

**BELLINGHAM CENTRAL  
LIONS CLUB**

**CONSTITUTION & BYLAWS**



Enacted March 18, 2021



# BELLINGHAM CENTRAL LIONS CLUB CONSTITUTION & BYLAWS

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## ARTICLE I Name, Slogan and Motto

**Section A.** The name of this organization shall be the Lions Club of Bellingham Central, hereinafter known as the Bellingham Central Lions Club, or Bellingham Central, or the Club, chartered by, and under the jurisdiction of, The International Association of Lions Clubs, hereinafter known as the Association.

**Section B.** Its slogan shall be *Liberty, Intelligence, Our Nation's Safety*.

**Section C.** Its motto shall be: *We Serve*.

## ARTICLE II Purpose and Objectives

The objects of the Bellingham Central Lions Club shall be:

- A.** To create and foster a spirit of understanding among the people of the world.
- B.** To promote the principles of good government and good citizenship.
- C.** To take an active interest in the civic, cultural, social and moral welfare of the community.
- D.** To unite the members in the bonds of friendship, good fellowship, and mutual understanding.
- E.** 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.

**F.** To encourage service minded persons to serve their community without personal financial reward, to encourage efficiency, and promote high ethical standards in commerce, industry, professions, public works, and private endeavors.

**ARTICLE III**  
**Membership**

**Section A.** Subject to the provisions of Section B hereinafter, any person of legal majority and good moral character and good reputation in the community may be granted membership in the Bellingham Central Lions Club.

**Section B.** Membership in the Bellingham Central Lions Club shall be defined as follows:

**1. Active Member:** A member entitled to all rights and privileges, and subject to all obligations which membership in a Lions Club confers or implies. Without limiting such rights and obligations, such rights shall include eligibility to seek, if otherwise qualified, any office in the Bellingham Central Lions Club, its District, Multiple District or in the Association, and the right to vote on all matters requiring a vote of membership; and such obligations shall include meeting attendance, prompt payment of dues, participation in Club activities and conduct reflecting a favorable image of the Club in the community.

**2. Affiliate Member:** An Affiliate Member is someone, who is not able to participate as an Active Member of the club but desires to support the club and its community service initiatives. An affiliate member pays club, multiple district and international dues, cannot hold a district or international office, and can vote at the club level only. An Affiliate Member cannot be a district, multiple district, or international delegate.

**3. Associate Member:** An Associate Member has Active Membership in one Lions club and Associate Membership in a second club in their community of residence or employment. An Associate Member could be asked to pay club dues by the second club in which Associate Membership is held, but the club in which the Lion has Active Membership would charge and pay multiple district and international dues. The Associate Member can vote only at the club level for either club. An Associate Member cannot be a district, multiple district, or international delegate.

**4. Member-at-Large:** A member of the Bellingham Central Lions Club who has moved from the community, or because of health or other legitimate reason, is unable regularly to attend Club meetings and desires to retain membership in this Club, and upon whom the Club's Board of Directors, desires to confer such status, may be a Member-at-Large, or MAL. This status shall be reviewed each year by said Board of Directors. A Member-at-Large shall not be eligible to hold office or to vote in district, multiple district, or international meetings or conventions, but shall pay such dues as the Club's Board of Directors shall, from time to time, determine to charge, and said dues shall include multiple district and international dues.

**5. Honorary Lion:** An individual who is not a member of the Bellingham Central Lions Club, who has performed outstanding service for the community or for the Club, and on whom the Club's Board of Directors desires to confer special distinction, may be made an Honorary Lion member. The Club shall pay entrance fees, and multiple district and international dues for such a member, who may attend meetings but shall not be entitled to any privileges of an Active Member.

**6. Privileged Lion:** A member of the Bellingham Central Lions Club who has been a Lion fifteen (15) or more years who, because of illness, infirmities, advanced age, or other legitimate reason, as determined by the Club's Board of Directors, may be made a Privileged Lion upon relinquishing a claim to Active Membership. A Privileged Member shall pay such dues as the Club's Board of Directors may determine, and such dues may include multiple district and international dues.

**7. Life Member:** Any member of the Bellingham Central Lions Club who has rendered outstanding service to their club, their community or this association and has maintained Active Membership as a Lion for twenty (20) or more years or any member of the Bellingham Central Lions Club who has maintained such Active Membership for fifteen (15) or more years and is at least seventy (70) years of age; or any member of the Bellingham Central Lions Club who is critically ill may be granted Life Membership in the Bellingham Central Lions Club upon the following:

- (a) Recommendation of the Bellingham Central Lions Club to the Association.

(b) Payment by the Bellingham Central Lions Club the current required Life Membership fee to the Association, in lieu of all future dues to the Association,

Nothing herein shall prevent the Bellingham Central Lions Club from charging club dues to a Life Member as it deems proper.

A Life Member shall have all the privileges of Active Membership contingent on fulfilling all the obligations thereof.

A Life Member who desires to relocate and receives an invitation to join another Lions Club shall automatically become a Life Member of said Club.

**Section C. Change in Membership Status:** Requests for a change in membership status must be made in writing to, or by a personal appearance before, the Bellingham Central Lions Club Board of Directors.

**Section D. Dual Membership:** No person shall simultaneously hold membership, other than Life or Honorary, in the Bellingham Central Lions Club and any other Lions Club.

**Section E. Obtaining Initial Membership:** Membership in the Bellingham Central Lions Club shall be acquired by invitation only. Nominations shall be made on International Office approved forms, or on copies made therefrom, which shall be signed by a member in good standing who shall act as a sponsor, and shall be submitted to the Membership Committee Chairperson, or the Secretary, who, after investigation, shall submit the proposed new member to the Board of Directors. If a member in good standing has any reason that the proposed member should not be approved, it must be presented to the Board at its next meeting. The member must appear at the Board meeting to submit

their reasons. Thereafter, the Board of Directors will decide by vote. If approved by a majority of said Board, the prospect shall be invited to become a member of the Club. A membership form must be fully and clearly filled out, the initiation and prorated membership fees collected by the Membership Chairperson, and both presented to the Secretary before the member can be officially inducted into the Club or be reported to Lions International as a Club member.

**Section F. Reinstatement of Membership:** Any member dropped from membership in the Bellingham Central Lions Club may be reinstated within twelve (12) months from the date of termination of their membership by a majority vote of the Board of Directors. If more than twelve (12) months elapses between such termination and the reinstatement application, it will be necessary for the applicant to come back into the Club under the procedures set forth in Article III, Section E above. The official date of termination will be the date the termination is submitted to the Association.

**Section G. Transfer of Membership:** The Bellingham Central Lions 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 requested Transfer is received by the Secretary of the Bellingham Central Lions Club within twelve (12) months following the date of membership termination from the former club. If more than twelve (12) months have elapsed between termination of membership from another club and the request for membership to Bellingham Central Lions Club, the applicant may only acquire membership under the provisions of Article III, Section E above.



2. The Transfer member fills out a Bellingham Central Application Form
3. The Transfer Member's former Club Secretary can vouch that such termination was in good standing.
4. The Transfer Member request is approved by the Board of Directors.

## **ARTICLE IV Fees and Dues**

**Section A. Entrance Fee:** Each new and reinstated member shall pay an entrance fee and the prorated Bellingham Central Lions Club's dues in such amount as is established by the Board. It will be collected before said member is enrolled as a member of the Bellingham Central Lions Club and before the Secretary reports the membership to Lions Clubs International.

**Section B. Annual Dues:** Each member of the Bellingham Central Lions Club shall pay regular annual dues, which shall include an amount to cover current International and Multiple District dues. Dues shall be paid in advance in the amount determined by the Board of Directors and approved by the membership.

**Section C. Convention Fund:** Of the annual dues collected from Active, Affiliate, Associate, Life, MAL and Privileged members, \$5.00 shall be assigned to the Convention Fund.

## **ARTICLE V Resignations**

Any member may resign from the Bellingham Central Lions Club and said resignation shall become effective

upon its acceptance by the Board of Directors. All Club funds and property will be returned, and all rights to the use of the name "Lions," the emblem, and other insignias of the Club and the Association will be surrendered by the resigning individual to a Bellingham Central Lions Club member.

## **ARTICLE VI Forfeiture of Membership**

**Section A.** The Treasurer shall submit to the Board the name of any member who fails to pay any indebtedness due the Bellingham Central Lions Club within sixty (60) days after said member has been given written notice thereof by the Secretary or Treasurer. The Board shall thereafter decide whether the member shall be dropped from, or retained in, the Club.

**Section B.** Any member may be expelled from the Club for cause by a two-thirds vote of the Board of Directors, the quorum rule notwithstanding.

## **ARTICLE VII Officers**

**Section A.** The officers of the Bellingham Central Lions Club shall be the President, the Immediate Past President, the First Vice President, the Second Vice President, the Secretary, the Treasurer, the Lion Tamer, the Tail Twister, the Official Objector, four Board Directors, the Membership Committee Director, and the LCIF/CARE Chairperson.

**Section B.** No persons shall be eligible to hold office in the Bellingham Central Lions Club unless they are an Active member in good standing.

**Section C.** Except for reimbursement of certain expenses, as defined by the Board, no officer shall receive compensation for any service rendered to the Bellingham Central Lions Club in their official capacity, except for the Secretary and Treasurer whose compensation, if any, shall be fixed by the Board of Directors.

**Section D. Duties:**

**1. President:** The President shall be the chief executive officer of the Club; preside at all meetings of the Board and the Club; issue the call for regular and special meetings of the Board and the Club; appoint the standing and special committees of the Club and cooperate with chairpersons thereof to effect regular functioning and reporting of said committees; see that regular elections are duly called, noticed and held; and cooperate with, and be an active member of, the District Governor's Advisory Committee (AKA Zone Chairperson's Advisory Committee) of the Zone 19H-1.

**2. Immediate Past President:** The Immediate Past President will serve on the Board of Directors and will act as an advisor to the current President when asked. With the other past presidents, they shall officially greet members and their guests at the Club meetings and shall represent the Club in welcoming all new service-minded persons in the community served by this Club.

**3. 1<sup>st</sup> and 2<sup>nd</sup> Vice Presidents:** If the President is unable to perform the duties of their office for any reason, the Vice President next in rank shall occupy their position and perform their duties with the same authority as the President.

Each Vice President shall, under the direction of the President, oversee the functioning of such committees of the Club as the President shall designate.

**4. Secretary:** The Secretary shall be under the supervision and direction of the President and the Board, and shall act as liaison officer between the Club, Zone, District, Multiple District 19, and the Association. In fulfillment of this, they shall:

- (a) Submit electronically the regular monthly membership and service activity reports and other required reports to the Association International Office with such information requested by the Association.
- (b) Submit to the District Governor and Zone Chairperson such reports as may be required.
- (c) Cooperate with and be an Active Member of the District Governor's Advisory Committee (AKA Zone Chairpersons Advisory Committee) of the 19H-1 Zone.
- (d) Have custody of and maintain general records of the Bellingham Central Lions Club, including records of Board Meeting minutes, attendance, committee appointments, elections, postal and email addresses, and telephone numbers of Club members.
- (e) Issue annual statements to each club member for dues and as required, for other financial obligations owed to the club.

**5. Treasurer:** The Treasurer shall:

- (a) Receive all monies from the Secretary and otherwise, and deposit the same in a bank, or banks, recommended by the Finance Committee and approved by the Board.

(b) Pay out monies in payment of Club obligations only on authority given by the Board. All checks and vouchers shall be signed by the Treasurer and countersigned by one other officer.

(c) Have custody, keep, and maintain members' Club accounts, and Club receipts and disbursements.

(d) Prepare and submit monthly and semi-annual financial reports to the Club's Board of Directors, and the city, state, and federal government as required.

**6. Lion Tamer:** The Lion Tamer shall have charge of, and be responsible for, the property and paraphernalia of the Club, including flags, banners, the gong, and the gavel. They shall put each in its proper place before each meeting and return the same to the proper storage area after each meeting.

**7. Tail Twister:** The Tail Twister shall promote harmony, good fellowship, life and enthusiasm in the meeting through appropriate stunts and games, and the judicial imposition of fines on Club members. There shall be no ruling from their decision in imposing a fine, provided, however, that no fine shall exceed one dollar (\$1.00) for a regular fine and a \$3.00 "Biffo" fine, and no member shall be fined more than twice at anyone meeting. The Tail Twister may not be fined except by the unanimous vote of all present. All monies collected by the Tail Twister shall be immediately turned over to the Treasurer.

**8. Official Objector:** The Official Objector must be a Past President of a Lions Club. They are the **Parliamentarian** of the Club. Their duties are to object to any deviation from the Bellingham Central Lions Club Constitution and Bylaws. All forms of order or procedure of the Club shall be based on Robert's "Rules of Order."

**9. Membership Director:** The Membership Director shall be the Membership Committee Chairperson and shall be responsible for the:

- (a) Development of a growth program specifically for the Club, presented to the Board for approval.
- (b) Regular encouragement at Club meetings to bring in new quality members.
- (c) Implementation of proper recruitment procedures.
- (d) Preparation and implementation of orientation sessions.
- (e) Encouragement of programs to retain members.
- (f) Investigation of the reason(s) for a member's resignation from Lions and report their findings to the Board.

**10. Terms of Office:** With the exception of the Secretary and Treasurer, no elected officers of the Bellingham Central Lions Club shall serve more than two (2) consecutive years in the position to which they were elected.

**11. Executive Committee:** The President, the two (2) Vice Presidents, the Immediate Past President, the Secretary, and the Treasurer shall constitute the Executive Committee. This committee shall meet from time to time to discuss policy, procedure, direction of the Club, and what items might be set forth in the Board's agenda.

## **ARTICLE VIII**

### **Board of Directors**

**Section A.** The members of the Board of Directors shall be the President, Immediate Past President, two (2) Vice Presidents, Secretary, Treasurer, Lion Tamer, Tail Twister, Official Objector, two 1-Year Directors, two 2-Year Directors, Membership Director, LCIF/CARE Chairperson, Program Director, and Bulletin Editor, all of which are elected.

**Section B.** Regular meetings of the Board shall be held at such time and place as the Board shall determine.

**Section C.** Special Meetings of the Board shall be held when called by the President, or when requested by three (3) or more members of the Board, at such time and place as the President shall determine.

**Section D.** The presence of a majority of its members shall constitute a quorum at any meeting of the Board. Except as otherwise specifically provided, the act of a majority of the Directors present at any meeting of the Board shall be the act and decision of the entire Board.

**Section E. Duties and Powers:** In addition to those duties and powers, express and implied, set forth elsewhere in this document, the Board of Directors shall have the following duties and powers:

1. It shall be responsible for the execution, through the Club officers, of the policies approved by the Club. All new policy and business of this Club shall be considered and shaped first by the Board for presentation to, and approval by, the Club members at a regular or special Club meeting.
2. It shall authorize all expenditures and shall not create any indebtedness beyond the current income of the Club, nor authorize disbursement of Club funds for purposes inconsistent with the business and policy

authorized by the Club membership. It shall ensure the annual procurement of adequate insurance/bond to cover the Board of Directors.

3. It shall have the power to modify, override or rescind the action of any of the Club's officers.

4. It shall have the books, accounts and operations of the Club reviewed annually or, in its discretion, more frequently, and may require an accounting or have an audit or review made of the handling of any Club funds by any officer, committee or member of the Club. Any Bellingham Central Lions Club member in good standing may inspect any such review, audit, or accounting upon request, at a reasonable time and place.

5. It shall appoint, on recommendation of the Finance Committee, a bank, or banks, for the deposit of the funds of the Club.

6. It shall appoint the surety for the bonding of any officer of the Club.

7. It shall not authorize nor permit the expenditure, for administrative purpose, of the net income of projects or activities of the Club of which charitable funds are raised from the public.

8. It shall name and appoint, subject to the approval of the Club membership, the delegates, and alternates of the Club to the District (Single, Sub and Multiple) and international conventions.

## **ARTICLE IX Elections**

The officers of the Bellingham Central Lions Club, excluding the Immediate Past President, shall be elected as follows:



**Section A.** The Nominating Committee shall consist of three (3) members of the club one of whom shall be the Immediate Past President, and two members of the Club appointed by the President. The President shall appoint one of the three (3) members as Chairperson. If possible, the Nominating Committee shall nominate at least two (2) persons for each office, except for the office of President, and the 1<sup>st</sup> Vice President. Nominations shall be presented to the membership by publication in the Club bulletin or by separate email at least fourteen (14) days prior to the election meeting.

**Section B.** A nomination meeting shall be held in March of each year, with the date and place of such meeting determined by the Board and notice thereof mailed or emailed to each Club member at least fourteen (14) days prior to the time of said meeting. At this meeting, the Nominating Committee shall present their nominees for all offices for the succeeding year. Nominations for all offices to be filled in the succeeding year may also be made from the floor.

**Section C.** If in the interim between the nominating meeting and the election meeting any nominee is unable for any reason to serve in the office to which said nominee was nominated, and for which office there is no other nominee, the nominating committee shall submit, at the election meeting, names of additional nominees for that office.

**Section D.** An election meeting shall be held at a regular membership meeting in April of each year, at a time and place determined by the Board. At least fourteen (14) days prior to the election meeting, notice shall be given to the club members of this meeting in the Club bulletin or by separate email. Such notice shall include the names of all nominees approved at the preceding nomination meeting and, subject to Section C above, a statement that these nominees will be voted

upon at the election meeting. No nominations may be made from the floor at the election meeting.

**Section E.** Subject to the provisions of Article IX, Section H, all officers, other than Directors, shall be elected annually and shall take office on July 1st, and shall hold office for one (1) year from that date, or until their successors shall have been elected and qualified.

**Section F.** One Half of the Directors shall be elected annually and shall take office on July 1st following their elections and shall hold office for two (2) years from that time or until their successors shall have been elected and qualified.

**Section G.** The election shall be by secret ballot by those present and qualified to vote. A plurality vote shall be necessary to elect.

**Section H.** Any officer of the Club may be removed from office for good cause by two-thirds vote of the entire membership.

**Section I.** To be eligible to serve in the office of President, a member must have been a member of a Lions Club for not less than two (2) years and in addition to those two years, have previously held the offices of First and Second Vice President of the Bellingham Central Lions Club.

## **ARTICLE X Vacancies**

**Section A.** If the office of President or of any Vice President shall become vacant for any reason, the Vice Presidents shall advance in office, according to their rank. In the event such provision for advancement shall fail to fill the offices of President, First or Second Vice President, the Board shall call a

special election, the date of which shall be announced at a regular membership meeting at least fourteen (14) days prior to the date of such special election, and such office, or offices, shall be filled at said special election meeting.

In the event of a vacancy in any other office, the Board shall appoint a member to fill the unexpired term.

In the event vacancies shall be of such numbers as to reduce the number of Directors to less than the number required for a quorum, the membership of the Club shall have the power to fill such vacancies by an election held at any regular meeting of the Club, upon prior notice and in such a manner as specified in Section B hereinafter. Such notice may be given by any remaining Club officer or Director, but if none, then by any member.

**Section B.** In the event any officer-elect, before their term of office commences, is unable, or refuses for any reason, to serve therein, the President may call a special Nomination/Election Meeting to elect a replacement for such officer-elect.

At least fourteen (14) days prior notice of such meeting, setting forth the purpose, time, and place thereof, shall be given to each member by mail, email, or personal delivery. The election shall be held immediately after nominations have been closed, and a plurality vote shall be necessary for election.

## **ARTICLE XI**

### **Meetings**

**Section A.** Regular face-to-face or video conference meetings of the Bellingham Central Lions Club shall be held no less than twice a month at a time and place recommended by the Board and approved by the Club

membership. All meetings shall begin and end promptly at the regularly set times. Except as otherwise specifically provided in this Constitution and Bylaws, notice of regular meetings shall be given in such a manner as the Board of Directors deems proper.

**Section B.** Special face-to-face or video conference meetings of the Club may be called by the President at their discretion, or when requested by the Board, at a time and place determined by the person or body making the request. Notice of special meetings, setting forth the purpose, time and place thereof, shall be given to each Club member, by mail, email, or personal delivery, at least ten (10) days prior to the date of said meeting.

**Section C.** A Bellingham Central Lions Club Charter Night Anniversary Meeting may be held each year at which time special attention shall be devoted to the objects and ethics of Lionism, and to the history of the Club.

**Section D.** An Annual Meeting of the Club shall be held, if possible, in June of each year at a time and place determined by the Board at which meeting the final reports of the retiring officers shall be read and the newly elected officers installed. If necessary, the installation of officers and final end-of-year reports may be postponed and held as early as possible in the new Lions Year.

**Section E.** The presence, in person, of twenty five percent (25%) of the members in good standing shall be necessary for a quorum at any general meeting of the Club.

**Section F.** Any member who fails to pay any indebtedness due the Club within sixty (60) days after receipt from the Treasurer of written notice thereof shall forfeit his good standing as a Lion and

shall not be so reinstated until such indebtedness is paid in full. Only members in good standing may have voting privileges and hold office in the Club.

**Section G.** Except as otherwise specifically provided, the act of the majority of the members present at any meeting shall be the act and decision of the entire Club.

## **ARTICLE XII**

### **Emblem, Colors, Fiscal Year**

**Section A.** The emblem and colors of the Bellingham Central Lions Club shall be the same as those of the International Association of Lions Clubs.

**Section B.** The fiscal year of the Bellingham Central Lions Club shall be July 1st through June 30th.

## **ARTICLE XIII**

### **Delegates to International and District Conventions**

**Section A. International Convention:** Inasmuch as the International Association of Lions Clubs is governed by Lions clubs in convention assembled, and in order that the Bellingham Central Lions Club may have its voice in Association matters, the Club shall have the power to pay the necessary expenses, as determined by the Board, of its delegates to each annual convention of the Association.

The Club shall be entitled, in any convention of the Association, to one (1) delegate and one (1) alternate delegate for every twenty-five (25), or major fraction thereof, of its members 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, provided, however, that the Bellingham Central

Lions Club shall be entitled to at least one (1) delegate and one (1) alternate delegate. The major fraction referred to in this section shall be thirteen or more members. The selection of each such delegate and alternate shall be evidenced by a certificate signed by the President or Secretary or, in the event no such club officer attends the convention, by the District Governor or District Governor-Elect.

**Section B. District Conventions & Multiple**

**District Conventions:** Inasmuch as all District matters are presented and adopted at the District (Single, Sub and Multiple) conventions, the Bellingham Central Lions Club shall send its full quota of delegates to all such conventions and has the power to pay the necessary expenses as determined by the Board of such delegates attending such conventions.

The Club shall be entitled, in each annual convention of its District (Single, Sub or Multiple) to one (1) delegate and one (1) alternate for each ten (10) members, or major fraction thereof, of the Club as shown by the records of the International Office on the first day of the month which precedes the month during which the convention is held, provided, however, that the Club shall be entitled to at least one (1) delegate and one (1) alternate. Each certified delegate present, in person, shall be entitled to cast one (1) vote of their choice for each office to be filled, and one (1) vote of their choice on each question submitted at the respective convention. The major fraction referred to in this section shall be five (5) or more members.

**Section C.** Particular conventions to which delegates may be authorized to attend are as follows:

1. The District Spring Convention
2. The Multiple District Annual Convention
3. The Lions International Annual Convention

The current President is an automatic delegate to the events listed above. The current President is an automatic delegate to the Lions International Annual Convention. Other delegates may be authorized by the Board of Directors. Monies for delegate expenses shall be established in a Convention Line Item of the Annual Projected Budget, and the expenses of attending conventions may be allowed by the Board of Directors up to the amount of the actual expenses incurred. Costs in excess of \$1,000.00 shall be approved by a two thirds (2/3) vote of the Board. No payment of expenses will be allowed without presentation of proper expense receipts for lodging and travel expenses and a report to the club of seminar and general session attendance.

#### **ARTICLE XIV Honorary Mailing List**

The International Association of Lions Clubs, the District Governor, and Zone Chairperson shall be included on the mailing list of the Bellingham Central Lions Club.

#### **ARTICLE XV Parliamentary Practices**

Except as otherwise specifically provided in this Constitution and Bylaws, all questions of order or procedure with respect to any meeting or action of the Bellingham Central Lions Club, its Board or any Club committee shall be in compliance with the forms set

forth as parliamentary procedure based on Robert's "Rules of Order."

## **ARTICLE XVI Amendments**

**Section A.** This Constitution may be amended at any regular or special meetings of the Bellingham Central Lions Club at which a quorum is present, by the affirmative vote of two thirds (2/3) of the members present, in person, provided the Board has previously considered the merits of the amendment(s).

**Section B.** No amendment shall be put to vote unless a written notice thereof, stating the proposed amendment(s), shall have been mailed, emailed or personally delivered to each member of the Club at least 14 fourteen days prior to the meeting at which the vote on the proposed amendment(s) is to be taken.

**Section C.** All other Constitution, Bylaws or rules of the Club are herewith repealed upon adoption of "Standard Form Lions Club Constitution and Bylaws" and the changes and additions made thereto and set forth herein, by a majority vote of the Club membership at a meeting held where a quorum was present.

## **ARTICLE XVII Voting**

Any vote requiring a Secret Ballot to elect officers, approve proposed amendments or approve club expenditures must be done face-to-face or by email vote. The Voting Procedure for face-to-face or video



conference meetings has been covered under Article IX "Elections" and Article XVI "Amendments."

In the event of an emergency or where it is not practical or feasible to convene a face-to-face or video conference meeting (special or regular) of the Bellingham Central Lions Club to consider a matter, the Club Secretary, at the direction of the Club President, may submit a matter to the Board of Directors or entire club membership for a vote by email, or telephone if a member does not have email. If at least a majority of the total membership of the Board of Directors or club membership respond to the club secretary in favor of the matter being considered, the same shall be considered as adopted by the Board of Directors or Club Membership as if a face-to-face or video conference meeting had been convened. To be counted a member's vote must be received by the Club Secretary within 72 hours of the time the email requesting the vote is emailed out by the Club

Secretary. The matter voted upon shall be submitted to the Board of Directors at its next regularly scheduled meeting for ratification, so that the emailed action appears in the club's meeting minutes.

## **BY-LAWS**

### **Number I**

The Bellingham Central Lions Club shall not endorse nor recommend any candidate for public office, nor shall partisan politics or sectarian religion be debated by members in meetings of this Club.

## **Number II**

Except to further their progress in Lionism, no officer nor member of the Club shall use their membership as a means of furthering any personal, political, or other aspiration, nor shall the Club, as a whole, take part in any movement not in keeping with its purposes and objectives.

## **Number III Convention Expenses:**

1. Funding for Convention Expenses will be covered in a Line Item of the Administrative Budget.
2. Raffles, auctions, fun nights, and other activities may be used to raise money for Convention expenses.

## **Number IV**

**Section A.** The following standing committees may be formed by the President:

1. Administrative committees:
  - (a) Constitution and Bylaws
  - (b) Convention
  - (c) Finance
  - (d) Membership and New Member Education
  - (e) Programs
  - (f) Public Relations
  - (g) Leadership Development
2. Activities committees under the following categories:
  - (a) Health
  - (b) Environment
  - (c) Youth Programs

(d) International Relations

**Section B. Special Committees:** From time to time the President may appoint, with the approval of the Board, such special committees as the President or the Board may deem necessary.

**Section C.** The President shall be an *ex officio* member of all committees.

**Section D.** All committees shall consist of a chairperson and, subject to Section B above, as many members as shall be considered necessary by the President.

**Section E.** Each committee, through its chairperson, shall report, either verbally or in writing, to the Board of Directors every month.

**Section F.** All problems pertaining to either administrative or activity matters shall be referred to the appropriate committee for study and recommendation to the Board.

## Number V

**Section A.** These By-laws may be altered, amended or repealed at any regular or special meeting of the Bellingham Central Lions Club conducted face-to-face, or using a video conference format at which a quorum is present. A simple majority of the club members in good standing is required to accept any proposed change to these Bylaws. For emergency situations where it is not practical or feasible to convene a face-to-face or video conference meeting, see Article XVII "Voting" in the Club Constitution for proper procedures to follow.

**Section B.** No amendment shall be put to a vote unless written notice, which states the proposed amendment, shall have been mailed, emailed, or personally delivered

to each member at least fourteen (14) days prior to the face-to-face or video conference meeting at which the vote on said amendment is to be taken.

### **Number VI**

Any Bylaw, except Bylaws Number I and Number II, may be suspended at any meeting of the Club at which a quorum is present by the unanimous vote of all members present.

