

# Kauai North Shore Lions

## Constitution And By-Laws



We Serve

Kauai North Shore Lions  
Constitution and By-Laws  
Revision – February 2006

CONSTITUTION OF KAUAI NORTH SHORE LIONS

Article I – Name

The name of this organization shall be the “Kauai North Shore Lions” (Club as chartered by and under the jurisdiction of the International Association of Lions clubs (International)).

Article II – Membership

Section A. Membership in this Club shall be comprised of members meeting the requirements set forth in the Articles of Incorporation.

Section B. Membership shall be graded in accordance with the ratings set forth by the International.

Section C. The Board of Directors (Board) of the Club shall have the power to place members in the ratings set by the International as requested by the members(s) or as dictated by the rules set forth by the International.

Section D. There shall be a Membership Committee composed of three elected members who shall serve three year terms. The terms shall be on a rotation system whereby one new member is elected each year. The members shall serve in the following capacities:

1. The first year member as a committee member.
2. The second year member as Vice Chairman of the Committee.
3. The third year member as the Committee Chairperson and Membership Director, as well as a voting member of the Board.

Section E. Membership shall be by invitation only. Nominations shall be by a member in good standing who shall act as the sponsor. No prospective member shall be invited to join the Club until the following requirements are met: The prospective member has attended three consecutive regular meetings, his / her application has been reviewed and approved by the Membership Committee and the application form must be completed by the prospective member and submitted to the Club Secretary together with the membership fee before the prospective member may be inducted into the Club.

Section F. An applicant for reinstatement as a member of the Club shall be reinstated only in the Membership Committee recommends reinstatement and a majority of the Board votes in favor of such reinstatement.

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Section G. An applicant desiring to transfer his / her membership from another Lions Club to the Kauai North Shore Lions, must do so in accordance with the policies established by the International.

Section H. The Club may accept into membership full or part time residents of the Kauai North shore community, or non-residents whose business interests are concerned with the North shore area of Kauai.

**Article III – Fees and Dues**

Section A. There shall be an entrance fee set by the Board from time to time and this fee shall be collected from each new member before he or she may be considered as a member in good standing of the Club.

Section B. The annual dues of the Club shall be a sum of the District 50 and the International Annual Dues, plus the annual Club dues, which shall be set by the membership from time to time upon the recommendation of the Board.

Section C. Each Member-at-Large (M.A.L.) shall pay the same annual dues as an Active Member.

Section D. The Board may elect to waive the entrance fee for any former member of a Lions Club in good standing when such member desires to join the Club; however, such former member shall pay a transfer fee, which shall be sent to the International along with the report of transfer, as well as a pro rata portion of the annual dues in effect at that time.

Section E. Reinstatement of any former member of the Club may be effected at the discretion of the Board in the same manner provided for in Section D of Article III.

Section F. The Club shall set aside such portions of the annual dues paid by Active and Member-at-Large members as are payable to District 50 and the International and shall send such amounts to District 50 and the International when billed therefor. The remaining portion of the annual dues shall be used for the Club's administrative expenses.

**Article IV – Forfeiture of Membership**

Section A. The Secretary shall submit to the Board the names of any members who refuse or neglect to pay any indebtedness to the Club within 60 days after demand has been officially made by the Secretary. The Board then must decide within 30 days thereafter whether the member will be retained or dropped from the Club roster.

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

Section C. The name of any Active Member who shall absent him / herself from four consecutive regular meetings without an acceptable reason being given, shall be submitted to the Board by the Secretary at the Board Meeting following the fourth such absence. The Board shall decide within 30 days whether the member will be retained or dropped from the Club roster.

Article V – Officers

Section A. The officers of the Club shall be as follows:

1. President
2. First Vice President
3. Second Vice President
4. Third Vice President
5. Secretary
6. Treasurer
7. Lion Tamer
8. Tail Twister
9. Director
10. Director
11. Director
12. Membership Chairman
13. Immediate Prior President of Club

Section B. Fifty one percent (51%) or more of the Board Members shall constitute a quorum at any meeting of the Board. Actions may be taken by a majority of those present.

Section C. No officer shall receive any compensation for service rendered this organization except for the Secretary, whose compensation, if any, shall be fixed by the Board.

Article VI – Directors

Section A. There shall be three elected Directors of the Club. All will serve one year terms.

Article VII – Elections

Section A. The President shall appoint a Nominating Committee for the purpose of proposing the names of the candidates for Club offices.

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Section B. A nominations meeting shall be held in March of each year, at which time the Nominating Committee shall present the names of those nominated for Club offices. The nomination meeting will be a regularly scheduled business meeting of the Club. The membership must be notified by the Secretary of the special business to be conducted at that meeting at least two weeks prior thereto. The notice shall be given in person, by telephone or in the event the member cannot be reached otherwise, by mail.

Section C. An election meeting shall be held in April of each year. The membership must be notified of the election business to be conducted at the meeting at least two weeks prior thereto. The membership must be notified by the Secretary of the special business to be conducted at that meeting at least two weeks prior thereto. The notice shall be given in person, by telephone, or in the event the member cannot be reached otherwise, by mail. At this meeting further nominations may be made from the floor.

Section E. The election shall be by ballot by those present at the election meeting, unless there is only one nominee for a particular office, in which case a voice vote may be taken. The person receiving the majority of the votes for his / her office shall be declared elected to that office.

Article VIII – Qualifications of Officers and Directors

Section A. No person shall be eligible to hold office or to be appointed to a committee in the Club unless he / she is a member in good standing.

Section B. No officer shall receive any compensation for service rendered this organization with the possible exception of the Secretary, whose compensation, if any, shall be fixed by the Board.

Article IX – Duties of Officers

Section A. The President shall be the Chief Executive Officer of the Club. He / She shall be responsible for the staffing of all committees in accordance with the international Club Standard Organization Plan and shall act as an ex officio member of each committee. He / She shall ascertain that these committees act in conformance with the aims of the Lions International goals and call for regular committee reports. He / She shall be responsible for the overall operation of the Club. He / She shall also cooperate with and be an active member of the District Governor's Advisory Committee of the Zone.

Section B. If, for any reason, the President is unable to perform the duties of his / her office, the First Vice President shall occupy the President's position and perform the duties of that office, having full authority as President of the Club.

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Section C. If for any reason the Office of President shall become vacant, the First Vice-President shall succeed in office. If the First Vice President cannot serve as President, the Second Vice President shall succeed in office. If both the First and Second Vice Presidents cannot serve as President, the Third Vice President shall succeed in office. Should a vacancy occur in the position of President and all Vice Presidents, an election shall be held in accordance with Article VII of the Constitution. In the event of a vacancy in any office other than President, the Board of Directors is empowered to appoint a member in good standing to fill out the unexpired term.

Section D. The Secretary shall be under the direct supervision and direction of the President and the Board. He / She shall act as liaison between the Club, the District and the International. His / Her duties shall be those set forth in the Secretary's Manual distributed by the International. The minutes of meetings shall be taken and transcribed by an Assistant Secretary, who shall be under the direct supervision and direction of the Secretary, who shall be appointed by the President with the concurrence of the Secretary and who shall not be an officer or voting member of the Board.

Section E. The Secretary shall not be assigned as Chairperson of any committee in the Club, but may be an active member of a committee.

Section F. The Treasurer shall receive all monies and deposit same in a bank as approved by the Board. He / She shall pay out monies only on the authority of the Board. All checks and vouchers must be signed by two of the three authorized signatories. Those officers authorized to sign checks are the President, Treasurer and Secretary. The Treasurer shall submit monthly financial reports to the Board and to the membership as required by the President.

Section G. The Vice Presidents shall, under the direction of the President, oversee the functioning of such committees (or other coordination activities) as the President may designate.

Section H. The Lion Tamer shall be in charge of and be responsible for the Club's property and paraphernalia.

Section I. The Tail Twister shall keep harmony, good fellowship, life and enthusiasm in the meetings. He / She shall collect fines from the members and there shall be no rulings on his / her fines. The Tail Twister may be fined with the unanimous vote of the members at any meeting. No member may be fined more than twice at any one meeting. All monies collected must be turned over to the Treasurer at the end of each meeting. No fines may be imposed upon present or past District Governors or International Officers.

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Section J. The Membership Chair shall be the Chairperson of the Membership Committee with the following responsibilities:

1. Development of a growth program specifically for the Club and presented to the Board for approval;
2. Regular encouragement at Club meetings to bring in new quality members;
3. Preparation and implementation of orientation sessions;
4. Reporting to the Board on ways to reduce loss of members;
5. Serving as a member of the zone level membership committee.

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

1. The Board shall constitute the Executive Board of the Club and shall be responsible for the execution of the authorized policies of the Club. All new business of the Club shall first be considered and shaped by the Board for presentation to the membership at a regular meeting.
2. All work projects, all community fund raising projects, all Club Member use projects (i.e. social events, conventions, etc.) shall be reviewed by the Board for recommended scheduling, probably cost, manpower needs, etc. and the projects must be submitted to the membership at a regular meeting for consideration and vote as to action to be taken.
3. The Board shall approve all expenditures and purchases prior to those expenditures and purchases being made. It shall not create any indebtedness beyond the assets of the Club. It shall not disburse funds for purposes non-essential to the objectives of the Club. If the Board desires to spend monies for purposes other than those which the funds have been established, the Board will review and present the possible expenditures, the reasons and the total cost to the membership for their acceptance or denial.
4. A majority of the Board shall govern, except where otherwise provided. The Board shall have the power to overrule or modify any action of any member or officer of the Club.
5. After the Membership Committee reviews and approves proposals for membership, the Board shall vote on any such nominations before an invitation for membership is extended.
6. The Board shall have the Treasurer's books and accounts audited each July. The audit shall be performed by the chairperson of the finance committee and two Club members in good standing.
7. The Board shall set the date of the annual nomination and election meetings and shall instruct the Secretary to issue the call for such meetings.
8. The Board shall hold regularly scheduled meetings of the Board on a monthly basis. Special Board meetings may be called by the President or any officer of the Club. In addition, a special meeting of the Board may be called by written request of five members in good standing of the Club.

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9. The Board shall designate the bank for the deposit of the Club funds.
10. The Board shall receive committee reports and recommendations and act on those recommendations in line with their authorities.
11. The Board shall name the Delegates and Alternate Delegates to the District and International Conventions.

Article X – Meetings

Section A. The Club shall hold regularly scheduled meetings twice a month.

Section B. The regular meetings shall be devoted to closer fellowship, discussion of Club business, speakers, singing, fines by the Tail Twister, auctions, raffles, etc.

Section C. Special Club meetings may be called by the President.

Section D. An anniversary Charter Night meeting will be held each year at a time and place set by the Board.

Section E. The installation of the Officers of the Club will be conducted at the last regular meeting in June of each year.

Section F. An attendance of fifty one percent (51%) or more of the active membership in good standing shall constitute a quorum at any regular or specially called meeting.

Article XI – Emblems and Colors

Section A. The emblem and colors of the Club shall be the same as the emblem and colors of the International.

Article XII – Conventions

Section A. Since all District matters are presented and voted upon at the District Conventions, one to be held each year, the Club may send its full quota of delegates to the District Conventions. It may also pay the necessary expenses of each Delegate and Alternate attending the convention, provided that funds are available. The Board has the discretionary power to pay part or all of the expenses of other members in good standing who desire to attend the District Conventions, provided that the necessary funds are available. The monies expended may be used only for expenses of the members themselves and not for wives, husbands, friends, etc.

Section B. The Club, when in good standing, shall be entitled at the District Convention to one voting delegate and one alternate delegate for each ten

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members of the club or major fraction thereof, as shown by the records on the first day of the last month preceding the month during which the convention is to be held. A major fraction is considered to be five or more members.

Section C. The Board shall have the authority to pay for part or all of the cost of sending a Delegate to the International Convention, provided that there are sufficient monies on hand in the convention fund.

Section D. The Club, when in good standing, shall be entitled at the International Convention to one voting Delegate and one Alternate Delegate for every twenty five member of the Club or major fraction thereof, as shown by the records on the first day of the last month preceding the month during which the convention is to be held. A major fraction is considered to be thirteen or more members.

Article XIII – Amendments

Section A. This Constitution may be amended at any regular business meeting of the Club, at which there is a quorum, by a two-thirds vote of those members present. The vote will be taken after the Board has reviewed the amendment(s), have given the members their recommendations and have allowed the members sufficient time to review the amendments(s).

Section B. No amendment shall be put to vote unless notice has been given to the membership by personal contact, by telephone, or by mail at least two weeks prior to the meeting at which the amendment(s) is (are) to be voted upon.

Article XIV – Parliamentary Practices

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

Article XV – Constitution and By Laws Committee

A committee shall be appointed by the Board of Directors every odd year to review the Club's Constitution and By-Laws, and policies. This committee shall consider proposed and additions and / or changes to the Constitution and By Laws, and Policies and make their recommendations to the Board of Directors.

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BY-LAWS OF KAUAI NORTH SHORE LIONS

By-Laws of the Club shall be reviewed by the Board prior to discussion with and recommendation to the membership at a regular meeting.

1. The Club will at no time endorse or recommend any candidate for political office, or shall politics or candidates be discussed at Club meeting, with the exception of Lions running for Lions offices.
2. Religious discussions will not be held at Club meetings.
3. No officer or member of this Club shall use it as a means for furthering any personal, political, or other aspirations, nor shall the Club as a whole take part in any movement not in keeping with the purpose of the International Lions Clubs.
4. The Club pin shall be unique to the Kauai North Shore Lions, showing Hanalei Bay and Bali Hai.
5. Cash gifts to clubs in District 50 will be approved by the Board on an individual basis and brought to a vote at a regular meeting with a majority in attendance.
6. Members of standing committees shall be appointed each year by the incoming Club president. Standing committees shall include but not be limited to:

Scholarship  
Finance  
Sight and Hearing  
Conservation

7. Each year the incoming Board shall appoint a finance committee to establish a working budget of Income and Expense. The budget is to be prepared and presented to the Board within 30 days of its first meeting. The finance committee will consist of a chairperson, the Club Treasurer and two Club members in good standing.
8. Club dues are due annually in July. The Secretary shall send out bills in June. Members who do not pay their dues on time shall be subject to suspension.
9. Club pins given to visiting Lions in exchange for banners or pins presented to the Club shall be at the expense of the Club. Banners, pins or other gifts

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received by or presented to the Club shall become the property of the Club, which may be sold by action to the Club members to supplement the Club's convention fund.

10. The Board may earmark certain funds for the convention fund, provided that sufficient funds remain to pay administrative expenses.
11. Method of Amending By-Laws:

These By-Laws may be amended at any regular business meeting of the Club at which there is a quorum, by a two-thirds vote of those members present. The vote will be taken after the Board has reviewed the amendment(s), has given the members its recommendation and has allowed the members sufficient time to review the amendment(s).

No amendment shall be put to vote unless notice has been given to the membership by personal contact, by telephone or by mail at least two weeks prior to the meeting at which the amendment(s) is to be voted upon.

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POLICIES OF KAUAI NORTH SHORE LIONS

1. A maximum gift of \$25 may be given each new club or club having a 50<sup>th</sup> anniversary charter celebration.
2. Cash gifts will be made to Lions district 50 Youth Camp – annual donation \$100.00. Donations to the Hawaii Eye Bank and LCIF shall come from the annual Walk for Sight March or from any other fund designated by the Board.
3. The Club will provide breakfast for the Club Secretary and to the members of the Hanalei Lookout Committee for maintaining the "Lookout" with a twice a month lawn cutting, and the first breakfast of any potential new member brought to a regular business meeting. Breakfast for the Secretary shall be paid out of the activities account.
4. The Board shall review the status of members at large every six months.
5. Past Presidents, Secretaries and Treasurers shall be presented appropriate pins by the Club in recognition of their services.
6. In the event of the death of a Club member or spouse, or a minor child of a Club member, a sympathy card and a bouquet of flowers shall be presented

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to the family on behalf of the Club and charged to the Club's administrative fund.

7. In the event of illness of a Club member or member's spouse, a fruit basket, flower arrangement or other token of concern, at a cost not to exceed \$50.00, shall be presented to the Club member or member's spouse on behalf of the Club.
8. The Board of Directors shall not provide or pay the cost of any alcoholic beverages at any meeting, dinners, work projects or fund raisers.
9. The Club newsletter shall be published at least quarterly under the title "North Shore Light" and be distributed to each member by mail or at a regular meeting.
10. Advertising Policy for "North Shore Light":
  - (a) Ads to be composed by advertiser.
  - (b) Ads to be submitted to bulletin editor by the first of month prior to publication of bulletin.
  - (c) Ad size: calling card size – approx. 1 ½ x 3 ½ inches.
  - (d) Cost of ad: \$10 / month for 3 months, \$4 for 1 month.
  - (e) Payment for ads to be in advance of publication or upon receipt of statement issued by editor.
  - (f) Method of payment shall be with a personal or a company check (no cash).

These policies and duties of committees may be altered or amended at any regular business meeting of the Club by a majority of vote of the members present.

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