Constitution and By-Laws

The Lions Club of The Ohio State University

THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS

*Immediately upon adoption by the club, a permanent copy of this Constitution and By-Laws is to be filed by the secretary in his/her record book.*

*This Standard Form Club Constitution and By-Laws, and all amendments thereto, shall be in full force and effect and govern the operation of any Lions club that has not adopted its own Constitution and By-Laws.*

*The International Board of Directors shall and hereby does declare as policy that with respect to any matter of club operations which is consistent with the International Constitution and By-Laws and is not covered by the constitution and by-laws of the respective club and is covered by the Standard Form Lions Club Constitution and By- Laws that the provisions of the latter shall govern and control.*

Lions Clubs International

**PURPOSES**

TO ORGANIZE, *charter and supervise service clubs to be known as Lions clubs.*

TO COORDINATE *the activities and standardize the administration of Lions clubs.*

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 clubs 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 partisan politics and sectarian religion shall not be debated by club members.*

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.*

**VISION STATEMENT**

TO BE *the global leader in community and humanitarian service.*

**MISSION STATEMENT**

TO EMPOWER *volunteers to serve their communities, meet humanitarian needs, encourage peace and promote international understanding through Lions clubs.*

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**STANDARD CLUB CONSTITUTION**

**ARTICLE I Name**

The name of this organization shall be the Lions Club at The Ohio State University

**ARTICLE II Purposes**

The purposes of this club shall be:

(a) To create and foster a spirit of understanding among the peoples 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 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 1. **ELIGIBILITY FOR CLUB MEMBERSHIP**. Subject to the provisions of Article I of the by-laws, any person of legal majority and good moral character and good reputation in his/her community, may be granted membership in this Lions club. Wherever the male gender or pronouns presently appear in this constitution and by-laws, it shall be interpreted to mean both male and female persons. This organization and its members shall not discriminate against any individual(s) for reasons of age, color, disability, gender identity or expression, national origin, race, religion, sex, sexual orientation, or veteran status.

Section 2. **MEMBERSHIP BY INVITATION**. Membership in this Lions club shall be acquired by invitation only. Membership forms provided by the international office shall be filled out by prospective members, and then submitted to the membership chairperson. If approved by a majority of said board, the prospect may then be invited to become a member of this club.

**ARTICLE IV  
Colors and Motto**

Section 1. **COLORS**. The colors of this association and of each chartered club shall be purple and gold.

Section 2. **MOTTO**. Its Motto shall be: We Serve.

**ARTICLE V Supremacy**

**ARTICLE VI Club Size**

A Lions club should strive to maintain 20 members; the numerical minimum membership required to receive a charter.

**ARTICLE VII Officers**

Section 1. **OFFICERS**. The officers of this club shall be a president, immediate past president, the vice president(s), secretary, treasurer, membership chairperson and all other elected directors.

Section 2. **ADVISOR**. Advisors of student organization must be members of the University faculty or Administrative Professional staff. Advisor is expected to meet with executive committee regarding student organization requirements.

Section 3. **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 VIII Club Funds**

Treasurer should keep track of the following two budgets:

Section 1. **PUBLIC (ACTIVITY) FUNDS**. All funds raised from the public must be kept separate from the administration funds. These public activity funds must be returned to public use, including money accumulated from invested public funds. The only deductions that may be made from the activity account are the direct operating expenses of the fundraising activity. Money accumulated from interest must also be returned to public use.

Section 2. **ADMINISTRATIVE FUNDS**. Administrative funds are supported through contributions from members through dues, fines and other individual contributions.

**ARTICLE IX Amendments**

Section 1. **AMENDING PROCEDURE**. 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 that the board has previously considered the merits of the amendments.

Section 2. **NOTICE**. No amendment shall be put to vote, unless written notice, stating the proposed amendment shall have been published to the member through regular post or electronic means, or delivered personally to each member of this club at least fourteen (14) calendar days prior to the meeting at which the vote on the proposed amendment is to be taken.

**ARTICLE XIV Incorporation**

Section 1. **Incorporation**. In Fall of 2017, OSU Lions Club became incorporated. Incorporation protects individual club members in lawsuits against the club. Liability would be limited to the capital or assets of the club.

Incorporating as a non-profit corporation is handled by the Ohio Secretary of State. There is a $99.00 fee to file the Initial Articles of Incorporation. Renewal cost $25.00 every five years. Once incorporated, the Secretary of State issues a **Statement of Continued Existence** every five years to the Statutory Agent (any Lion so named in the Initial Articles of Incorporation). This update of records is required by the Secretary of State in order to maintain the incorporation status of the organization. There is a $25.00 fee to file this form once every five years. Failure to file such a statement will result in the cancellation of the articles of incorporation. You may contact the Secretary of State to make sure your club’s corporation status is still active. There is a search engine on their website under the “Businesses” and “Search Fillings” tabs. There is also a special form called the **Statutory Agent Update** to change the appointment of the statutory agent or to change the mailing address of the current agent. There is a $25.00 fee to file this form.

**BY-LAWS**

**ARTICLE I Membership**

Section 1. **MEMBERSHIP CATEGORIES**.

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 right 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.
   1. **STUDENT**
      1. As provided in the Student Member Program criteria, qualifying student, former Leo and young adult members shall be Active Members and be entitled to all rights and privileges thereof.
   2. **FACULTY**

Section 2. **TRANSFER MEMBERSHIP**. This club may grant membership on a transfer basis to one who has terminated or is terminating his/her membership in another Lions club, provided that a member is in good standing at the time of transfer requested. If more than twelve (12) months have elapsed between termination of his/her membership in another club and submittal of completed transfer member form or current membership card, he/she may acquire membership in this club only under the provisions of Article III, Section 2 of the Constitution. Members that wish to transfer from this club to another club must submit a transfer form to be completed by the Secretary. The Secretary is obligated to complete transfer form without delay unless the board of directors is withholding acceptance of the member’s resignation and transfer due to the member’s financial indebtedness to the club and/or failure to return any club funds or property.

Section 3. **FAILURE TO PAY**. The club treasurer shall submit to the board the name of any member who fails to pay any indebtedness due this club within 60 days after receipt from the secretary of written notice. The board shall thereafter decide whether the member shall be dropped from or retained on the roster.

Section 4. **ATTENDANCE**. The club shall encourage regular attendance at club meetings and activities. Where a member misses consecutive meetings or activities, the club will make every effort to contact the member to encourage and promote regular attendance. Annual perfect attendance awards are available to members who have attended every regularly scheduled meeting of this club for any twelve consecutive months, otherwise making up any missed meetings in accordance with the attendance make-up rules of the club, if any.

**ARTICLE II  
Elections and Filling Vacancies**

The officers of this club, excluding the immediate past president, shall be elected as follows:

Section 1. **ANNUAL ELECTION**. All officers shall be elected annually and shall take office on May 1st, gaining access to Lions Club International responsibilities on July 1st. Officers shall hold office for one year from that date, or until their successors shall have been elected and qualified. The Secretary shall promptly report the newly elected officers to the International Office within 15 days of the election.

Section 2. **ELIGIBILITY FOR OFFICE**. No person shall be eligible to hold office in this club unless he/she is an active member in good standing.

Section 3. **NOMINATION MEETING**. A nomination meeting shall be held in March of each year or as determined by the club officers. Notice of the meeting shall be published by regular post or electronic means or by personal delivery to each member of this club at least fourteen (14) calendar days prior to the date of the meeting.

Section 4. **BALLOT**. The election shall be conducted by a secret written ballot by those present and qualified to vote, or voice vote if members are running unopposed.

Section 5. **VOTES REQUIRED**. The officer candidate is required to secure a majority of the votes cast by the club members present and voting in order to be declared elected; for 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. 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. **VACANCY**. 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 office of president, or any office of vice president, the board of directors shall thereon call a special election, giving each member in good standing prior fourteen (14) calendar days notice of the time and place, 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 any other office, the board shall appoint a member to fill the unexpired term.

**ARTICLE III Duties of Officers (REVISE AT NEXT MTG)**

Section 1. **PRESIDENT**. He/she shall be the chief executive officer of this club; preside at all meetings of the board of directors and this club; issue the call for regular meetings and special meetings of the board of directors and the club; appoint the standing and special commit- tees of this club and cooperate with chairpersons to effect regular functioning and reporting of such commit- tees; 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.

Section 2. **IMMEDIATE PAST PRESIDENT**. He/she and the other past presidents shall 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.

Section 3. **VICE PRESIDENT(S)**. If the president is unable to perform the duties of his/her office for any reason, the vice president next in rank shall occupy his/her position and perform his/her 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.

Section 4. **SECRETARY**. He/she 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 (single, sub- and multiple) in which this club is located, and the association. In fulfillment of this, he/she shall:

(1) Submit regular monthly and other reports to the international office of the association:

(2) Submit to the district governor's cabinet such reports as it may require including copies of regular membership and activities reports.  
(3) Cooperate with and be an active member of the district governor's advisory committee of the zone in which the club is located.

(4) Have custody and keep and maintain general records of this club, including records of minutes of club and board meetings; attendance; committee appointments; elections; member information, addresses and telephone numbers of members; members club accounts.

(5) Arrange for issuance, in cooperation with the treasurer, 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.

(6) Give bond for the faithful discharge of his/her office in such sum and with such surety as deter- mined by the board of directors.  
(7) Deliver, in a timely manner, at the conclusion of his/her term in office, the general records of the club to his/her successor in office.

Section 5. **TREASURER**. He/she shall:  
(1) Receive all monies, from the secretary and other- wise, and deposit the same in a bank or banks recommended by the finance committee and approved by the board of directors.  
(2) Pay out monies in payment of club obligations only on authority given by the board of directors. (3) Have custody and keep and maintain general records of club receipts and disbursements.  
(4) Prepare and submit monthly and semi-annual financial reports to the board of directors of this club.  
(5) Give bond for the faithful discharge of his/her office in such sum and with such surety as deter- mined by the board of directors.  
(6) Deliver, in a timely manner, at the conclusion of his/her term in office, the financial accounts, funds and records of the club to his/her successor in office containing such information as may be called for by the board of directors of this association.

Section 6. **MEMBERSHIP CHAIRPERSON**. The membership director shall be the chairperson of the member- ship committee. The responsibilities for this position shall be:

**MEMBERSHIP CHAIRPERSON**. The membership chair- person shall be the chairperson of the membership committee and serve on the club’s board of directors. The responsibilities for this position shall be:

(a) Create a plan for club membership growth. Present the plan to the club’s board of directors for approval and support.  
(b) Understand the different membership types and programs offered by LCI.

(c) Create a plan for membership satisfaction and present it to the club’s board of directors for approval and support.  
(d) Understand and incorporate membership satisfaction programs into membership growth initiatives.

(e) Encourage the recruitment of new members and promote award programs to the club members. (f) Form a membership committee and work with it throughout the term.

(g) Ensure new members receive New Member Orientation and participate in the Lions Mentoring Program.  
(h) Serve as a member of the zone level member- ship committee.

(i) Submit Membership Chairperson Recruiting Reports and the Club Membership Satisfaction Report to club officers once per month.  
(j) Coordinate with other club committees to fulfill position responsibilities.

(k) Assist club officers in organizing a Club Excellence Process workshop to examine your community’s needs, assess your current member- ship satisfaction and develop action plans.

(l) Conduct exit surveys with members who leave the club.

**ARTICLE IV Committees**

Section 1. **SPECIAL COMMITTEES**. 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/her judgment or the judgment of the board of directors.

**ARTICLE V Meetings**

Section 1. **EXECUTIVE BOARD REGULAR MEETINGS**. Regular meetings of the executive board shall be held at such times and places as the board shall determine. (It is recommended that the board of directors meet at least once each month.)

Section 2. **REGULAR CLUB MEETINGS**. Regular meetings of this club shall be held at times and places recommended by the board, 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. (It is recommended that clubs meet at least twice each month.)

Section 3. **SPECIAL CLUB MEETINGS**. Special meetings of the club may be called by the president, in his/her discretion, and 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 shall be published to each member of this club, by regular post, electronic means or personal delivery, at least ten (10) days prior to the date thereof.

Section 4. **ANNUAL MEETING**. An annual meeting of this club shall be held in conjunction with the close of each Lions' 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 shall be installed.

Section 5. **ALTERNATIVE MEETING FORMATS**. Regular and/or special meetings of this club and/or board of directors may be held through the use of alternative meeting formats, such as teleconference and/or web conference upon initiation of the President or by any three (3) members of the board of directors.

**ARTICLE VI Fees and Dues**

AS APPROVED BY THE CLUB MEMBERS AT AN ANNUAL MEETING

Section 1. **ENTRANCE FEE**. Each new, reinstated and transfer non-student member shall pay an entrance fee of $25.00 which fee shall include the current association entrance fee and be collected before such member is enrolled as a member of this club and before the secretary may report such member to Lions Clubs International; provided, however, that the board of directors may elect to waive all or any part of the club portion of said entrance fee as to any member granted membership by transfer or reinstatement within twelve (12) months of termination of his/her prior Lions club membership.

Section 2. **ANNUAL DUES**. 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 (single or sub- and multiple) dues (to defray the subscription price of 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 determines.

1. Active Students: $35.00 annually
2. Faculty/Staff/other members: $56 annually (and $25 entrance fee if they’ve never been in a lions club before.)

The treasurer of this club shall remit international and district (single or sub- and multiple) dues to the parties, and at the times, specified in the respective international and district (single or multiple) constitution and by-laws.

**ARTICLE VIII Miscellaneous**

Section 1. **FISCAL YEAR**. The fiscal year of this club shall be July 1 through June 30. Dues by International Lions Club are collected bi-annually. The treasurer must submit these dues accordingly.

Section 2. **PARTISAN POLITICS/RELIGION**. This club shall not endorse or recommend any candidate for public office, nor shall partisan politics or sectarian religion be debated by members in meetings of this club.

Section 3. **PERSONAL BENEFIT**. Except to further his/her progress in Lionism, no officer or member of this club shall use his/her 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.

Section 4. **COMPENSATION**. No officer shall receive any compensation for any service rendered to this club in his/her official capacity with the exception of the secretary, whose compensation, if any, shall be fixed by the board of directors.

Section 5. **SOLICITATION OF FUNDS**. No funds shall be solicited from the club during meetings by any individual or individuals who are not members of the club. Any suggestion or proposition made at any meeting of this club calling for the expenditure of money for other than the regular obligations shall be referred to the appropriate committee or to the board of directors for further review.

**ARTICLE IX Amendments**

Section 1. **AMENDING PROCEDURE**. 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.

Section 2. **NOTICE**. No amendment shall be put to vote, unless written notice, stating the proposed amendment shall have been published to the member through regular post or electronic means, or delivered personally to each member of this club at least fourteen (14) calendar days prior to the meeting at which the vote on the proposed amendment is to be taken.

**THE INTERNATIONAL ASSOCIATION OF LIONS CLUBS**300 W 22ND STREET  
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