

IRONBRIDGE & SEVERN GORGE LIONS

TRUSTEES PROPOSAL FOR UPDATING THE BY_LAWS OF THE CLUB

1. Background

1.1 At the beginning of the current financial year, Trustees recognised that our practice, in relation to the Board of Trustees, was out of line with our by-laws and we agreed the need to bring the two together.

1.2 The Board of Trustees has operated very successfully over the past 2 years, and against that background, it is recommended that the consistency should be achieved by adjusting the by-laws to conform to practice, rather than vice versa.

1.3 A change to the By-Laws requires a General Meeting of the club and we would like to complete that process well before we commence the 2023/24 | Officer and Trustees nominations process in February 2023.

2. Proposed Changes to the By Laws

2.1 Having discussed this matter at the quarterly Trustee meeting on 5th October 2022, the Trustees are agreed on the need to seek amendment to 3 of the existing By-Laws to bring them into line the current practice:

- By-Law 5 – Board of Trustees
- By-Law 10 – Duties of Officers – Section 3 Vice Presidents
- By-Law 10 – Duties of Officers – Section 5 Treasurer. Note: this brings us into line with current Charity Commission requirements
- By-Law 12 – Meetings

I am attaching a copy of the By-Laws with the words suggested for amendment shown in highlighted in red and with the proposed new wording highlighted in green.

2.2 Comments on each of these changes are as follows:

By-Law 5 – adding “elected” to the requirement brings greater clarity to the question of who should be included as trustees. At present we have only 4 elected officers – President, Secretary, Treasurer and First Vice President and under the proposed wording all 4 would be full members of the Trustee Board together with any other members elected specifically as Trustees.

By-Law 10 section 3 Vice Presidents - the proposed change simply deletes a redundant statement.

By-Law 10 section 5 Treasurer - the proposed wording reflects a change in practice approved at the MD 105 Convention in May 2021

By-Law 12 – this change is designed to bring the By-Laws into line with the current pattern of quarterly Trustee meetings. It is open to us to arrange an extra Trustee meeting at any time if necessary – and we have done that several times in the past 2 years - but there is no logic to a mandatory meeting every 2 months.

2 Process for Change

The club is free to change the terms of the By-Laws by a vote at a General Meeting provided that this produces no conflict with the Constitution. For the amendments proposed for By-Laws 5 and 10 there is no such conflict. However, the requirement for a bi-monthly meeting is included in clause 20.1.3 of the Constitution and we will therefore need to seek the approval of MD105 following approval by the club.

Colin Thompson
October 2022

Appendix



Lions Clubs International MD 105

The By-Laws of Ironbridge and Severn Gorge Lions Club (CIO)

**Charity Registration Number
1190585**

Date of Registration
28th July 2020

Table of Contents

<i>By-Law 1. Membership</i>	5
Section 1. MEMBERSHIP	5
Section 2. FORFEITURE OF MEMBERSHIP	5
<i>By-Law 2. Emblem, Colours, and Motto</i>	6
Section 1. EMBLEM.....	6
Section 2. USE OF NAME AND EMBLEM	6
Section 3. COLOURS.....	6
Section 4. MOTTO	6
<i>By-Law 3. Supremacy</i>	6
<i>By-Law 4. Officers</i>	7
Section 1. OFFICERS	7
Section 2. REMOVAL.....	7
<i>By-Law 5. Board of Trustees</i>	7
Section 1. MEMBERS OF THE BOARD OF TRUSTEES.....	7
Section 2. QUORUM	7
Section 3. DUTIES AND POWERS.....	7
<i>By-Law 6. Delegates to International and District Conventions</i>	8
<i>By-Law 7. Club Funds</i>	8
<i>By-Law 8. Membership</i>	9
Section 1. MEMBERSHIP CATEGORIES	9
Section 2. GOOD STANDING	9
Section 3. DUAL MEMBERSHIP	9
Section 4. RESIGNATIONS	9
Section 5. REINSTATEMENT OF MEMBERSHIP	9
Section 6. TRANSFER MEMBERSHIP	9
Section 7. FAILURE TO PAY	10
Section 8. ATTENDANCE AND PARTICIPATION	10
<i>By-Law 9. Elections and Filling Vacancies</i>	10
Section 1. OFFICERS ELECTION.....	10

Section 2. ELIGIBILITY FOR OFFICE	10
Section 3. NOMINATIONS.....	11
Section 4. NOMINATION MEETING	11
Section 5. ELECTION MEETING.....	11
Section 6. BALLOT	11
Section 7. VOTES REQUIRED	11
Section 8. NOMINEE UNABLE TO SERVE.....	11
Section 9. VACANCY	11
Section 10. REPLACEMENT OF OFFICERS-ELECT	12
<i>By-Law 10. Duties of Officers</i>	12
Induction process	12
Section 1. PRESIDENT	12
Section 2. IMMEDIATE PAST PRESIDENT	13
Section 3. VICE PRESIDENT(S)	13
Section 4. SECRETARY.....	13
Section 5. TREASURER	14
Section 6. MEMBERSHIP CHAIRMAN	14
<i>By-Law 11. Committees</i>	15
Section 1. STANDING COMMITTEES.....	15
Section 2. MEMBERSHIP and VOLUNTEER COMMITTEE	16
Section 3. SPECIAL COMMITTEES	16
Section 4. PRESIDENT EX-OFFICIO.....	16
Section 5. COMPOSITION	16
Section 6. COMMITTEE REPORTING.....	16
<i>By-law 12. Meetings.....</i>	16
Section 1. BOARD OF TRUSTEES REGULAR MEETINGS.....	16
Section 2. BOARD OF TRUSTEES SPECIAL MEETINGS	16
Section 3. REGULAR CLUB MEETINGS / EVENTS	17
Section 4. SPECIAL CLUB MEETINGS.....	17
Section 5. ANNUAL GENERAL MEETING	17
Section 6. ALTERNATIVE MEETING FORMATS	17
Section 7. CHARTER ANNIVERSARY.....	17
Section 8. QUORUM.....	17
<i>By-law 13. Fees and Dues</i>	17
<i>By-law 14. Miscellaneous</i>	18
Section 1. FISCAL YEAR.....	18

Section 2. PARLIAMENTARY PRACTICES.....	18
Section 3. PARTISAN POLITICS / RELIGION.....	18
Section 4. PERSONAL BENEFIT	18
Section 5. COMPENSATION	18
Section 6. SOLICITATION OF FUNDS.....	18
By-law 15. Amendments.....	19
Section 1. AMENDING PROCEDURE	19
Section 2. NOTICE.....	19
Section 3. CONTENT OF AMENDMENT	19

Appendix A – Declaration of Eligibility to be a Charity Trustee

By-Law 1. Membership

Section 1. MEMBERSHIP.

Lions encourage the widest possible membership, from all sections of the community. Subject to the provisions of Clause 10.1.2 of the Lions CIO Constitution, 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 is a "fit and proper person" for the purposes of HMRC) who shall act as sponsor, and be submitted to the Membership Chairman or the club Secretary, who, after investigation by the membership committee, shall submit the same to the board of trustees. If approved by the board of trustees, the prospective member may then be invited to become a member of the Club. A properly filled out membership form duly signed by the prospective member, as well as the entrance fee (if applicable) and subscription must be in the hands of the secretary before the member is reported to and officially recognised by Lions Clubs International as a Lion member.

If membership is, for exceptional reasons, refused, the notification procedure in clauses 10.1.2.4 and 10.1.2.5 must be followed (the applicant must be told the reasons for the refusal within 21 days of the decision being taken, and they must be given the right to appeal, the appeal must be given fair consideration and the applicant must be informed of the result of the appeal).

Section 2. FORFEITURE OF MEMBERSHIP.

Subject to the provisions of Clause 10.4 of the Lions CIO Constitution, any member may be expelled from the Club for good cause by the trustees, provided that a majority of two thirds of the entire board of trustees vote in favour of the resolution. The notification procedure

set out in clause 10.4.2 of the Lions CIO Constitution must be followed. Upon removal from the Club, any and all right to use the name "LIONS," the emblem and other insignia of the Club and Lions Clubs International shall be forfeited. The Club shall remove members whose conduct has been deemed a violation of the International Constitution and By-Laws and Board Policy and unbecoming a Lion by the International Office or otherwise face charter cancellation.

By-Law 2. Emblem, Colours, and Motto

Section 1. EMBLEM.

The emblem of Lions Clubs International and the Club shall be of a design as follows:



Section 2. USE OF NAME AND EMBLEM.

Use of the name, goodwill, emblem and other logos of Lions Clubs International shall be according to the guidelines established from time to time in the by-laws of Lions Clubs International, Oak Brook Illinois (and it is accepted that Lions Clubs International has the right to remove consent to use the name, goodwill, emblem and other logos if, in its opinion the Club breaches the terms of those guidelines).

Section 3. COLOURS.

The colours of Lions Clubs International and of the Club shall be blue and yellow.

Section 4. MOTTO.

The Club's Motto shall be: "We Serve".

By-Law 3. Supremacy

Whenever there may exist a conflict or a contradiction between the provisions set out in these By-laws and the Club's Constitution, the Club's Constitution shall govern.

The Club's Constitution and By-Laws shall govern the Club unless otherwise amended so as not to conflict with the District or Multiple District and International Constitution & By-Laws and policies of Lions Clubs International.

The Lions CIO Constitution may not be modified without the approval of the District Governor, Council of Governors and, where required by law, the Charity Commission.

By-Law 4. Officers

Section 1. OFFICERS.

The officers of the Club shall be a President, Immediate Past President, the Vice President(s), Secretary, Treasurer, Lion Tamer (optional), Tail Twister (optional), Membership Chairman and all other elected trustees.

Section 2. REMOVAL.

Any officer of this club may be removed from office for good cause pursuant to Clause 16.2 of the Lions CIO Constitution & Trust Deed

By-Law 5. Board of Trustees

PROPOSED WORDING

All elected Officers of this Lions Club shall be duly appointed Trustees of the Club.

All Officers of this Lions Club shall be duly appointed Trustees of the Club

The President, Secretary, and Treasurer are ex-officio trustees.

Section 1. MEMBERS OF THE BOARD OF TRUSTEES

The board of trustees shall be appointed in accordance with clauses 13 to 17 of the CIO constitution and are charity trustees in law.

Section 2. QUORUM.

The presence in person of a majority of the trustees for the time being shall constitute a quorum at any meeting of the board of trustees. Except as otherwise specifically provided, the act of a majority of the trustees present at any meeting of the board shall be the act and decision of the entire board of trustees.

Section 3. DUTIES AND POWERS.

In addition to those duties and powers, express and implied, set forth elsewhere in the Constitution and By-laws, the board of trustees shall constitute the executive board of the Club and have the following duties and powers:

- A. It shall be responsible for the execution, through the Club officers, of the policies approved by the Club. All new business and policy of the Club shall be considered and shaped, first, by the board of trustees for presentation to, and approval by, the Club members at a general meeting of the Club.

- B. It shall consider all expenditures and shall not create any indebtedness beyond the current income of the Club, nor authorise disbursement of Club funds for purposes inconsistent with the business and policy authorised by the Club membership. Such expenditures are to be approved by the trustees of the Club.
- C. It shall have power to modify, override or rescind the action of any officer of the Club.
- D. It shall have the books, accounts and operations of this Club audited or independently examined annually in accordance with charity law requirements or, in its discretion, more frequently and may require an accounting or have an audit or independent examination made of the handling of any Club funds by any officer, committee or member of this Club.
- E. Any member of this Club in good standing may inspect any such audit or accounting upon request at a reasonable time and place.
- F. It shall open, on recommendation of the Treasurer / Finance committee, a bank account or accounts for the deposit of the funds of the Club.
- G. It shall not authorise, nor permit, the expenditure, for any administrative purpose, of the net income of projects or activities of the Club by which funds are raised from the public. Funds raised from the public must be spent on the charitable purposes for which they were raised.
- H. It may submit all matters of new business and policy to the respective standing or special Club committee for scrutiny and recommendation to the board.
- I. It shall maintain at least two (2) separate funds governed by generally accepted accounting practices:
- The first fund to record administrative monies such as dues, tail twisting fines and other internally raised club funds.
 - The second fund shall be established to record activity or public funds raised by asking for support from the public.
- Disbursement from such funds shall be in strict compliance with Section G of this Bylaw.

By-Law 6. Delegates to International and District Conventions

The Club is entitled to send its full quota of delegates to all conventions. The board of trustees or its designated committee shall name and appoint, subject to approval of the Club membership, the delegates and alternates of the Club to district (single, sub- or multiple) and international conventions. Eligible delegates must be members in good standing in the Club and entitled to vote in accordance with the rights and privileges set forth by Lions Clubs International.

By-Law 7. Club Funds

All Club funds are charitable funds and must be used for exclusively charitable purposes for the public benefit, in accordance with charity law.

Administrative costs are supported in the first instance through contributions from members through dues, fines and other individual contributions.

By-Law 8. Membership

Section 1. MEMBERSHIP CATEGORIES.

Subject to Clause 10.6 of the Lions CIO Constitution, the categories of membership of the Club shall be those prescribed by Lions Clubs International in the Standard Club Constitution and By-Laws for the time being in force. Members shall have the rights and obligations allocated to them therein.

Section 2. GOOD STANDING.

Any member who fails to pay any indebtedness due to the Club within thirty (30) days after receipt of written notice from the Treasurer shall forfeit his / her good standing and shall so remain until such indebtedness is paid in full. Only members in good standing may exercise the voting privilege and hold office in the Club.

Section 3. DUAL MEMBERSHIP.

No person shall simultaneously hold membership, other than honorary or associate membership, in the Club and another Lions club.

Section 4. RESIGNATIONS.

Any member may resign from this club, and said resignation shall become effective upon acceptance by the board of trustees in accordance with clause 10.4 of the CIO constitution. The board may withhold acceptance, however, until all indebtedness has been paid and / or all club funds and property have been returned. All right to the use of the name "LIONS," the emblem and other insignia of this club and the association cease when membership is terminated.

Section 5. REINSTATEMENT OF MEMBERSHIP.

Any member dropped from membership in good standing may be reinstated by the club's board of trustees and will retain their prior Lions service record as part of their total Lions service record providing that they have not been dropped from membership for more than twelve (12) months. Members that have been dropped from membership for more than twelve (12) months must be approved in accordance with By-law 1, Section 1.

Section 6. TRANSFER MEMBERSHIP.

The 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 the 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 By-law 1, Section 1. Members who wish to transfer from the 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 trustees 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 7. FAILURE TO PAY.

The Treasurer shall submit to the board of trustees the name of any member who fails to pay any indebtedness due the Club within 60 days after receipt from the Treasurer of written notice. The board shall thereafter decide whether the member shall be dropped from or retained on the roster.

Section 8. ATTENDANCE AND PARTICIPATION.

The Club shall encourage members' regular participation in Club meetings and activities.

By-Law 9. Elections and Filling Vacancies

Section 1. OFFICERS ELECTION.

Subject to the provisions of Sections 7 and 8 of this By-law and clauses 14 and 17 of the CIO constitution, all officers, excluding the Immediate Past President (if applicable), shall be elected in accordance with the CIO constitution, and shall take office on July 1st of the relevant year. The Secretary shall promptly report the newly elected officers to the District Secretary, within 15 days of the election. All officers may be nominated and elected to stand in subsequent Lions' years. No member shall be eligible to become an officer unless he or she shall comply with all Charity Commission requirements for the appointment of trustees.

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 and meets the criteria set out in the Declaration of Willingness to Act as a Charity Trustee (which may be amended from time to time) (see Appendix A).

All charity trustees shall be required to sign a Declaration of Willingness to Act as a Charity Trustee, which confirms that they are eligible to be a charity trustee. It is recommended that prospective charity trustees are asked to sign the Declaration of Willingness before agreeing to be nominated.

Section 3. NOMINATIONS.

Each member of the club, who is in good standing, may nominate a candidate to stand for each of the officer positions. These nominations should be in writing and should indicate the acceptance of the person nominated. They should be lodged with the Secretary at or before the nomination meeting.

Section 4. NOMINATION MEETING.

A nomination meeting shall be held in February of each year or as determined by the board of trustees, with the date and place of such meeting to be determined by the board of trustees. Notice of the meeting shall be given in accordance with clause 12.3.1 of the Club's constitution.

Section 5. ELECTION MEETING.

An election meeting shall be held in March or as determined by the board of trustees, at a time and place determined by the board of trustees. Notice of the election meeting shall be given in accordance with clause 12.3.1 of the Club's constitution. Such notice shall include the names of all nominees approved at the preceding nomination meeting, and, subject to Section 2 above, a statement that these nominees will be voted upon at this election meeting. No nominations may be made from the floor at the election meeting, subject to the provisions of Section 8 of this By-law.

Section 6. BALLOT.

The election shall be conducted by a secret written ballot by those present and qualified to vote.

Section 7. 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 the purpose of such election, a majority is defined as a number more than one-half of the total valid votes cast excluding blanks and abstentions. 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.

Section 8. NOMINEE UNABLE TO SERVE.

If in the interim between the nomination meeting and the election meeting any nominee is unable for any reason to serve in the office to which he / she was nominated and for which office there was no nominee, the board of trustees may submit, at the election meeting, names of additional nominees for that office and invite further nominations from members from the floor.

Section 9. VACANCY.

If the office of President or of any Vice President shall become vacant for any reason, the Vice Presidents (who must also be trustees of the Club) 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 trustees shall thereon call a special election, giving each member in good standing prior fourteen (14) clear 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 of trustees shall appoint a member to fill the unexpired term. In the event vacancies shall be of such number as to reduce the number of trustees 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 10 hereinafter. Such notice may be given by any remaining officer or trustee, but if none, then by any member.

Section 10. REPLACEMENT OF OFFICERS-ELECT.

In the event any officer-elect, before his / her term of office commences, is unable or refuses for any reason to serve therein, the President may call a special nomination and election meeting to elect a replacement for such officer elect. Notice of the meeting shall be given in accordance with clause 12.3.1 of the Club's constitution. The election shall be held immediately after nominations have been closed and a plurality vote shall be necessary for election.

By-Law 10. Duties of Officers

Induction process

In accordance with clause 15 of the Lions CIO Constitution, each trustee of the Club shall be given the following on/before his/her first appointment:

- a copy of the Club's CIO Constitution and by-laws (and any amendments made to them);
- a copy of the constitution and by-laws of Lions Clubs International;
- a copy of the Club's latest trustees' annual report and statement of accounts;
- a copy of the latest Lions Club's guidance for charity trustees;
- a copy of CC3 The Essential Trustee: what you need to know, what you need to do.

<https://www.gov.uk/government/publications/the-essential-trustee-what-you-need-to-know-cc3>

New officers will be given the opportunity to sit down with outgoing officers for a handover and briefing meeting.

Those who are considering becoming a trustee of the Club may be invited to attend a board meeting so that they can familiarise themselves with how the board operates and what might be expected of them.

Section 1. PRESIDENT.

He / she shall be the chief executive officer of the Club; preside at all meetings of the board of trustees and the Club; issue the call for meetings of the board of trustees and the Club; liaise with the chairpersons of the standing and special committees of the Club to effect regular functioning and reporting of such committees; see that regular elections are duly called and held; and cooperate with, and be an active member of, the District Governor's

advisory committee of the Zone in which the Club is located. He / she will be ex officio a Trustee of the Club.

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 the Club in welcoming all new service-minded people in the community served by the Club.

Section 3. VICE PRESIDENT(S).

PROPOSED WORDING – none. Clause in brackets to be deleted

EXISTING WORDING

If the President is unable to perform the duties of his / her office for any reason, the Vice President **(who must also be a trustee in order to be appointed as 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 the Club as the President shall designate.

PROPOSED WORDING

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 the 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 trustees and shall act as the liaison officer between the Club and the District and Multiple District in which the Club is located, and Lions Clubs International. In fulfillment of this, he / she shall:

- (1) Submit regular monthly and other reports to the International office of Lions Clubs International, containing such information as may be called for by the board of trustees of Lions Clubs International
- (2) Cooperate with and be an active member of the District Governor's advisory committee of the Zone in which the Club is located.
- (3) Arrange for the taking of formal minutes of trustees' meetings and general meetings of the Club.
- (4) Have custody and keep and maintain general records of the Club, including records of minutes of general and board meetings, attendance, committee appointments, elections, member information, and addresses and telephone numbers of members.
- (5) 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. He / she will be ex officio a Trustee of the Club.

Section 5. TREASURER.

He / she shall:

- (1) Receive all monies, from the members for their subscriptions, fines and other income from Club meetings, donations and fund-raising activities. Deposit the same in a bank or banks recommended by the finance committee and approved by the board of trustees.
- (2) Pay out monies in payment of Club obligations only on authority given by the trustees and minuted accordingly.
- (3) Have custody and keep and maintain general records of Club receipts and disbursements and bank accounts.
- (4) Prepare clear and accurate statements to members for their subscriptions, to be collected semi-annually. Collect such subscriptions, keep records of members' payments, issue written notices in the event of non-payment and advise the board of directors of any non-compliance / indebtedness.
- (5) Prepare and submit monthly financial reports to the board of trustees and members of the Club.

PROPOSED WORDING

by the end of April following the financial year end

- (6) Prepare the annual accounts statements for the Club. Arrange for the preparation of a Trustees' Annual Report. Arrange for the Club accounts to be supplied to the District Treasurer **by the end of December following the financial year end**. Arrange for the proper return to be made to the Charity Commission by the end of April following the financial year end.
- (7) 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. He / she will be ex officio a Trustee of the Club.

Section 6. MEMBERSHIP CHAIRMAN.

The Membership Chairman shall be the chairman of the membership committee and serve on the Club's board of trustees. The responsibilities for this position shall be:

- (1) Create a plan for Club membership growth. Present the plan to the Club's board of trustees for approval and support.
- (2) Understand the different membership types and programmes offered by LCI.
- (3) Create a plan for membership satisfaction and present it to the Club's board of trustees for approval and support.
- (4) Understand and incorporate membership satisfaction programmes into membership growth initiatives.
- (5) Form a membership committee and work with it throughout the term.

- (6) Encourage the recruitment of new members and promote award programs to the Club members.
- (7) Liaise with the board of trustees regarding the invitation of potential new members to join the club. Arrange for the proper formal induction ceremony for new members.
- (8) Ensure new members receive New Member Orientation and participate in the Lions Mentoring Programme as required.
- (9) Coordinate with the President and the Club's committee chairmen to ensure that new members are engaged in the activities of the Club and given roles to suit the Club's needs, the new members' aspirations and abilities.
- (10) Conduct exit surveys with members who leave the Club.

Section 7. SERGEANT-AT-ARMS AND LION TAMER (*Optional*).

The Lion Tamer shall have charge of and be responsible for the property and paraphernalia of the Club, including flags, banners, Lion money box, gong and gavel. He / she shall put each in its proper place before each meeting and return the same to the proper storage area after each meeting. He / she shall act as sergeant-at-arms at meetings and see that those present are properly seated.

Section 8. TAIL TWISTER (*Optional*).

He / she shall promote harmony, good fellowship, life and enthusiasm in the meetings and apply fines on club members. There shall be no ruling from his / her decision in imposing a fine, provided, however, that no fine shall exceed an amount fixed by the trustees of the Club, 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. All monies collected by the Tail Twister shall be immediately turned over to the Treasurer.

By-Law 11. Committees

Section 1. STANDING COMMITTEES.

The following standing committees and their chairpersons may be appointed by the club President, with the approval of the Trustees, except for the Membership Chairperson, who is elected. Additional committees may be established as determined by the Club's board of trustees.

Each committee so established by the President / board of trustees shall have at least one member who is a trustee of the Club (as provided for by clause 19.2.1 of the CIO Constitution).

(a) Administrative Committees:

Membership
 Constitution and By-Laws
 Finance
 Public Relations and Communications
 Leadership Development

(b) Principal Activities Committees:

Fund Raising
Community Services

Section 2. MEMBERSHIP and VOLUNTEER COMMITTEE.

The membership committee may be structured in a way to best fit the Club. The membership committee should include the current Membership Chairman, last year's membership chairman, last year's vice membership chairman and may also include any club members interested in new member recruitment and Volunteer promotion and satisfaction.

Section 3. SPECIAL COMMITTEES.

From time to time, the President may appoint, with the approval of the board of trustees, such special committees as may be necessary in his / her judgment or the judgment of the board of trustees.

Section 4. PRESIDENT EX-OFFICIO.

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

Section 5. COMPOSITION.

All committees shall consist of a chairman, and subject to Section 2 above, as many members as shall be considered necessary by the President and other trustees.

Section 6. COMMITTEE REPORTING.

Each committee, through its chairman, should be encouraged to report, either verbally or in writing, each month to the board of trustees and in turn to the Club meeting giving clear indication of proposals requiring approval of members and trustees or decisions taken under delegated powers requiring ratification by the trustees.

By-law 12. Meetings

Meetings must be called in accordance with the CIO constitution.

Section 1. BOARD OF TRUSTEES REGULAR MEETINGS.

PROPOSED WORDING

But nor less than once every quarter

Regular meetings of the board of trustees shall be held at such times and places as the board shall determine **but not less than once in every two months.** (It is recommended that the board of trustees meet at least once each month, ideally prior to the meeting of the Club.)

Section 2. BOARD OF TRUSTEES SPECIAL MEETINGS.

Special meetings of the board of trustees shall be held when called by the President or another trustee, at such time and place as the President or other trustee shall determine.

Section 3. REGULAR CLUB MEETINGS / EVENTS.

Regular meetings of the Club shall be held at times and places recommended by the board of trustees, and approved by the Club members. Except as otherwise specifically provided in the Club's constitution and by-laws, notice of regular meetings shall be given in such manner as the board of trustees deems proper to effectively communicate the meeting and / or event to all Club members and encourage involvement. Regular Club meetings may be replaced by service projects or other events as determined by the Club members. It is recommended that the Club host a meeting, event or service activity at least once a month.

Section 4. 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 trustees, 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 fourteen (14) clear days prior to the date thereof.

Section 5. ANNUAL GENERAL MEETING.

An Annual General Meeting of this club shall be held in the month of March of each year at a time and place determined by the board of trustees. At this meeting the Trustees Annual Report and Statement of Accounts which have been independently examined shall be formally approved. Also at this meeting the officers and trustees who are to serve for the forthcoming Lions year from 1st July shall be elected.

Section 6. ALTERNATIVE MEETING FORMATS.

Regular and / or special meetings of this club and / or board of trustees 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 trustees.

Section 7. CHARTER ANNIVERSARY.

A charter anniversary meeting of this club may be held each year, at which time special attention shall be devoted to the purposes and ethics of Lions, and the history of this club.

Section 8. QUORUM .

The presence in person of the greater of 25% or three of the members in good standing shall be necessary for a quorum at any meeting of this club other than a meeting of the board of trustees. Except as otherwise specifically provided, the act of a majority of the members present at any general meeting or by written resolution shall be binding on all the members.

By-law 13. Fees and Dues

The level of fees and dues shall be as approved / amended by the Club members at an annual general meeting of the Club.

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

Each member of this club shall pay the regular half yearly subscription which shall include an amount to cover current International, District and Multiple District dues (to defray the administrative and annual convention costs of Lions Clubs International and similar District and Multiple District costs) and shall be paid semi-annually in advance at such times as the board of trustees shall determine. The level of member subscriptions shall be determined by the board of trustees and approved by the members.

By-law 14. Miscellaneous

Section 1. FISCAL YEAR.

The fiscal year of this club shall run from July 1 to June 30.

Section 2. PARLIAMENTARY PRACTICES.

Except as otherwise specifically provided in the Club's constitution and by-laws, all questions of order or procedure with respect to any meeting or action of the Club, its board of trustees or any committee appointed hereunder shall be determined in accordance with Robert's Rules of Order, Newly Revised, and as further revised from time to time.

Section 3. PARTISAN POLITICS / RELIGION.

The 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 the Club.

Section 4. PERSONAL BENEFIT.

Except to further his / her progress in Lions, no officer or member of the 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 5. COMPENSATION.

No officer shall receive any compensation or personal benefit for any service rendered to the Club in his / her official capacity.

Subject to clauses 6 and 7 of the Club's constitution, the board of trustees and members may claim reasonable expenses properly incurred when carrying out their duties for the Club, in accordance with the Club's expenses policy and CC11 Trustee Expenses and Payments. <https://www.gov.uk/government/publications/trustee-expenses-and-payments-cc11>

Section 6. SOLICITATION OF FUNDS.

No funding proposals may be made during Club meetings by any individual or individuals who

are not members of the Club. Any suggestion or proposition made at any meeting of the Club

calling for the expenditure of money for other than the regular obligations shall be referred to the appropriate committee and/or to the board of trustees for further review.

By-law 15. Amendments

Section 1. AMENDING PROCEDURE.

These by-laws may be altered, amended or repealed at any general meeting of the Club at which a quorum is present, by the vote of a majority of the Club members present in person and voting, providing that the changes do not affect the charitable status of the Club or infringe its Constitution. Some changes may require prior written consent from the Charity Commission.

Section 2. NOTICE.

No amendment to these by-laws shall be put to vote, unless written notice, stating the proposed amendment shall have been given to the members in accordance with clause 12.2.1 of the Club's constitution.

Section 3. CONTENT OF AMENDMENT.

No amendment shall be put to vote which contravenes any of the provisions laid down in the Club's Constitution.