - (i) Be an active member in good standing in his/her Lion Club ; and
 - (ii) Has served or will have served at the time of taking office as Cabinet Secretary / Cabinet Treasurer / Region Chairperson / Zone Chairperson as President of a Lions club for a full term or major portion thereof, and a member of the Board of Directors of a Lions Club for no less than two (2) additional years.

Section 9 DISTRICT CHAIRPERSON QUALIFICATION

- (a) Each District Chairperson shall:
 - (i) Be an active member in good standing in his/her Lion Club ; and
 - (ii) Has served or will have served at the time of taking office as District Chairperson as President of a Lions club for a full term or major portion thereof,

Section 10 CABINET SECRETARY / CABINET TREASURER / REGION
CHAIRPERSON / ZONE CHAIRPERSON / DISTRICT CHAIRPERSON
VACANCY

- (a) In the event the Cabinet Secretary, Cabinet Treasurer , Region Chairperson , Zone Chairperson or District Chairperson for any reason cannot perform the duties of his/her office, or in the event the office is for any reason vacated, the District Governor shall appoint a successor to serve for the un-expired term.
- (b) If any Cabinet Secretary, Cabinet Treasurer , Region Chairperson , Zone Chairperson or District Chairperson shall cease to be a member of a club in the Region or Zone, as the case may be, to which he/she was appointed, his/her term of office shall thereon cease and the District Governor shall appoint a successor to fill the said office, provided, however, the District Governor, in his/her discretion may determine not to use the position for the remainder of the term.

ARTICLE III – DUTIES OF DISTRICT OFFICERS/CABINET

Section 1. DISTRICT GOVERNOR

As an international officer of the District, and under the general supervision of the International Board of Directors, he/she shall represent the LCI in his/her District. In addition, he/she shall be the chief administrative officer in his/her District and shall have direct supervision over the First and Second Vice District Governor, Region Chairpersons, the Zone Chairpersons, District Chairpersons, the Cabinet Secretary and Cabinet Treasurer and such other cabinet members as may be provided for in the District Constitution and By-Laws. His/her specific responsibilities shall be to:

- (a) Further the purposes of the District,
- (b) Administer and promote membership growth and new club development.
- (c) Administer and promote leadership development at the club and district levels
- (d) Promote the Lions Clubs International Foundation and all service activities of LCI;
- (e) Preside, when present, over the district convention, and cabinet and other district meetings. During any period he/she is unable to so preside, the Presiding Officer at any such meeting shall be the First or Second Vice District Governor, but if he/she is not available, the District Officer chosen by the attending members shall preside.
- (f) Ensure that each Lions club in the District be visited by the District Governor or other District Officer once every year to facilitate successful administration of the Club, and that the visiting Officer submit a visitation report to the International Headquarters for each visit.
- (g) Promote harmony among the chartered Lions Clubs.
- (h) Endeavor to visit each club at least once during his/her term of office.
- (i) Exercise such supervision and authority over Cabinet Officers and District Committee appointees as is provided in the District Constitution.
- (j) Submit a current income and expenditure account and balance sheet to the District Convention or Annual Meeting of the District at a Multiple District Convention.
- (k) Report to LCI all known violations of the use of LCI's name and emblem.
- (l) Appointment of Chairpersons to the District Cabinet Committee.
- (m) Perform such other functions as required by the International Board of Directors
- (n) 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 District to his/her successor in office, and
- (o) Perform such other functions and acts as shall be required of him/her by LCI through the District Governor's manual and other directives

Section 2. FIRST VICE DISTRICT GOVERNOR

The First Vice District Governor, subject to the supervision and direction of the District Governor, shall be chief administrative assistant to the District Governor. His/her specific responsibilities shall be to:

- (a) Further the purposes of the District,
- (b) Take an active role in membership growth, extension of new Clubs, and ensuring existing Club success within the District.
- (c) Work with the District Governor, Second Vice District Governor, leadership and membership team to develop and implement a district-wide plan for leadership and membership development.
- (d) Familiarize himself/herself with the duties of the District Governor so that, in the event of a vacancy in the offices of District Governor , he/she would be better prepared to assume the duties and responsibilities of said offices as the acting District Governor until the vacancies are filled according to these by-laws and rules of procedure adopted by the International Board of Directors.
- (e) Perform such administrative duties as may be assigned by the District Governor.
- (f) Perform such other functions and acts as may be required for him/her by the International Board of Directors
- (g) Participate in all Cabinet Meetings and conduct all meetings in the absence of the District Governor
- (h) Participate in Council Of Governors meetings as appropriate.
- (i) Participate in the preparation of the District budget;
- (j) Assist the District Governor in the review of the strengths and weaknesses of the Clubs in the District, identifying the existing and potential weak clubs and establishing plans to strengthen them;
- (k) Conduct club visitation as the representative of the District Governor when requested by the District Governor;
- (l) At the request of the District Governor, supervise appropriate District Committees and participate in the review of the strengths and weaknesses of the District.

Section 3 SECOND VICE DISTRICT GOVERNOR

The Second Vice District Governor is subject to the supervision and direction of the District Governor. His/her specific responsibilities shall be to:

- (a) Further the purposes of the District.

- (b) Actively participate and inspire other District Officers to administer and promote effective leadership development.
- (c) Work with the District Governor, First Vice District Governor, leadership and membership team to develop and implement a district-wide plan for leadership and membership development
- (d) Perform such duties as assigned by the District Governor.
- (e) Perform such other functions and acts as may be required for him/her by the International Board of Directors
- (f) Participate in the cabinet meetings, and conduct meetings in the absence of the District Governor, and the First Vice District Governor, and participate in Council meetings as appropriate;
- (g) Familiarize himself/herself with the health and status of the clubs in the District, and assist the District Governor and the First Vice District Governor in identifying and strengthening the existing and potential weak Clubs;
- (h) Conduct club visitation, as the representative of the District Governor, when requested by the District Governor;
- (i) Assist the District Governor, First Vice District Governor, in planning of the next year, including the district budget;
- (j) Familiarize himself/herself with the duties of the district governor so that, in the event of a vacancy in the offices of District Governor and First Vice District Governor, he/she would be better prepared to assume the duties and responsibilities of said offices as the acting District Governor or acting First Vice District Governor until the vacancies are filled according to these by-laws and rules of procedure adopted by the International Board of Directors
- (k) Actively engage in all matters to be continued during the following year.
- (l) At the request of the District Governor, supervise appropriate District Committees

Section 4. CABINET SECRETARY

The Cabinet Secretary shall act under the supervision of the District Governor. His/her specific responsibilities shall be to:

- (a) Further the Purposes of the District
- (b) Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:
 - (i) Keep an accurate record of the proceedings of all meetings of the Cabinet, and within fourteen (14) days after each meeting forward copies of the same to all members of the Cabinet, and the Office of LCI;
 - (ii) Take and keep minutes of the District Convention and furnish copies of the same to LCI and the District Governor.
 - (iii) Make reports to the Cabinet as the District Governor or Cabinet may require;

- (iv) Keep accurate records of minutes of all Cabinet and District meetings, and permit inspection of the same by the District Governor and, any Cabinet member at any reasonable time for any proper purpose.
- (c) Perform such other functions and acts as may be required by directives of LCI.
- (d) Give the successor all monies and records, financial and otherwise, that pertain to the office of Cabinet Secretary, immediately following the end of the fiscal year

Section 5. CABINET TREASURER

The Cabinet Treasurer shall act under the supervision of the District Governor. His/her specific responsibilities shall be to:

- (a) Further the purposes of the District;
- (b) Perform such duties as are implied by the title of said office, including but not by way of limitation, the following:
 - (i) Collect and issue receipt for all per capita dues levied on members and clubs in the District, deposit the same in such bank or banks as the District Governor shall determine and disburse the same by order of the District Governor;
 - (ii) Remit and pay over to the Multiple District Council Treasurer, the Multiple District per capita dues, if any, collected in the District, and secure a proper receipt;
 - (iii) Keep accurate books and Records of Account, and permit inspection of the same by the District Governor, any Cabinet member, and any club (or any authorized agent of any of them) at any reasonable time for any proper purpose. Upon direction of the District Governor or the Cabinet, he/she shall furnish any such books and records as requested to any auditor appointed by the District Governor.
 - (iv) Perform such other functions and acts as may be required by directives of LCI.
 - (v) Give the successor all monies and records, financial and otherwise, that pertain to the office of Cabinet Treasurer, immediately following the end of the fiscal year

Section 6. REGION CHAIRPERSON

The Region Chairperson, if the position is utilized during the District Governor's term, is subject to the supervision and direction of the District Governor and shall be the chief administrative officer in his/her region. His/her specific responsibilities shall be to:

- (a) Further the purposes of the District;
- (b) Supervise the activities of the Zone Chairpersons in his/her Region and such District Committee Chairperson as may be assigned by the District Governor;
- (c) Play an active role in organizing new clubs and in strengthening weak clubs;
- (d) Play an active role in supporting leadership initiatives by informing Lions within the Region about leadership development opportunities at the Region, District, or Multiple District.
- (e) Visit a regular meeting of each club in his/her region at least once during his/her term of office, reporting his/her findings to the District Governor.
- (f) Visit a regular Board of Directors meeting of each club in his/her Region at least once during his/her term of office, reporting his/her findings to the District Governor.
- (g) Endeavor to have every club in his/her Region operating under a duly adopted Club Constitution and By-Laws.
- (h) Promote representation at International, Multiple and District Conventions by at least the full quota of delegates to which clubs in his/her Region are entitle.
- (i) Carry out such official visitations to club meetings and charter nights as shall be assigned to him/her by the District Governor.
- (j) Perform such additional assignments as shall be given to him/her from time to time by the District Governor

Section 7. ZONE CHAIRPERSON

The Zone Chairperson, subject to the supervision and direction of the District Governor and/or Region Chairperson, shall be the chief administrative officer in his/her zone. His/her specific responsibilities shall be :

- (a) Further the purposes of the District.
- (b) Serve as Chairperson of the District Governor's Advisory Committee in his/her zone and as such chairperson to call regular meeting of the said committee.
- (c) Make a report of each District Governor's Advisory Committee meeting and send copies within fourteen (14) days thereafter to LCI and to the District Governor and Region Chairperson.

- (d) Play an active role in organizing new clubs and keep informed on the activities and well-being of all clubs in his/her zone.
- (e) Play an active role in supporting leadership initiatives by informing Lions within the Zone about leadership development opportunities at the Zone, District, or Multiple District.
- (f) Represent each club in his/her Zone in any problems with District, Multiple District Council Chairperson or LCI.
- (g) Supervise the progress of District, Multiple District and LCI projects in his/her Zone.
- (h) Endeavor to have every club within his/her Zone operating under a duly adopted Club Constitution and By-Laws.
- (i) Promote representation at International, Multiple and District Conventions by at least the full quota of delegates to which clubs in his/her Zone are entitled;
- (j) Visit a regular meeting of each club in his/her Zone once or more during his/her term of office, reporting his/her findings to the Region Chairperson and District Governor.
- (k) Perform such other functions and acts as may be required by District Governor

Section 8. DISTRICT GOVERNOR'S CABINET

The District Governor's Cabinet shall:

- (a) Assist in the implementation of the administrative policies and goals of the District;
- (b) Receive reports and recommendations concerning the clubs and zones;
- (c) Supervise the collection of all per capita dues by the Cabinet Treasurer, designate a depository(s) for the said funds and authorize the payment of all legitimate expenses incurred pertaining to the administration of the affairs of the District;
- (d) Secure, semi-annually or more frequently, District Financial Reports from the Cabinet Treasurer
- (e) Provide for an audit of the books and accounts of the District with the District Governor's approval;
- (f) Establish dates, times and locations of cabinet meetings in consultation with District Governor.

ARTICLE IV – DISTRICT COMMITTEES/DUTIES

Section 1. ZONE OR DISTRICT GOVERNOR'S ADVISORY COMMITTEE

Zone Chairperson and the Club Presidents, 1st Vice Presidents, Secretaries, Treasurers and Membership Directors of the Clubs in the Zone shall compose a District Governor's Advisory Committee, with the Zone Chairperson as Chairperson. This committee shall hold a First Meeting within ninety (90) days after the adjournment of the preceding International Convention; a second meeting in the month of November; a Third Meeting in the month of January or February, and the fourth meeting approximately thirty (30) days prior to the MD 308 Convention. It shall assist District Governor in Zone or District advisory capacity.

Section 2. DISTRICT GOVERNOR'S HONORARY COMMITTEE

The District Governor may appoint a District Governor's Honorary Committee composed of Past or Present Officers of LCI who are members in good standing of clubs within the District. This committee shall meet when and as called upon by the District Governor, in the promotion of harmony throughout the District. The Chairperson of this committee shall attend meetings of the District Cabinet when requested by the District Governor.

The duties of the District Governor's Honorary Committee shall be to:

- (a) Promote harmony through the District;
- (b) Perform duties as directed by the District Governor;
- (c) Take problems assigned by the District Governor and recommend solutions to him/ her after careful study;
- (d) Nominate the OSEAL forum Chairman for endorsement by the Multiple District Convention at the appropriate time when it is the turn of the District.

Section3. OTHER DISTRICT CABINET COMMITTEE

The District Governor may establish and appoint District Cabinet Committees and /or District Chairpersons and they shall perform their respective duties under the directions of the District Governor to ensure the efficient operations of the District.

ARTICLE V – DISTRICT ADMINISTRATIVE FUND

Section 1. DISTRICT REVENUE

Dues

District Administrative dues: RM 44

International Relations & Youth Exchange: RM 03

Bulletin, Information Technology & Communications: RM 21

RM 68
=====

To provide revenue to defray the administrative expenses of the District, an Annual District Administrative Fund per capita due of RM68 (as set out in the table above) shall be levied upon each member of each club in the District and shall be collected and paid in advance by each club on yearly basis or in two (2) semi-annual payments as follows: (one half the total dues as set out in table above) per club member on or before 31 August of each year to cover the semi-annual period July 1 to December 31; and (the other half of total annual dues) per club member on or before 31 January of each year, to cover the semi-annual period January 1 to June 30, with billings of the same to be based upon the roster of each club as of the first days of July and January, respectively. The said dues shall be paid to the Cabinet Treasurer by each club in the District, except newly chartered and reorganized clubs, which shall collect and pay the said per capita dues on a pro-rata basis from the first day of the second month following the date of their organization or reorganization, as the case may be. The said per capital dues shall be disbursed only for administrative expenses of the District and only upon approval by the District Governor's Cabinet. Disbursement there from shall be by cheques drawn and signed by any two of the following, Cabinet Treasurer, Cabinet Secretary and the District Governor.

Section 2 RECEIVING DONATIONS AND SPONSORSHIP

To supplement the District Administrative Fund, the District may receive donations or sponsorship from any lawful sources as may be approved by the District Governor. Such income shall be fully accounted for and audited.

Section 3. ENTRANCE FEE

On the first day of following month, each club in the District shall remit to the Cabinet Treasurer an entrance fee of RM12 for each new member, save for charter or transfer members.

Section 4. OBLIGATIONS

The District Governor and his/her Cabinet shall not incur obligations in any fiscal year resulting in an unbalanced budget or deficit in the fiscal year. All remaining club supplies and assets (excluding cash and bank balances) shall be transferred to his/her successor's Cabinet.

Section 5. SURPLUS FUNDS

Any cash and bank surplus balance brought forward from the previous accounting period or periods shall be transferred to the District Foundation.

Section 6. TRANSFER OF SURPLUS FUNDS

If at the end of the fiscal year there remains any cash and bank surplus fund, the District Governor shall, after payment of all bills and providing for outstanding debts, if any, transfer the cash and bank surplus funds to the District Foundation within sixty (60) days of the completion of an audit by a licensed approved auditor, the District Governor shall cause the funds of any surplus from the previous District financial year's account to be transferred to the Foundation, as the District contribution to the Foundation."

Section 7. CABINET MEMBERS' EXPENSES

Expenses of the members of the District Cabinet other than the District Governor in connection with attending Cabinet meetings, Seminars and schools authorized by the District Governors, shall be considered administrative expenses. Reimbursement for such expenses may be made on the same basis as outlined from time to time in the Rules of Audit of LCI .

Section 8. CABINET TREASURER BONDED

All money received by the Cabinet Treasurer shall within seven days of receipt be deposited in a bank approved by the District Cabinet. The bank account shall be in the name of the District.

Section 9. NEWLY CHARTERED AND REORGANIZED CLUBS

Newly chartered and reorganized clubs shall pay per capita District Dues on a pro-rata basis from the first day of the second month following the date of their Charter or reorganization as the case may be.

Section 10. PAST DUE CLUB BALANCE / SUSPENSION

District Governor shall report to LCI in regards to Club, which has an unpaid balance , outstanding past 120 days, to be placed on financial suspension.

Clubs that have been placed on financial suspension will not be entitled to all the rights, privileges, and obligations of the Lions club.

ARTICLE VI - MULTIPLE DISTRICT FUND

Section 1 . Multiple District Dues

An annual per capita Multiple District dues of Ringgit Malaysia Nine (RM 9.00) shall be levied upon each member of the Club in the District, including life members, and shall be collected and paid in advance by each Club; in two (2) payment with billings of the said dues to be based upon membership of each Club of LCI membership report as of the first day July and January of each year.

This Multiple District dues shall be collected from each club by the Cabinet Treasurer, who shall pay the said dues to the Multiple District Council Treasurer.

Section 2. Newly Chartered and Reorganized Clubs

Any club which is newly chartered or reorganized in as current fiscal year shall collect and pay the said per capita Dues for the said fiscal year on a pro-rata basis from the first day of the second month following the date of their Charter or reorganization as the case may be.

ARTICLE VII – DISTRICT ACCOUNTS & AUDIT

Section 1. PROPER ACCOUNTING

The Cabinet of the District shall maintain and keep proper books of accounts and shall present financial statements in accordance with generally accepted accounting standards of Malaysia.

Section 2. DOCUMENTS

The District Governor, shall, at the end of his/her term of office hand over to the succeeding District Governor the cheque books, official stamp of all the District bank accounts and fixed deposit receipts during the first Cabinet Meeting of the succeeding fiscal year.

Section 3. OUTSTANDING DEBTS

If at the end of the District Governor's term of office, there remain outstanding debts/liabilities and receivables, the outgoing Cabinet Treasurer under the supervision of the Outgoing District Governor, shall cause to be prepared a statement of such outstanding debts/liabilities and receivables to be certified and signed by the Outgoing District Governor and Outgoing Cabinet Treasurer to the effect that the outstanding debts/liabilities are properly incurred in accordance with the preceding financial year's approved budget and payment thereon are in order and the receivables are collectible. Such statement with full particulars together with all supporting documents shall be handed over to the District Governor and Cabinet Treasurer of the day, who shall pay and/or collect the same as the case may be, as expeditiously as circumstances may permit. Such statement and its supporting documents must be given to the District Governor and the Cabinet Treasurer of the day not later than 2 months after the close of the fiscal year.

Section 4. DISTRICT GOVERNOR AUTHORISATION

All expenditure shall be duly authorized by the District Governor.

Section 5. BANK ACCOUNTS

A bank Account shall be opened in the name of the District with a licensed financial institution approved by the District Cabinet. Special bank account(s) may be opened for specified project(s) when deemed necessary by the District Cabinet.

Section 6. CHEQUES SIGNATORY

All cheques of withdrawal on the District's Account shall be signed jointly by two (2) out of three (3) signatories namely District Governor, Cabinet Treasurer and Cabinet Secretary.

Section 7. AUDIT

The financial statements shall be audited annually or, if found necessary at more frequent intervals by a firm of approved company auditors appointed at the Annual Convention of the District. The audited Financial Statements of the District shall be completed and shall be mailed to LCI and circulated to all members of the District Cabinet not later than sixty (60) days after the close of the fiscal year. The duly audited Financial Statements of the District shall be circulated to all of the clubs and the Past and Present Officers of the LCI by 31st January following the close of the Annual Convention of the District and shall be made available to the delegates at the following Annual Convention of the District.

Section 8. INTERIM ACCOUNTS

The District Governor shall submit at the Annual Convention of the District, an Interim Financial Statements of the current fiscal year prepared up to ninety (90) days prior to the said Annual Convention.

Section 9. FISCAL YEAR

The fiscal year shall be July 1st through June 30th.

ARTICLE VIII – District Foundation

Section 1. STRUCTURE

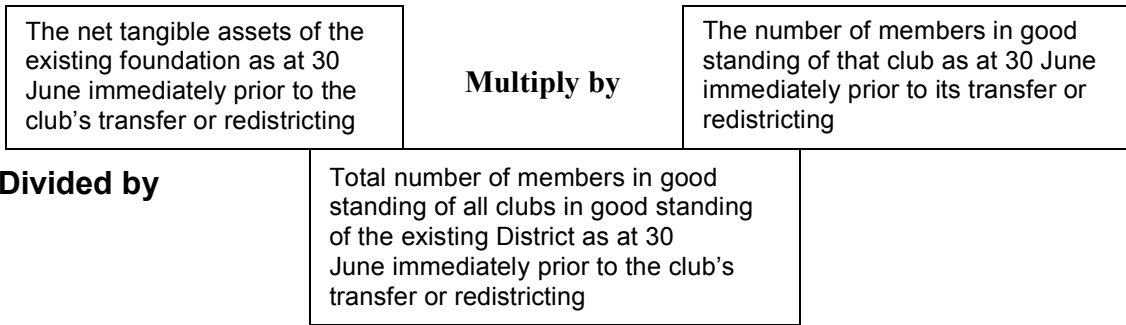
The District shall establish a fund, District 308 - A2 Foundation (hereinafter called "the Foundation") under the direction of the District Cabinet, to receive, maintain and administer the funds raised or collected by the Regions, Zones, Clubs in the District for employing the same for the relief of any calamity or for the carrying out of humanitarian service endeavors, disaster relief, vocational assistance program, educational or any other service activities which in the opinion of the Board of Trustees of the Foundation warrant such assistance. The Foundation shall comply with the International Association of Lions Clubs policy for the use of the Lions name and emblem.

Section 2. LEVY

The Board of Trustees of the District Foundation shall levy and collect an annual contribution of Ringgit Malaysian Ten (RM 10) only from each member of each Lions Club in the District with the billings of the same to be based upon the membership of each club of LCI membership report as of July 1st of each year. Such contribution shall be allocated to and become part of the District Foundation.

Section 3. DISTRIBUTION OF ASSETS

In the event a Club in good standing is transferred or redistricted to an existing or new District in the Multiple District or otherwise, the contributions of that club to its existing District Foundation shall be transferred to the Foundation of the District into which the club has been transferred or redistricted no later than three (3) months following the date the club is transferred or redistricted. The contributions of that club shall be calculated as follows:



The figure derived from the above formula is further divided by the numbers of years from 1999 to current year of the club's transfer and multiplied by the number of years the club has been in existence (if formed after 1999) to determine the final amount to be transferred.

Section 4 ADMINISTRATION

- (a) The Foundation shall be administered by a Board of Trustees (hereinafter called "the Board") comprising the following:
 - (i) A Chairperson who shall be a Past District Governor of the District who served most recently as District Governor;
 - (ii) The District Governor of the District;
 - (iii) The First and Second Vice District Governor;

- (iv) Three members (hereafter called the “elected Trustees” or individually as “Elected Trustee”) of whom at least two (2) shall be Past District Governors of the District and who shall be elected at the Annual Convention of the District.
- (b)
 - (i) The Chairperson of the Board, and failing him/her the District Governor, shall preside at all meetings.
 - (ii) The elected Trustees shall carry out such duties, as the chairperson shall assign to them.
- (c) At each Annual Convention of the District, subject to the qualification in Section 4(a)(iv), candidates for the office of one or more elected Trustee(s) of the Board of the Foundation of the District shall be elected by the delegates present, following nominations of the respected candidates having been duly proposed and seconded.
- (d) Except as otherwise provided herein, each elected Trustee of the Board shall assume and hold office for three (3) years.
- (e) The first elected Trustees of the Board shall hold office in the following manner:
 - (i) The First elected Trustee for one (1) year.
 - (ii) The Second elected Trustee for two (2) years
 - (iii) The Third elected Trustee for three (3) years.
- (f) No trustee shall serve as elected Trustee for more than two (2) consecutive terms.
- (g) In the event a vacancy occurs in the office of an elected Trustee of the Board of the Foundation, for any reason whatsoever, it shall remain vacant for the remaining part of that fiscal year in which it occurs and shall be filled by elections at the annual convention of the District immediately following PROVIDED that the candidate elected to fill the vacancy shall only hold office for the remainder of that term.
- (h) In the event of redistricting, the existing elected Trustee with un-expired terms in office, shall serve out their said terms on the Board of the Foundation of that District to which their respective clubs are transferred or redistricted and should any District Foundation find itself with more than the required number of elected Trustees, then the excess number of elected Trustees who had served the most number of years on their previous Board/s shall retire immediately.

Section 5 MEETINGS & DEPLOYMENT OF FUNDS

- (a) The Board shall meet at least twice during any fiscal year. It may however decide on issue by circular resolution or meet via tele or video conferencing or via the internet, provided that any decision so made must be approved by $\frac{3}{4}$ of the Board members.
- (b) The Board may formulate such Rules or By- Laws as it thinks fit for the proper administration and management of the Foundation and make them available to all clubs in the District at the following Annual Convention of the District.
- (c) The Chairperson of the Board and the District Governor shall have absolute powers to deploy funds for immediate relief of a calamity in any of the districts within MD 308, not exceeding RM4,000.00. Only one such withdrawal can be made for each calamity for the District during that fiscal year. Every such deployment of funds shall be reported to the Board in writing , and the Board shall not expend monies for this funds in any fiscal year in excess of ninety percent (90%) of the total income received by the Foundation in that year, unless it is authorized to so do by the affirmative vote of a majority of delegates of an annual convention of the District.
- (d) Notwithstanding subclause (c) stated above, the Chairman of the Board and the District Governor shall have additional powers to deploy a further maximum sum amounting to RM50,000.00 to be known as District 308 -A2 Foundation Grant in each fiscal year for humanitarian service endeavors, disaster relief, vocational assistance program, educational or any other service activities that are carried out by Lions Clubs in the District .
- (e) The conditions as provided herein shall first be complied with before any application can be considered by the Chairman of the Board and the District Governor :-
 - (i) Each application shall be jointly submitted by at least three (3) Lions Clubs in good standing in the District;
 - (ii) The approved grant for each single joint service activities related to humanitarian service endeavors, disaster relief, vocational assistance program, educational or any other service activities that warrant such assistance shall not exceed the sum of RM5,000.00 PROVIDED THAT such approved grant shall be matched with an equal or greater amount by the said Lions Clubs .

- (iii) All the Lions Clubs in good standing in the District shall be entitled to apply and submit only one joint application in a given fiscal year with a complete report consist of the detail of the program including the number of people reached, newspaper and magazine clippings, CD/DVD of television and radio coverage to be submitted after the activities had been carry out failing which such Lions Clubs shall be ineligible to apply for such grant in future.
- (f) Any other deployment of funds shall be made with the consent of at least three (3) of the Trustees of the Foundation. Such consent shall be obtained by resolution at a meeting of the Board. In the case of dire circumstances, either the Chairperson or the Secretary who is elected from amongst the other elected Trustees of the Board may secure consent verbally followed by a circularized resolution to be delivered and signed by all consenting Trustees within thirty (30) days of receiving oral consent to deploy relief.
- (g) All the monies of each of the Foundation shall be deposited in a deposit account of a reputable bank for such period and upon such terms as the Board shall deem fit. The account shall be operated by any two of the Chairperson, the District Governor, the Cabinet Secretary and the Cabinet Treasurer as authorized by the Board.
- (h) The Board shall have no powers to utilize the monies of the Foundation for any other purpose save for the purposes as herein before described. However, expenditure may be made from the Foundation to pay reasonable administration expenses. The Trustees are not entitled to any remuneration or any other compensation except for the reimbursement of any expenses validly incurred and approved by the Board.

Section 6. CONTRIBUTIONS

- (a) Every Lion or Leo or any other person who contributes a sum of not less than RM1,000.00 or if his/her club or any other person(s) makes such a contribution in the said member's name to the Foundation shall be made a "Fellow of Lions District 308-A2".
- (b) Every Lion or Leo or any other person who contributes a sum of RM500.00 or more but less than RM1,000.00 shall be presented a distinguished Certificate of Appreciation.

Section 7. ACCOUNTS & AUDIT

- (a) The Board of the District Foundation shall maintain and keep proper books of accounts, and shall present financial statements for the fiscal year in accordance with generally accepted accounting standards of Malaysia.
- (b) All administrative expenses shall be duly authorized by the Chairperson of the Board, or the District Governor.
- (c) The financial statements shall be audited annually or, if found necessary, at more frequent intervals, by a firm of approved company auditors appointed at the Annual Convention of the District. The audited financial statements of the Foundation shall be completed and shall be mailed, to LCI and circulated to all members of the District Cabinet not later than sixty (60) days after the close of the fiscal year. The duly audited financial statements of the Foundation shall be circulated to all the clubs, and the Past and Present Officers of the LCI of the District by 31st January following the close of the Annual District Convention. The same audited statements shall be made available to the delegates for adoption at the following Annual District Convention.
- (d) The Board shall submit at the Annual Convention of the District each year interim financial statements of the Foundation of the current fiscal year prepared up to ninety (90) days prior to the said Annual Convention.

ARTICLE IX – NOMINATIONS AND ENDORSEMENT OF INTERNATIONAL SECOND VICE PRESIDENT AND INTERNATIONAL DIRECTOR NOMINEES

Section 1. ENDORSEMENT PROCEDURE.

Subject to the provisions of the International Constitution and By-Laws, any member of a Lions Club in the district seeking endorsements of a District Convention as a Candidate for the office of International Director or Second Vice-President shall:

- (a) Deliver (by mail or in person) written notice of intention to seek such endorsement to the District Governor and if this is a sub-District of a Multiple District to the Multiple District Council Secretary no less than 30 days prior to the convening date of the District Convention at which such question of endorsement is to be voted upon;
- (b) Deliver with said notice of intention evidence of fulfilment of the qualifications for such office set forth in the International Constitution and By-Laws.

Section 2. NOMINATION.

Each Notice of intention so delivered shall be transmitted forthwith by the District Governor to the Nominating Committee of the Convention, which shall review and perfect the same by obtaining from each prospective candidate any additional evidence of such intention and qualifications as may be necessary under the International Constitution and By-Laws, and shall place in nomination at the respective convention the name of each such prospective candidate who has fulfilled said procedural and constitutional requirements.

Section 3. SECONDING SPEECH.

Each such nominee for endorsement shall be entitled to one seconding speech of no more than three (3) minutes in duration.

Section 4. VOTE.

The vote on the question of endorsement shall be by secret written ballot, unless there shall be only one nominee seeking the same, in which event a voice vote may be taken. The Nominee receiving a majority of the votes cast shall be declared endorsed (elected) as the Candidate of the Convention and District. In the event of a tie vote, or failure of one Nominee to receive the required majority, on any ballot, balloting shall continue until one receives the required majority of the votes cast.

Section 5. CERTIFICATION OF ENDORSEMENT.

Certification of endorsement by the Convention shall be made in writing to the international office by the District officials designated (and if the District is a sub-district in the Multiple District to the Multiple District Council of Governors) in accordance with the requirements set forth, in the International Constitution and By-Laws.

Section 6. VALIDITY.

No district endorsement of any candidacy of any member of a Lions club in this district shall be valid unless and until the provisions of this Article have been met.

ARTICLE X - RULES OF PROCEDURE

Except as otherwise specifically provided in this Constitution and By-Laws, LCI Constitution and By-Laws and LCI Board policies 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 District Cabinet, Region, Zone or

member Club or of any group or committee of any one of them shall be determined by ROBERT'S RULES OF ORDER, NEWLY REVISED (if necessary).

ARTICLE XI – MISCELLANEOUS

Section 1. DISTRICT GOVERNOR'S EXPENSES

Expenses of the District Governor in connection with his/her attending District or Club functions not reimbursable from LCI shall be considered as District administrative expense. Reimbursement for such expenses shall be made on the same basis as outlined in the Rules of Audit of LCI.

Section 2. FINANCIAL OBLIGATIONS

The District Governor and his/her Cabinet shall not incur obligations in any fiscal year, which will result in an unbalanced budget or deficit in the said fiscal year.

Section 3. SALARY OR COMPENSATION

No Cabinet Officer shall receive any salary or compensation for any service rendered to the District in his/her official capacity except for the reimbursement of any expenses validly incurred and approved by the District Governor.

Section 4. DISPUTE RESOLUTION

The clubs in the District shall pursue all complaints, disputes or claims according to the terms and conditions of Rules or Procedure adopted, from time to time, by the International Board of Directors.

Section 5. CONFLICT OR CONTRADICTION

In the event of any conflict or a contradiction between the provisions set out this Constitution and By-Laws and the Constitution and By-Laws of LCI / the LCI Board policies, then the International Constitution and By-Laws / LCI Board Policies shall prevail.

Whenever there may exist a conflict or a contradiction between the provisions set out in the International Constitution and By-Laws / LCI Board Policies and the Societies Act 1966 and Regulations of Malaysia, then the Societies Act 1966 and Regulations of Malaysia shall govern.

ARTICLE XII – AMENDMENTS

Section 1. AMENDING PROCEDURE

These By-Laws may be amended only at a District Convention, by resolution reported by the Constitution and By-Laws Committee and adopted by a majority of the votes cast by delegates at the District Convention.

Section 2. NOTICE

No amendment shall be so reported or voted upon unless the same shall have been approved by the District Cabinet and have been furnished in writing by mail, facsimile or electronic means to each club no less than thirty (30) days prior to the convening date of the Annual Convention with notice that the same will be voted upon at said Convention.

Section 3. EFFECTIVE DATE

Each amendment shall take effect at the close of the convention at which it is adopted unless otherwise specified in the amendment.