



## **LIONS OF OKLAHOMA, MULTIPLE DISTRICT 3, INCORPORATED**

### **CONSTITUTION AND BY-LAWS COMMITTEE**

**The Constitution and By-Laws Committee has approved the presentation of the following proposed Amendments as revised that will be presented for vote at the Oklahoma Lions State Convention on April 25, 2026. The vote on these Amendments will be by certified club delegates. (Clubs must be in good standing to have their delegates certified.)**

#### **CONSTITUTION**

The Constitution requires a two-thirds majority vote for approval.

##### **Amendment I**

This has been changed to only reflect the Legal and doing business as names of the Corporation. The Article V, Supremacy will not be changed. Color has been added to this Amendment.

##### **Amendment II Constitution Amendment 2**

A typographic error has been corrected on the replaced Article VI, Section 3. Color has been added to this Amendment.

#### **BY-LAWS**

The By-Laws require a simple majority of votes for approval.

##### **Amendment 1 By-Laws Amendment 1**

On page 3 a typographic error that omitted Article IV header and the New Section 4 has been corrected. This language is directly from the Standard Form.

Article IV, Section 5 is new language establishing standing committees in addition to the Committees in the new Article IV Section 3.

Color has been added to this Amendment.

The attached Amendments have be approved by the Constitution and By-Laws Committee.

PDG Dean Taylor, Chair  
Constitution and By-Laws Committee

## **CONSTITUTION AMENDMENT 1 (Final)**

### **NEW LANGUAGE:**

**LIONS OF OKLAHOMA, MULTIPLE DISTRICT 3, INCORPORATED CONSTITUTION**

#### **ARTICLE I**

##### **Name**

### **NEW**

#### **SECTION 1. Names**

This organization will be known as Lions of Oklahoma, Multiple District 3, Incorporated, hereinafter referred to as "multiple district", and doing business as Lions of Oklahoma.

### **REPLACES:**

**LIONS OF OKLAHOMA MULTIPLE DISTRICT 3 CONSTITUTION**

#### **ARTICLE I**

##### **Name**

**SECTION 1.** This organization will be known as Multiple District No. 3, Lions of Oklahoma, hereinafter referred to as "State," Lions Clubs International, hereinafter referred to as "International."

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**THE NEW LANGUAGE CONFORMS TO THE LANGUAGE IN THE STANDARD FORM PROVIDED BY LIONS CLUBS INTERNATIONAL.**

**THE MOST IMPORTANT VALUE OF THIS AMENDMENT IS THE ESTABLISHMENT OF THE DOING BUSINESS AS NAME FOR THE CORPORATION. THIS NAME HAS ALREADY BEEN USED IN FILING THE FORM 990 WITH THE INTERNAL REVENUE SERVICE.**

# CONSTITUTION AMENDMENT 2 (Final)

## ARTICLE VI

### Officers and Council of Governors

#### NEW

Section 1. **COMPOSITION.** There shall be a Council of Governors composed of all the district governors in the multiple district and shall also include one current or past district governor who shall serve as council chairperson. The officers of this multiple district shall be the members of the Council of Governors. Each member of the council of governors, including the council chairperson, shall have one (1) vote on each question requiring action of the council of governors. The council chairperson shall serve for a one-year term only and cannot serve in that capacity again. (Note: Article VIII, Section 4 of the International By-Laws permits the multiple district, by provision in its constitution and by-laws, to include certain other Lions as members of the Council of Governors.)

Section 2. **OFFICERS.** The officers of the Council of Governors shall be a chairperson and vice-chairperson, secretary and treasurer and such other officers as the Council of Governors shall deem necessary, all of whom shall be elected annually by the Council of Governors.

Section 3. **POWERS.** Except where inconsistent with and contrary to the provisions of the articles of incorporation and constitution and by-laws of Lions Clubs International, the powers granted therein to the board of directors of said association, and the policies and acts of said board of directors, the Council of Governors shall:

- (a) Have jurisdiction and control over all officers and agents, when acting as such, of the Council of Governors and all committees of the multiple district and multiple district convention;
- (b) Have management and control over the property, business and funds of the multiple district;
- (c) Have jurisdiction, control and supervision over all phases of the multiple district convention and all other meetings of the multiple district;
- (d) Have original jurisdiction, when authorized under policy of the international board of directors and under rules of procedure prescribed by said board, to hear and rule upon any complaint of a constitutional nature raised by any sub-district or districts, and Lions club, or any member of a Lions club, in the multiple district. All such rulings of the Council of Governors shall be subject to review and decision by said international board;
- (e) Have control and management of all budgetary matters of the multiple district and committees of the multiple district and multiple district convention. No obligation may be approved or made which shall effect an unbalanced budget or deficit in any fiscal year.

Section 4. **REMOVAL.** At the request of the majority of the Council of Governors, A Special Meeting of the Council may be called for the purpose of removal of the Council Chairperson. Regardless of the manner in which the Council Chairperson is selected or elected, the Council Chairperson may be removed from the Council for cause by an affirmative vote of 2/3 of the entire number of the Council of Governors.

**THE NEW LANGUAGE MIRRORS TO THE LANGUAGE IN THE STANDARD FORM PROVIDED BY LIONS CLUBS INTERNATIONAL.**

**REPLACES:**

**ARTICLE VI**

**Officers and Council of Governors**

**SECTION 1. OFFICERS.** The officers of this Multiple District shall be members of the Multiple District Council of Governors, which shall be composed of the District Governors and a chairperson who shall be selected in accordance with Article VI Section 3.

**SECTION 2. ORGANIZATION.** The District Governors-elect shall meet during the Multiple District (State) Convention and organize by electing a Council Chairperson, Vice Council Chairperson, State Treasurer, State Secretary and conducting such other business as shall be necessary. The Council Chairperson, Vice Council Chairperson, State Secretary, State Treasurer, Parliamentarian, Office Secretary, and any additional State employees shall be given written job descriptions, which may be modified or updated by any Council of Governors. In

the event the Council determines that the elected Council Chairperson is unable to perform his/her duties, the Council shall appoint the Vice Council Chairperson as the acting Council Chairperson. The Vice Council Chairperson has no official duties, responsibilities, authority or vote until the Council has declared him/her to be Council Chairperson.

**SECTION 3. ELECTED POSITIONS**

- (a) The Council Chairperson shall be a Past District Governor who has served within the past 5 years and shall be elected for a one-year term and shall not serve in that capacity again.
- (b) The Vice Council Chairperson shall be a Past District Governor who has served within the past 5 years. The Vice Council Chairperson may be asked to facilitate a meeting at the request of the seated Council Chairperson. A Vice Council Chairperson who has served for a majority of a term as Council Chairperson may not serve in that capacity again.

**SECTION 4. ADVISORY BOARD.** There shall be an Advisory Board composed of the Immediate Past District Governors (District Advisors) and one other Past District Governor (Council Advisor) from each District who shall be appointed by the respective District Governors. The Council Advisor shall not be eligible for a second term without an intervening period of one year.

**SECTION 5. PAST DISTRICT GOVERNORS.** Any Past District Governor who shall move into the State of Oklahoma shall be recognized as a Past District Governor, except that he/she shall not be eligible to hold the office of Council Chairperson.

**SECTION 6. QUORUM.** A majority of the Governors on the State Council shall be required to constitute a quorum for the transaction of any business of the Council.

**SECTION 7. MEETINGS.** The Council shall hold a regular meeting within sixty (60) days after the date on which the District Governors officially take office, and such other meetings as it deems advisable. All meetings shall be open to the membership except those pertaining to personnel matters. The Council Chairperson or the Secretary, at the chairperson's direction, shall issue a ten (10) day notice for each Special Meeting of the Council, with the time and place thereof to be set out in the call as determined by the chairperson. The date and place of any regular meeting, save the first, which shall be set by the chairperson, shall be determined by the Council. Emergency and Special meetings may be held by verbal/electronic notification to the Governors of the time, place, and agenda of the meeting or by a conference call to all Governors who are available for such communication. An effort must be made to contact all Governors. All action taken by the Council at such Emergency/Special meetings must be ratified by two-thirds (2/3) of the entire Council at the next regular or special Council meeting.

**SECTION 8. POWERS.** Except where inconsistent with and contrary to the provision of the Articles of Incorporation and Constitution and By-Laws of the International Association of Lions Clubs, the powers granted therein to the Board of Directors of said Association, and the policies and acts of said Board of Directors, the Multiple District Council shall:

- (a) Have jurisdiction and control over all officers and agents, when acting as such, of the Multiple District Council and all committees of the Multiple and Multiple District Convention.
- (b) Have management and control over the property, business, and funds of the Multiple District.
- (c) Have jurisdiction, control, and supervision over all phases of the Multiple District Convention and all other meetings of the Multiple District.
- (d) Have original jurisdiction, when authorized under the policy of the International Board and under rules of procedure prescribed by said Board, to hear and rule upon any complaints of a constitutional nature raised by any District or Districts, any Lions Club or any member of a Lions Club, in the Multiple District. All such

rulings of the Council shall be subject to review and decision by said International Board.

- (e) Have control and management of all budgetary matters of the Multiple District and committees of the Multiple District and Multiple District Conventions. No obligation may be approved or made which shall affect an unbalanced budget or deficit in any fiscal year.
- (f) Members of the Council of Governors, other than a District Governor, may be removed for cause by an affirmative vote of two-thirds (2/3) of the entire number of the Council of Governors.