

OAK CLIFF LIONS CLUB

DALLAS, TEXAS CONSTITUTION

ARTICLE I

NAME, SLOGAN AND MOTTO

The name of this organization shall be the Lions Club of Oak Cliff; Dallas, Texas chartered by, and under the jurisdiction of The International Association of Lions Clubs hereinafter referred to as Association. Its slogan shall be Liberty, Intelligence, Our Nation's Safety. Its motto shall be. We Serve.

ARTICLE II

PURPOSES AND OBJECTIVES

The object of this Club shall be:

- To create and foster a spirit of understanding among the peoples of the world.
- To promote the principles of good government and good citizenship.
- To take an active interest in the civic, cultural social and moral welfare of the community.
- To unite the members in the bonds of friendship, good fellowship and mutual understanding.
- To provide a forum for the open discussion of all matters of public interest: provided, however, that club members shall not debate partisan politics and sectarian religion.
- 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 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 this Lions Club.

Section B. Membership in this Lions Club shall be as follows:

1. **Active:** A member entitled to all rights and privileges and subject to all obligations which membership in a Lions Club confers or implies, without limiting such rights and obligations, such rights shall include eligibility to seek, if otherwise qualified, any office in this Club, District or Association and the rights to vote on all matters requiring a vote of the membership; and such obligations shall include regular attendance, prompt payment of dues, participation in Club activities and conduct reflecting a favorable image of this Lions Club in the community.
2. **Member-at-Large:** A member of this 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 Board of Directors of this Club desires to confer this status. A Member-at-Large shall have the right to vote, but not be eligible to hold office or to vote in District or International meetings or conventions, and shall pay such dues as the local Club may charge, which dues shall include District and International dues.
3. **Honorary:** An individual, not a member of this Lions Club, having performed outstanding service for the community or this Lions Club, upon whom this Club desires to confer special distinction. This Club shall pay entrance fees and International and District dues of such a member, who may attend meetings, but shall not be entitled to any privileges of active membership.
4. **Privileged:** A member of this Club who has been a Lion 15 or more years, who because of illness, infirmities, advanced age or other legitimate reason, as determined by the Board of Directors of this Club, must relinquish his or her active status. A Privileged Member shall pay such dues as the Club may charge, which dues shall

include District and International dues. The Privileged Member shall have the right to vote and be entitled to all other privileges of membership except the right to hold Club, District or International office.

5. **Life Member:** Any member of this Club who has maintained active membership as a Lion for 20 or more years and has rendered outstanding service to this Club, the community, or this Association: or any member who is critically ill: or any member of this Club who has maintained such active membership for 15 or more years and is at least 70 years of age may be granted Life Membership in the Club upon recommendation of this Club to the Association, payment by this Club to the Association of the amount required by the Association in lieu of all future dues to the Association and approval by the International Board of Directors. Nothing herein shall prevent this Club from charging a Life Member such dues, as it shall deem proper. A Life Member shall have all privileges of active membership so long as he or she fulfills all obligations thereof. A Life Member who desires to relocate and receive an invitation to join another Lions Club shall automatically become a Life Member of said Club.

Section C: No person shall simultaneously hold membership, other than Honorary, in this and any other Lions Club: and no person shall simultaneously hold membership, other than Honorary in this Lions Club and any other service club of like character.

Section D: Membership in this Lions Club shall be acquired by invitation only. Nominations shall be made on forms provided by the International office, which shall be signed by a member in good standing who shall act as sponsor, and be submitted to the membership chairman or the Club Secretary; who after investigation, shall submit the same to the Board of Directors. If approved by a majority of said board; the prospect may then be invited to become a member of this Club. A properly filled out membership form duly signed, as well as, the initiation fee and dues must be in the hands of the Secretary before the member may be voted on by the Board of Directors and reported to and officially recognized by the Association as a Lion member.

Section E: Reinstatement of Membership: Any member dropped from membership in good standing may be reinstated, and will retain their prior Lions service record as part of their total Lions service record.

Section F: Transfer membership: This Club may grant membership on a transfer basis to one who has terminated or is terminating his or her membership in another Lions Club, provided that (1) a completed transfer member form is received by the Secretary of this Club within six (6) months following the date of termination of membership in his or her former club or if the form is not available, the member's current membership card; (2) such termination was in good standing and (3) such transfer member form or membership card is approved by the Board of Directors. If more than six (6) months have elapsed between termination of his or her membership in another club and submittal of completed transfer member form or current membership card, he or she may acquire membership in this Club only under the provisions of Section D of this Article III.

ARTICLE IV

FEES AND DUES

Section A: Each new, reinstated and transfer member shall pay an initiation fee of \$35.00 which fee shall include the current Association entrance fee and be collected before such member is recommended to the Board of Directors for election to membership in this Club and before the Secretary may report such member to the Association: provided, however, that the Board of Directors may elect to waive all or any part of the Club portion of said entrance fee to any member granted membership by transfer or reinstatement within six(6) months of termination of his or her prior Lions Club membership.



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Section B: Each member of this Club shall pay the following indicated regular annual dues which dues shall include an amount to cover current International and District dues to defray the cost of the subscription price of THE LION Magazine, administrative and annual convention costs of the Association and similar District costs, and shall be paid in advance at such times as the Board of Directors shall determine:

1. Active \$35.00 per month
2. Member-at-Large \$160.00 Annually
3. Honorary No Charge
4. Privileged \$160.00 Annually
5. Life \$156.00 Annually

The Treasurer of this Club shall remit International and District dues to the parties, and at the times specified in the respective International and District Constitution and by-laws.

This Club may require a member to pay Club meeting luncheon costs for guests at any luncheon, but such costs shall not be assessed as a part of regular annual dues, although such costs may be included in a billing for payment.

No dues fees or assessments in addition to those set forth herein may be levied on, or required of, any member by this Club, its Board of Directors or any Officer or member of this Club.

Each member of the Club is expected to sell or purchase a minimum of twenty-five (25) tickets to the Club's annual fund raising program.

ARTICLE V RESIGNATIONS

Any member may resign from this Club, and said resignation shall become effective upon acceptance thereof by the Board of Directors. The Board may withhold acceptance, however, until all indebtedness has been paid, all Club funds and property have been returned, and all right to the use of the name "Lions," the emblem and other insignia of this Club and this Association have been surrendered.

ARTICLE VI FORFEITURE OF MEMBERSHIP

Section A: The Secretary shall submit to the Board of Directors the name of any member who fails to pay any indebtedness due this Club with sixty (60) days after receipt from the Secretary of written notice thereof. The Board shall thereafter decide whether the member shall be dropped from or retained on the roster.

Section B: Any member may be expelled from the Club for cause by a two-thirds vote of the entire Board of Directors.

ARTICLE VII OFFICERS

Section A: The officers of this club shall be a President, Immediate Past President, First Vice President, Second Vice President, Third Vice President, Secretary, Treasurer, Lion Tamer, Tail Twister, Chaplain, Cub Editor and twelve (12) Directors.

Section B: No person shall be eligible to hold office in this Club unless said person is an active member in good standing.

Section C: No officers shall receive any compensation for any service rendered to this Club in their official capacity with the exception of the Secretary, 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 of Directors and this Club; issue the call for regular and special meetings of the Board of Directors and the Club; appoint the standing and special committees of this Club and cooperate with chairmen thereof to effect regular functioning and reporting of such 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 of the zone in which this Club is located. The President shall appoint a Lion Tamer, Tail Twister, Chaplain, and CUB Editor who shall be voting members of the Board of Directors. The President may also appoint legal counsel, who shall be an attorney at law or judge who shall serve as an ex-officio, non-voting member of the Board of Directors and Parliamentarian of the Club.

2. **Immediate Past President:** The Immediate Past President shall be a voting member of the Board of Directors, shall serve as Chairman of the Nomination Committee, shall serve as Chairman of the Oak Cliff Lions Club Endowment Trust Committee and shall, along with other Past Presidents, officially greet members and their guests at Club meetings and shall represent this Club in welcoming all new service-minded people in the community served by this club.

3. **Vice-Presidents:** If the President is unable to perform the duties of said office for any reason, the Vice-President next in rank shall occupy said position and perform said 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 this Club, as the President shall designate.

4. **Secretary:** The Secretary shall be under the supervision and direction of the President and the Board of Directors and shall act as the liaison officer between the Club and the District in which this Club is located, and the Association. In fulfillment of this, the secretary shall:

- a. Submit regular monthly and other reports to the Association on blanks provided by it containing such information as may be called for therein and otherwise by the Board of Directors of the Association.
- b. Submit to the District Governor such reports as may be required including copies of regular membership and activities reports
- c. Cooperate with and be an active member of the District Governor's Advisory Committee of the zone in which this Club is located.
- d. Have custody of and keep and maintain general records of this Club, including records of minutes of Club and Board meetings attendance; committee appointments, elections; addresses and telephone number of members, and members' club accounts.
- e. Issue quarterly or semi-annual statements to each member for dues and other financial obligations owed to this Club collect and turn the same over to the Club Treasurer and obtain a receipt therefor.
- f. Give bond for the faithful discharge of said office in such sum and with such surety as determined by the Board of Directors.

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 of Directors.
- b. Pay out monies in payment of Club obligations only on authority given by the Board of Directors. All checks and vouchers shall be signed by the Treasurer and counter signed by at least one other Officer or the Club's Administrative Secretary as determined by the Board of Directors.
- c. Have custody of and keep and maintain general records of Club receipts and disbursements.
- d. Prepare and submit monthly and semi annual financial reports to the Association and the Board of Directors of this Club.
- e. Give bond for the faithful discharge of said office in such sum and with such surety as determined by the Board of Directors.

At its discretion, the Board of Directors may hire and pay a Club Administrative Secretary, who may perform the general duties of the Secretary and Treasurer, as well as other Club functions, as set forth by the Board of Directors.

6. **Lion Tamer:** The Lion Tamer shall formally introduce and welcome all guests and visitors to each Club meeting. In addition, the Lion Tamer shall have charge of and be responsible for the property and



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paraphernalia of the Club, including flags, banners, gong, gavel, song books and button board. The Lion Tamer shall put each in its proper place before each meeting and return the same to the proper storage area after each meeting. The Lion Tamer shall act as Sergeant-at Arms at meetings, see that those present are properly seated, and distribute bulletins, favors and literature as required at Club and Board meetings.

- 7 **Tail Twister:** The Tail Twister shall promote harmony, good fellowship, life and enthusiasm in the meetings through appropriate jokes, stunts, and games and the judicious imposition of fines on Club members. No fine shall exceed \$1.00 and no member shall be fined more than twice at any one meeting. The Tail Twister may not be fined except by the unanimous vote of all members present, other than the Tail Twister. All monies collected by the Tail Twister shall be immediately turned over to the Treasurer.
- 8 **Chaplain:** The Chaplain shall be responsible for the oversight of the membership of the Club to determine the sick, infirm or needy members of the Club and community, and communicate same at each meeting of the Club, as well as providing an invocation at the beginning of each Club meeting.
- 9 **CUB Editor:** The CUB Editor shall be responsible for providing information about all aspects of the Club through a newsletter, known as the CUB, which shall be published weekly and mailed to all Club members, and other Lions and community leaders as determined by the Board of Directors.

ARTICLE VIII

BOARD OF DIRECTORS

Section A. The members of the Board of Directors shall be the President, Immediate Past President, the Vice President, Secretary, Treasurer, Lion Tamer, Tail Twister, Chaplain, CUB Editor and twelve (12) Directors.

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

Section C. Special meetings of the Board of Directors shall be held when called by the President, or when requested by seven (7) or more members of the Board of Directors, at such time as the President shall determine.

Section D. The presence in person of a majority of its members shall constitute a quorum at any meeting of the Board of Directors. 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 F. Duties and powers: in addition to those duties and powers, express and implied, set forth elsewhere in this constitution and By-Laws, the Board of Directors shall have the following duties and powers:

1. It shall constitute the Executive Board of this Club and be responsible for the execution, through the Club officers, of the policies approved by the Club. All new business and policies of this Club shall be considered and shaped, first, by the Board of Directors 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 this Club, nor authorize disbursement of Club funds for purposes inconsistent with the business and policies authorized by the Club membership.
3. It shall have the power to modify, override or rescind the action of any officer of this Club.
4. It shall have the books, accounts and operations of this Club audited annually or, at its discretion, more frequently and may require an accounting or have an audit made of the handling of any Club funds by any officer, committee or member of this Club. Any member of this club in good standing may inspect any such 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 this Club.

6. It shall appoint the surety for the bonding of any officer of this Club.
7. It shall not authorize, nor permit, the expenditure, for any administrative purpose, of the net income of projects or activities of this Club by which funds are raised from the public.
8. It shall submit all matters of new business and policy to the respective standing or special Club committee for study and recommendation to the Board.
9. It shall name and appoint the delegates and alternates of this Club to District and International conventions.
10. It shall maintain at least two separate funds governed by generally accepted accounting practices. The first fund shall record administrative monies such as dues, tail twisting fines and other internally raised Club funds, a second fund shall be established to record activity or public welfare monies raised by asking support from the public. Disbursement from such funds shall be in strict compliance with Section E. (7) of this Article VIII.

ARTICLE IX ELECTIONS

The officers of this Club, excluding the Immediate Past President, shall be elected as follows.

Section A. A Nominating Committee to select new Officers and Directors shall be elected by the Club in March each year as follows:

1. Six (6) members shall be elected by a vote of Club members during a regular Club meeting, who shall represent the general membership of the Club. All members of the Club shall be eligible except Club Past Presidents and current elected or appointed Club officers.
2. The President shall appoint seven (7) additional members to the committee, including the Immediate Past President, who shall serve as chair of the committee. The current President and five (5) Past Presidents, with an emphasis that the Past Presidents shall represent all generations and ages of the Club, as best possible. Such appointments shall be announced to the Club following the election of the six (6) Club members.
3. All thirteen members of the Nominating Committee shall have voting power. Said committee shall present a proposed slate of officers and directors for the coming year to the Club membership for consideration. Said notice of nominees shall be acknowledged at two consecutive regular Club meetings and published in the CUB two consecutive weeks prior to any official Club vote.

Section B: Following notification compliances, an official election shall be held at a regular Club meeting during the month of April each year. The Club Parliamentarian or another club member appointed by the President shall conduct the election. The President shall also appoint at least four (4) judges, who shall not be nominees for election to assist with the official vote count. Said election shall be conducted by voice vote or hand or standing count, unless the Election Officer shall deem that in the best interest of the Club, a secret ballot election should be held. Under such conditions, ballots will be distributed for official vote.

Section C. The nominating committee slate shall be presented. Each office shall be presented individually and nominations may be made from the floor, so long as the nominated Lion has consented to such nomination. In the event of a contested race, each candidate shall receive a total of five (5) minutes for nomination and seconding speeches.

Section D. All members of the Club are eligible to vote.

Section E. An official vote shall be taken on each office; a plurality shall be required for election and results reported to the Club membership.

Section F. Roberts Rules of Order shall prevail in all Club elections.

Section G. All Officers shall be elected annually and formally assume office on July 1st and hold office for one year from that date, or until their successor(s) shall have been elected and qualified.

Section H. One –half of the twelve (12) directors shall be elected annually and take office on the July 1st next following their election, and shall hold office for two years from that time, or until their successors have been elected and qualified.



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Section I. REMOVAL: Any officer of this Club may be removed from office for good cause by two-thirds (2/3) vote of the entire Club membership.

ARTICLE X VACANCIES

Section A. If the office of President or 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 office of President or First or Second Vice President, the Board of Directors shall thereon call a special election, giving each member two (2) weeks prior notice of the time and place thereof, which time and place shall be determined by said Board, and such office shall be filled at said election meeting.

In the event of a vacancy in the office of Third Vice President, within six (6) months or more remaining in the term, Section IX of this document, shall be invoked in full to fill said vacancy. If six (6) months or less remain in the term, the office shall remain vacant until filled by official election for the ensuing year.

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

Section B. In the event any Officer-Elect, before the term of office commences, is unable or refuses for any reason to serve therein, the President may call a special election, in accordance with Section IX, to elect a replacement for such Officer-Elect. Two (2) weeks prior notice of such meeting, setting forth the purpose, time and place thereof, shall be given to each member. 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 meetings of this Club shall be held weekly, unless otherwise determined by the Board of Directors, at a time and place recommended by the Board of Directors, and approved by the Club. All meetings shall begin and end, promptly, at the regular set times. Except as otherwise specifically provided in this Constitution and By-laws, notice of regular meetings shall be given in such manner, as the Board of Directors deems proper.

Section B. Special meetings of the Club may be called by the President, or shall be called by the President when requested by the Board of Directors at a time and place determined by the person or body requesting the same. Notice of special meetings setting forth the purpose, time and place thereof shall be given to each member of this Club, by mail or personal delivery, at least ten (10) days prior to the date thereof.

Section C. A charter night anniversary meeting of this Club may be held each year, at which time special attention shall be devoted to the objects and ethics of Lionism, and the history of this Club.

Section D. An annual meeting of this club shall be held in June of each year at a time and place determined by the Board of Directors, at which meeting the final reports of the retiring Officers shall be read and newly elected Officers and Directors shall be installed. The President-Elect shall be responsible for planning the meeting and the Immediate Past President shall act as Master of Ceremony.

Section E. The presence in person of a majority of the members shall be necessary for a quorum at any meeting of this Club.

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

ARTICLE XII FISCAL YEAR

The fiscal year of this Club shall be July 1 through June 30.

ARTICLE XIII EMBLEM AND COLORS

The emblem and colors of this Club shall be the same as the emblem and colors of the International Association of Lions Clubs.

ARTICLE XIV DELEGATES TO INTERNATIONAL AND DISTRICT CONVENTIONS

Section A. Inasmuch as the International Association of Lions Clubs is governed by Lions Clubs in convention assembled, and in order that this Club may have its voice in Association matters, this Club shall have power to pay the necessary expenses of its delegates to each Annual Convention of the Association as determined by the Board of Directors. This Club shall be entitled in any convention of this Association to one (1) delegate and one (1) alternate 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; however, that this Club shall be entitled to at least one (1) delegate and one (1) alternate. The major fraction referred to in this section shall be thirteen (13) or more members. The selection of each such delegate and alternate shall be evidenced by a certificate signed by the President or Secretary or any other duly authorized Officer of the Club, or, in the event no such Club officer is in attendance at the convention, by the District Governor or District Governor-Elect of the District of which this Club is a member.

Section B. Inasmuch as all district matters are presented and adopted at the District Conventions, this Club shall send its full quota of delegates to all such conventions and have power to pay the necessary expenses of such delegates attending such conventions. This Club shall be entitled in each annual convention of its District to one (1) delegate and one (1) alternate for each ten (10) members or major fraction thereof of this 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: provided however, that this 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 choice for each office to be filled by, and one (1) vote of choice on each question submitted to, the respective convention. The major fraction referred to in this section shall be five (5) or more members. Each certified delegate present in person shall be entitled to cast one (1) vote of choice for each office to be filled by and one (1) vote of choice on each question submitted to, the respective convention the major fraction referred to in this section shall be five (5) or more members.

ARTICLE XV HONORARY MAILING LIST

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

ARTICLE XVI PARALIMENTARY PRACTICES

Except as otherwise specifically provided in this Constitution and By-laws, all questions of order or procedure with respect to any meeting or action of this Club, its Board of Directors or any committee appointed hereunder shall be determined in accordance with Robert's Rules of Order, as revised from time to time.

ARTICLE XVII AMENDMENTS

This Constitution may be amended at any regular or special meeting of this Club, at which a quorum is present, by the affirmative vote of two thirds (2/3) of the members present in person and voting, provided the Board has previously considered the merits of the amendments and announced such amendment at two consecutive Club meetings and published said amendments in the CUB for two consecutive weeks prior to any official vote on this issue.



OAK CLIFF LIONS CLUB

By-laws

- I. This Club shall not endorse or recommend any candidate for public office, nor shall partisan politics or sectarian religion be debated by members or guests in meetings of this Club.
- II. Except to further a member's progress in Lionism, no Officer or member of this 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 objects.
- III. Unless otherwise determined by the Board of Directors, no funds or services shall be solicited from members of the Club during meetings by any individual or individuals.
- IV. Committees: The standing committees of the Club shall be appointed by the President

From time to time, the President may appoint, with the approval of the Board of Directors, such special committees as may be necessary in his or her judgement or the judgement of the Board of directors.

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

All committees shall consist of a Chairman, vice chairman and as many members as shall be considered necessary by the President.

All problems pertaining to either administrative or activity matters shall be referred to the corresponding committee for study and recommendation to the Board of Directors.

- V. These by-laws may be altered, amended or repealed at any regular or special meeting of this Club at which a quorum is present, by the vote of a majority of the members present in person and voting in accordance with Article XVI of the Club Constitution.
- VI Any by-law except by-laws numbers I, II and V may be suspended at any meeting of the Club at which a quorum is present by the unanimous vote of all members present.

LIONS CODE OF ETHICS

- To show my faith in the worthiness of my vocation by industrious application to the end that I may merit a reputation for quality of service.
- To seek success and to demand all fair remuneration or profit as my just due, but to accept no profit or success at the price of my own self respect lost because of unfair advantage taken or because of questionable acts on my part.
- To remember that in building up my business it is not necessary to tear down another's; to be loyal to my clients or customers and true to myself.
- Whenever a doubt arises as to the right of ethics of my position or action towards my fellow men, to resolve such doubt against myself.
- To hold friendship as an end and not a means. To hold that true friendship exists not on account of the service performed by one to another but that true friendship demands nothing but accepts service in the spirit in which it is given.
- Always to bear in mind my obligations as a citizen to my nation, my state and my community, and to give them my unswerving loyalty in word, act and deed. To give them freely of my time, labor and means.
- To aid my fellow men by giving my sympathy to those in distress, my aid to the weak, and my substance to the needy.
- To be careful with my criticisms and liberal with my praise; to build up and not destroy.



LIBERTY - INTELLIGENCE - OUR NATION'S SAFETY