

**WEST VIRGINIA LIONS
SIGHT CONSERVATION FOUNDATION
CONSTITUTION**

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CONSTITUTION

ARTICLE I

Section 1. Name

This organization shall be known as The West Virginia Lions Sight Conservation Foundation.

Section 2. Objects

The purpose of this organization shall be to provide sight and hearing conservation and rehabilitation.

Section 3. Governance

The Foundation shall be governed by a Board of Trustees, consisting of the District Governors of each District of Multiple District 29 and three members elected from each District ("Elected Trustees").

Section 4. Fiscal Year

The fiscal year of the Foundation will be July 1 to June 30.

ARTICLE II TRUSTEES

Section 1. Qualifications

At the time of election, each Elected Trustee shall be an active member in good standing of a Lions club in good standing in the District from which he or she is elected. If any Trustee shall cease to be a member of a Lions Club in the District from which he or she was elected, his (her) term of office shall thereon cease and the office will be declared vacant.

Section 2. Term of Office

Elected Trustees shall serve three-year terms, which shall begin on July 1 next following their election. No Trustee may serve more than three consecutive terms or the major portion thereof.

Section 3. Election

Election for Elected Trustees shall be by secret written ballot held at a District or Multiple District Convention. The candidate(s) receiving a simple majority of the votes cast by the delegates present and voting shall be declared elected. In the event of a tie vote, or if no candidate receives the required majority, balloting shall continue for each position with respect to the two nominees only who received the largest number of votes on the previous ballot until one receives the required majority of the votes cast. The results of the elections shall be verified to the District Governor and become a part of the minutes of that convention. The ballots shall be delivered to the State Council Secretary to be held in case of a recount.

Section 4. Removal

Any Elected Trustee may be removed from office by a vote of two-thirds of the Trustees for nonattendance, malfeasance, misfeasance, or conduct bringing disgrace upon the Foundation.

Section 5. Vacancies

If a vacancy occurs for any reason, the District Governor of the District where there is a vacancy shall appoint a successor to serve until the next District Convention, at which time a replacement shall be elected to serve the unexpired term.

Section 6. Meetings

Regular meetings of the Board of Trustees shall be held quarterly. An organizational meeting shall be held at the close of the Multiple District Convention to elect officers for the ensuing year. Special meetings may be called by the President or any four Trustees. Notice of a special meeting shall indicate the business to be considered at the meeting.

Section 7. Quorum

A quorum of the Board of Trustees shall consist of seven members. In the absence of officers due to reasonable cause, the Trustees in attendance shall elect a temporary chairman.

Section 8. Officers

At the organizational meeting, the Trustees shall elect a President and Vice President from among the Elected Trustees. A Secretary-Treasurer shall be elected and may be from among the Elected Trustees or from outside the Board of Trustees.

Section 9. Compensation

The Trustees shall serve without compensation. If any Trustees are reimbursed for expenses, the Rules of Audit established by Lions Clubs International shall be utilized to determine the amount of reimbursement.

ARTICLE III POWERS AND DUTIES OF TRUSTEES

Section 1. Administration of Funds

The Board of Trustees shall have the power and authority to administer, disburse, invest and control all monies contributed to the Foundation.

Section 2. Employment of Staff

The Board of Trustees may employ such staff as they deem necessary and appropriate. The Board shall determine the terms of employment and provide for proper management of the staff.

ARTICLE IV AMENDMENTS

Section 1. Method

This Constitution may be amended only at a Multiple District Convention, by resolution reported by the Multiple District Committee on Constitution and By-Laws and adopted by the affirmative vote of two-thirds (2/3) of the delegates present and voting.

Section 2. Procedure and Timing

No amendment shall be so reported or voted upon unless the same shall have been published by regular post or electronic means to the President and Secretary of each club, all Past District Governors, all Multiple District Coordinators and Chairpersons, and all Cabinet officers no less than thirty (30) days prior to the convening date of the annual convention with notice that the same will be voted upon at said convention.

Section 3. Effective Date

Each amendment shall take effect at the close of the Multiple District Convention at which it was adopted unless otherwise specified in the amendment.