

NORTH CAROLINA



Lions, Inc.

North Carolina Lions, Incorporated
PO Box 39
Camp Dogwood Drive
Sherrills Ford, NC 28673

By-Laws

Revised May 1, 2016

Blank Page

BY-LAWS

NORTH CAROLINA LIONS, INCORPORATED

ARTICLE I NAME

The name shall be the North Carolina Lions, Incorporated, with its principal office at Camp Dogwood, Sherrills Ford, Catawba County, North Carolina.

ARTICLE II PURPOSE

Section 1: The purpose of the North Carolina Lions, Incorporated shall be to:

- A. Sponsor and/or coordinate projects and programs promoting the prevention of blindness and the continuous care, education, vocational training and placement of the blind and visually impaired in the State of North Carolina.
- B. Sponsor and/or coordinate projects and programs for aid to the hearing impaired, disaster victims, and diabetes awareness programs and other benevolent purposes for which the Lions of North Carolina raise funds or otherwise support.
- C. Encourage the local Lions Club to provide, through recommendations from the County Department of Social Services or other social agencies, examination, medical treatment, surgery, hospitalization, optical supplies, hearing aids and similar services and supplies for the blind and visually handicapped indigent citizens who are not eligible for services through tax supported programs.
- D. Serve as the umbrella services organization for all statewide programs recommended by the North Carolina Lions State Council and approved by the North Carolina Lions.
- E. Manage, operate and maintain the facilities owned by the North Carolina Lions, Incorporated.
- F. Provide channels of communication between the North Carolina Lions, Incorporated and the Lions of North Carolina.

G. Comply with the Constitution and By-Laws of Lions Clubs International and promote the Lions International Objects and the Lions Code of Ethics.

Section 2: This North Carolina Lions, Incorporated in its activities and policies shall be nonsectional, nonsectarian and nonpartisan.

Section 3: This North Carolina Lions, Incorporated shall have no affiliation with any individual, group or agency outside the boundaries of the State of North Carolina with respect to disbursement of financial aid.

ARTICLE III GENERAL POWERS

Section 1: The North Carolina Lions, Incorporated shall have the power to acquire, hold or dispose of properties, monies or other articles of value which it may come into possession thereof.

Section 2: Nothing in the North Carolina Lions, Incorporated By-Laws will be in conflict with, or interfere with the normal function of Multiple District 31 of Lions Clubs International.

ARTICLE IV OFFICERS AND DIRECTORS

Section 1: The Board of Directors of the North Carolina Lions, Incorporated shall be the District Governors and Council Chairperson of Multiple District 31 of Lions Clubs International, two elected Directors from each sub-district, the President, Immediate Past President, First Vice-President, Second Vice-President, Secretary, and the Treasurer.

Section 2: The elective officers of the North Carolina Lions, Incorporated shall be President, First Vice-President, Second Vice-President, Secretary and Treasurer. All members of the Board of Directors and officers of the North Carolina Lions, Incorporated, must be Lions in good standing; with the President, First Vice-President, and Second Vice-President having served on the Board of Directors as a District Governor, as an elected director from his or her sub-district, or in any other Director position..

Section 3: In case any elected Director shall, during his/her term of office, move out of the sub-district from which he/she was elected, miss two consecutive Board Meetings without justifiable cause, or be unable to serve for any reason, as determined by his/her District

Cabinet, his/her term of office shall terminate and the successor for his/her unexpired term shall be appointed by the District Governor.

Section 4: In no event shall an elected Director serve more than two consecutive elected terms.

Section 5: The corporate powers of the North Carolina Lions, Incorporated shall be vested in the Board of Directors.

- A. It shall have complete control of the management of the North Carolina Lions, Incorporated, its properties and finance, and shall exercise general control and supervision over all officers and assigned committees.
- B. The Board of Directors* shall employ an Executive Director and/or other administrative officers necessary to accomplish the objectives of the North Carolina Lions, Incorporated and shall fix the term of employment, compensation, duties, and other matters pertaining to this position. All North Carolina Lions, Incorporated personnel shall work under the direct supervision of the Executive Director in compliance with the Statement of Personnel Policies and Practices of the North Carolina Lions, Incorporated. In addition, the Executive Director is responsible for allocation of equipment and personnel to support the administrative responsibilities of the North Carolina Lions Multiple District 31 Secretary and Treasurer. *(Effective July 1, 1991)
- C. No member of the Board of Directors or elected officer shall be entitled to receive any salary from the North Carolina Lions, Incorporated.
- D. The Board of Directors shall approve a line item balanced budget annually, depicting anticipated receipts and expenditures that include an adequate reserve fund to ensure a smooth cash flow for the fiscal year.

In the event of a natural disaster or other unforeseen catastrophe, the Board, with a two-thirds majority vote, may deviate from the balanced budget requirements for the remainder of the fiscal year only.

- E. The Board of Directors shall provide for an annual audit of the books and financial accounts of the North Carolina Lions,

Incorporated by a Certified Public Accountant, retaining such Accountant at a nominal fee for consulting purposes in maintaining an up-to-date set of financial records. A copy of the auditor's report shall be furnished to each member of the Board of Directors.

Section 6: A majority of the Board of Directors or of any standing committee shall constitute a quorum at any meeting of the Board or standing committee.

Section 7: In the event of a vacancy in any office, the Council of Governors of Multiple District 31 of Lions Clubs International shall submit one or more names to the Board of Directors which shall have the power to fill such vacancy for the unexpired term except that of President, in which case the Vice-Presidents shall succeed to the office of President according to rank.

Section 8: Special meetings of the Board of Directors may be called by the State Council of Governors of Multiple District 31 of Lions Clubs International or the President of the North Carolina Lions, Incorporated, at his/her discretion, provided that ten days written notice of special meetings of the Board of Directors be given each member of the Board.

Section 9: The Executive Committee shall be the President, Immediate Past President, First Vice-President, Second Vice-President, Secretary, Treasurer, the Chairperson of the State Council of Governors of Multiple District 31 of Lions Clubs International or his/her appointee, and one member from each of the newly elected two (2) year directors and the remaining directors, elected by their group at the August meeting of the Board of Directors, to serve till a successor is elected. The Executive Committee may act for and on behalf of the Board of Directors in the interim between sessions of said Board. A majority of the members of the Executive Committee shall constitute a quorum. Any action taken by the Executive Committee shall be reported to the Board of Directors by the President at the next regularly scheduled meeting of the Board and shall be recorded by the Secretary in the permanent records of the North Carolina Lions, Inc.

ARTICLE V

MEETINGS

Section 1: An Annual Meeting of the General Membership and four Board of Directors Meetings of the North Carolina Lions, Incorporated shall

be held annually. The Annual Meeting of the General Membership shall be on the first Sunday in May beginning at 11:00 a.m. or as soon thereafter following the conclusion of the meeting of the Board of Directors. The Board of Directors shall meet in August, November, February, and May. These meetings shall be on the second Sunday of said designated months, at a time and place designated by the Board of Directors, with the exception of the May Meeting which will be held on the first Sunday in May. The Board of Directors may change the meeting due to emergencies which may arise prior to any given meeting. Notice of such meetings shall be mailed to each member of the Board of Directors and to the President of each Lions Club in Multiple District 31 of Lions Clubs International at least 30 days prior to the meeting.

Section 2: The fiscal year of the North Carolina Lions, Incorporated shall be July 1 through June 30.

Section 3: The power to vote in the Annual Meeting of the General Membership shall be limited to qualified and certified voting delegates (certified by club President or Secretary) present, to Life Members present who can be qualified and certified by North Carolina Lions Association for the Blind records as having been Life Members prior to March 4, 1985, and to Lions present who have served as President of either the North Carolina Lions, Incorporated or its predecessor organizations. Each charter Lions Club in North Carolina shall be entitled to one voting delegate and one alternate delegate for each ten members *who have been enrolled for at least one year and a day in the Club*, or major fraction thereof, based upon their active membership as *shown by the records of Lions International on the first day of the month last preceding that month during which the Annual Meeting is held*. Persons who are qualified and certified as being Life Members prior to March 4, 1985, and Past Presidents of the North Carolina Lions, Incorporated or its predecessor organizations, shall be a voting delegate in his/her own right, shall enjoy the same privileges extended to voting delegates and shall in no way affect the number of voting delegates assigned to any Lions Club. Each qualified and certified voting delegate, each qualified and certified Life Member, and each qualified and certified Past President shall be entitled to cast only one vote for each office or each question submitted.

Qualified delegates arriving at the Annual Meeting who have not been properly certified beforehand by their club secretary or president may be certified at the meeting by their club secretary or president. In the event officers are not in attendance, the District

Governor or Vice District Governor of the District of which the club is a member may certify the delegate. Certification must take place, in person, at the certification desk.

All qualified delegates must be certified prior to the beginning of the Annual Meeting. The President of the North Carolina Lions, Incorporated shall announce the official cutoff time for certification prior to the beginning of the Annual Meeting.

ARTICLE VI MEMBERSHIP

Section 1: Memberships in the North Carolina Lions, Incorporated shall consist of Active, Sustaining, Patron or Life Memberships. All members in good standing of Lions Clubs in North Carolina are Active Members of the North Carolina Lions, Incorporated.

Section 2: Paid Membership classifications shall be as follows:

- A. A Sustaining Member--\$50. or more but less than \$100.
- B. A Patron Member--\$100. or more but less than \$200.
- C. A Life Member--\$200. or more.

Section 3: Persons purchasing a Life Membership may designate such contribution to be placed in the North Carolina Lions, Incorporated Endowment Fund. Only earned income from this fund will be used for current North Carolina Lions, Incorporated obligations. In the absence of specific designations, Life Membership contributions will be placed in the general operating fund of the North Carolina Lions, Incorporated. All other membership contributions will be placed in the general operating fund of the North Carolina Lions, Incorporated.

Section 4: Annual membership in the North Carolina Lions, Incorporated shall be from the date contributions are received by the North Carolina Lions, Incorporated.

Section 5: Life Members shall be entitled to all rights and privileges of membership for life, unless revoked for sufficient reason by the Board of Directors.

ARTICLE VII ELECTIONS

Section 1: At the August meeting of the Board of Directors the President shall announce the members of the Nominating Committee appointed by the Council of Governors consisting of one member from each sub-district of Multiple District 31 of Lions Clubs International.

Section 2: No person shall be eligible to hold office or be appointed to a committee in the North Carolina Lions, Incorporated unless he/she is a Lion in good standing.

Section 3: The Nominating Committee shall meet, decide and propose one or more nominees for each elective office of the North Carolina Lions, Incorporated, except Elective Directors, to be filled at the next election. The Elective Directors shall be elected at district meetings prior to May 1 each year.

Section 4: The office of President, First Vice-President, and Second Vice-President shall be filled only by persons previously having served as a member of the Board of Directors of the Organization as a District Governor, an elected director from his or her sub-district, or in any other Director position.

Section 5: The Nominating Committee shall obtain written consent from each nominee confirming his/her willingness to serve, and such written consent shall be turned over to the Secretary of the North Carolina Lions, Incorporated and become a part of the permanent records.

Section 6: The report of the nominating committee shall be made at the February meeting of the Board of Directors. Any additional nominations may be made from the floor at the Annual Meeting of the General Membership in May by a North Carolina Lions, Incorporated Delegate present prior to election provided, however, that nominations are not in conflict with Article VII, Section 7 of these By-Laws.

Section 7: The election of officers shall be at the Annual Meeting of the General Membership in May and shall be by secret, official ballot. A plurality vote shall be necessary to elect.

The office of the President, First Vice-President, and Second Vice-President shall be elected annually and take office on July 1. The time for each position shall be limited to one term.

The Secretary shall be elected annually and take office on July 1. The term of office shall be for no more than three consecutive one-year terms.

The Treasurer shall be elected annually and take office on July 1. The term of office shall be for no more than four consecutive one-year terms.

- Section 8: All officers except Elective Directors shall be elected annually and take office on July 1, and shall hold office for one year from that date.
- Section 9: One-half of the Elective Directors shall be elected annually and shall take office on July 1, and shall hold office for two years.
- Section 10: Voting shall be limited to qualified and certified voting delegates present, and qualified and certified Life Members present, and qualified and certified Past Presidents of the North Carolina Lions, Incorporated or its predecessor organizations present only, and no delegate, Life Member, or Past President shall cast more than one vote for each office or each questions submitted (Article V, Section 3).
- Section 11: Counting of votes shall be performed by a committee of the individual District members of the Nominating Committee chaired by the Nominating Committee Chairperson.

ARTICLE VIII DUTIES OF OFFICERS

- Section 1: The President shall be the Chief Executive Officer of the North Carolina Lions, Incorporated and shall preside at all Executive Committee, Board of Directors and General Membership meetings. He/She shall issue the call for regular and called meetings of the Executive Committee, Board of Directors and General Membership. He/She shall appoint the Chairpersons of the standing Committees outlined in the By-Laws, and shall be an ex-officio member of each of these Committees. He/She shall see that the Committees function and shall cooperate with the Committees towards carrying out the purposes and objectives of this North Carolina Lions, Incorporated. He/She shall call for regular written Committee reports. He/She shall see that regular elections are held in accordance with these By-Laws.
- Section 2: The Vice-Presidents succeed or substitute for the President in case of absence or vacancy, according to their order of office. They shall, under the direction of the President, oversee the functioning of the following committees or any other committees the President

may designate: e.g., First Vice-President shall be in charge of the Budget and Finance, By-Laws, Camp Dogwood, Endowments, Brighter Visions Annual Fund Drive, and Research and Long Range Planning and the Second Vice-President shall be in charge of Clinical Eye Research, Properties, Public Information & Education, Nominating, Sight & Hearing and Volunteers committees..

Section 3: The Secretary shall attend all General Membership, Board of Directors and Executive committee meetings, and assisted by the Executive Director, shall report all votes and the minutes of all proceedings at such meetings. He/She shall keep a record of all committee appointments and lists of officers showing addresses and telephone numbers. He/She shall give notice in writing of all General Membership, Board of Directors and Executive Committee meetings. He/She shall perform such other duties as may be prescribed by the Board of Directors.

Section 4: The Treasurer shall be custodian of all funds and securities belonging to the North Carolina Lions, Incorporated and shall keep full and accurate records of receipts and disbursements. He/She shall deposit all monies and all other valuable effects of the North Carolina Lions, Incorporated in such depositories as may be designated by the Board of Directors, and in the name of and to the credit of the North Carolina Lions, Incorporated. He/She shall disburse the funds of the North Carolina Lions, Incorporated as he/she may be ordered by the Board of Directors, taking properly approved vouchers for such expenditures. He/She shall prepare and submit financial reports to the Budget and Finance Committee and the Board of Directors at their regular or called meetings. The Treasurer and the President and all other officers and staff handling funds shall be adequately bonded by a bonding company approved by the Board of Directors. He/She may delegate certain duties of the Treasurer to North Carolina Lions, Incorporated staff members; however, he/she will continue to have full responsibilities for carrying out the duties of the office of Treasurer.

Section 5: The Elective Directors shall be the principal liaison officers between the North Carolina Lions, Incorporated and the Lions District, Club officers and general public, and they shall present a report concerning the current operations of the North Carolina Lions, Incorporated at each regularly scheduled Cabinet meeting.

ARTICLE IX

COMMITTEES

Section 1: Wherever three year terms are referred to in the North Carolina Lions, Incorporated By-Laws, subsequent Governors approval is required for District appointments. North Carolina Lions Incorporated State Chairpersons require the approval of subsequent North Carolina Lions, Incorporated Presidents

Section 2: A. The Chairperson of the following standing committees, with the exception of the By-Laws, Nominating, and Research and Long Range Planning Committees, shall be appointed by the President of the North Carolina Lions, Incorporated, before July 1, next, following his/her election to office.

One member of each Committee shall be appointed by each District Governor-Elect, before July 1, next, following his/her election to office, except for members of the Budget and Finance Committee, the Properties Committee, the Public Information and Education Committee, the Sight and Hearing Conservation Committee and the By-Laws Committee, whose appointments are for a three-year term. Appointments to these committees to fill any vacancies created by this rotation system shall be made by the appropriate District Governor-Elect before July 1, following his/her election to office. Should he/she move out of the sub-district from which he/she was appointed, miss two consecutive meetings without justifiable cause, or be unable to serve for any reason, as determined by the District Governor, his/her term on the committee shall terminate and the successor for his/her unexpired term shall be appointed by the District Governor.

- (1) Budget and Finance
- (2) By-Laws
- (3) Camp Dogwood
- (4) Sight and Hearing Conservation
- (5) Brighter Visions Annual Fund Drive
- (6) Properties
- (7) Public Information and Education
- (8) Fellowships and Partners Committee
- (9) Clinical Eye Research
- (10) Volunteers
- (11) Nominating
- (12) Research and Long Range Planning

B. The President may appoint any special Committees and advisory Committees he/she deems necessary in the promotion and expansion of the work of the North Carolina Lions, Incorporated.

- C. The North Carolina Lions, Incorporated staff and committee members shall be adequately bonded by a bonding company approved by the Board of Directors.
- D. The North Carolina Lions, Incorporated committee members as specified in Article IX, Section 2, A and B, shall be afforded the opportunity to be reimbursed for expenses not to exceed North Carolina Lions, Incorporated Rules of Audit.

- Section 3: The President shall be an ex-officio member of all committees.
- Section 4: All standing committees shall consist of a Chairperson and one member from each sub-district of Multiple District 31 of Lions Clubs International. No committee Chairperson or member shall serve for more than three one-year terms consecutively on the same committee.
- Section 5: When requested by the President, Committee Chairpersons shall report either verbally or in writing at each regular meeting of the Executive Committee.
- Section 6: When appropriate, matters brought to the attention of the full Board of Directors or Executive Committee shall be referred to the proper Committee for study, evaluation and action prior to submission to the Board of Directors.
- Section 7: In the event any Committee member shall, during his/her term of office, move out of the sub-district from which he/she was appointed, miss two consecutive committee meetings without justifiable cause, or be unable to serve for any reason, his/her term of office shall terminate and a successor for his/her unexpired term shall be appointed by the respective District Governor,

ARTICLE X STANDING COMMITTEES AND THEIR DUTIES

- Section 1: BUDGET AND FINANCE
This committee shall prepare in cooperation with the North Carolina Lions, Incorporated Executive Director and Treasurer a budget that would ensure that the North Carolina Lions, Incorporated operate on a line item balanced budget annually, depicting anticipated receipts and expenditures that would include an adequate reserve fund to ensure a smooth cash flow for the fiscal year, and shall present this prepared budget at the May meeting of the Board of Directors for its consideration. Upon approval of this

budget by the Board, it is the responsibility of the Budget and Finance Committee to monitor the Budget and request explanations of variances. Any adjustments to line item budgeted accounts shall require the review and recommendations of this committee, and approval by the Executive Committee and the Board of Directors of the North Carolina Lions, Incorporated. Any receipts in excess of the budgeted line items shall be referred to this committee for recommendation prior to expenditure. The Budget and Finance Committee, with the Chairperson of the North Carolina Lions State Council Research and Long Range Planning Committee, shall make periodic visits to agencies receiving North Carolina Lions, Incorporated funds for on-site program evaluation. Committee members shall be appointed for a term of three years.

Section 2: **BY-LAWS**

The North Carolina Lions Multiple District 31 Constitution and By-Laws Committee will function as the By-Laws Committee of the North Carolina Lions, Incorporated. This committee shall meet prior to the November Board of Directors meeting and review the North Carolina Lions, Incorporated By-Laws to see that they are meeting the needs of the organization. This committee shall investigate changes proposed by the Board of Directors or the Annual Meeting of the General Membership and report them to the Board with the committee's recommendations. Committee members shall be appointed for a term of three years

Section 3: **CAMP DOGWOOD**

This Committee shall be responsible for conducting special fund raising activities for Camp Dogwood, subject to the approval of the Board of Directors and the North Carolina Lions State Council. All financial activities at Camp Dogwood shall adhere to the budget of the North Carolina Lions Incorporated. This Committee shall promote Camp Dogwood by encouraging both the blind, other handicapped, Lions and other authorized persons to make use of the facilities at the camp. The Committee shall inform the clubs of the camp's needs and encourage Lions Clubs to cooperate with Social Workers in preparing applications for visually impaired campers.

Section 4: **SIGHT AND HEARING CONSERVATION**

The Committee shall encourage clubs to enter into a variety of activities with the blind and/or hearing impaired community with particular emphasis on one-on-one involvement. Also, this Committee shall distribute information concerning services available to the blind and/or hearing impaired through the programs of the

North Carolina Lions, Inc., the Division of Services for the Blind and other agencies.

The Committee shall promote public information and awareness of the problems of the hearing impaired, screening and early detection of hearing problems, medical research, education, training and employment assistance, collection of used hearing aids, telephone and TV attachments and the use of Camp Dogwood and other types of recreation for the deaf and/or blind. This Committee shall promote the use of the Mobile Screening Unit by Lions Clubs. This Committee shall serve as liaison between the Lions Clubs and the Eye and Human Tissue Banks. The Committee shall cooperate with the Eye and Human Tissue Banks to educate the clubs and general public with the needs for tissue for transplantation. The Committee shall also serve as the education arm for the humanitarian acts of organ donation, procurement and transplantation of eye tissue.

The Committee shall be responsible for awarding the North Caroling Lions Educational Grants each year to worthy students of a blind or visually impaired parent and/or parents, either living or deceased. The committee develops promotional material and establishes criteria for awarding the North Carolina Lions Educational Grants subject to the approval of the Board of Directors. Also, this Committee shall assist in the selection of the winners of the grants in accordance with board policy. Committee members shall be appointed for a period of three years.

Section 5: **BRIGHTER VISIONS ANNUAL FUND DRIVE**

The duties of this Committee shall be to promote North Carolina Lions, Incorporated fund raising projects approved by the Board of Directors, the State Council of Governors, and the Lions of North Carolina in compliance with the existing state legislation. Funds collected from such drives, including Lions Clubs' contributions, shall be remitted to the state office of the North Carolina Lions, Incorporated which shall keep an accurate record of such funds. Monies shall be deposited in an approved bank to the credit of the North Carolina Lions, Incorporated.

This Committee shall promote North Carolina Lions, Incorporated fund raising projects through the use of Memorials and Honorariums. The duties of this committee shall include educating the local clubs regarding this program, promoting the use of Memorials and Honorariums by the general public, preparing informational brochures and materials for use of Lions and conducting programs This Committee should use all available means to promote Memorials and Honorariums such as district

newsletters, North Carolina Lions, Incorporated newsletters and press releases.

Section 6: **PROPERTIES**

This committee shall review all transactions involving real estate of the North Carolina Lions, Incorporated and make appropriate recommendations to the Board of Directors. This committee shall also be responsible for the maintenance and upkeep of all North Carolina Lions, Incorporated property. The committee shall work closely with the North Carolina State Council, Research and Long Range Planning Committee, and shall be responsible for determining North Carolina Lions, Incorporated property needs, developing necessary plans, and implementing approved plans. In addition to the appointed membership, the Chairperson of the Camp Dogwood Committee shall serve as an ex-officio member of the committee without a vote. Committee members shall be appointed for a term of three years.

Section 7: **PUBLIC INFORMATION AND EDUCATION**

This Committee provides the news media with prepared stories and pictures and news releases and prepares and distributes public service announcements in cooperation with any other committee. All such news media releases or public service announcements must be prior approved by the President of the North Carolina Lions, Inc. or his/her authorized representative. In addition, any public statement regarding the North Carolina Lions, Inc., must receive prior approval of the President of the North Carolina Lions, Inc. or his/her authorized representative.

This Committee also solicits advertising for the North Carolina Lions, Inc. publications and periodically reviews North Carolina Lions, Inc. publications, brochures, pamphlets, films, videos, and other media to keep all information current.

This Committee shall assist the Executive Director and/or other staff members assigned to this function in compiling information for the North Carolina Lions, Inc. publications and shall assist in producing a period newspaper.

This Committee shall also be responsible to assist the Executive Director in the review and updating of the North Carolina Lions, Inc. website.

Committee members shall be appointed for a term of three years.

- Section 8: **FELLOWSHIPS AND PARTNERS COMMITTEE**
This Committee shall promote the memories and accomplishments of Past International Presidents John L. “Jack” Stickleby, William L. Woolard, and Sid L. Scruggs, III to the Lions of North Carolina through established programs.
- This Committee shall promote the use of the Jack Stickleby Fellowship as an endowment fund to assist in covering North Carolina Lions, Incorporated administrative expenses
- This Committee shall also promote the use of the William L. Woolard Partner-In-Service program not only to fund an endowment but also to provide funding for current programs and services
- This Committee shall promote the use of the Sid L. Scruggs, III Beacon of Hope Fellowship to provide funding to support campers attending Camp Dogwood Summer Program for the visually impaired.
- Section 9: **CLINICAL EYE RESEARCH**
This Committee will be responsible for overseeing the eye research projects that have been voted on and approved by the Lions of North Carolina. The committee members will coordinate their respective district fund raising projects for eye research. They will be responsible for having a close working relationship with agencies that are involved with eye research and in particular the ones that the Lions are supporting. Through programs and education, they will encourage the continued support of eye research throughout the State of North Carolina.
- Section 10: **VOLUNTEERS**
This Committee shall promote the use of volunteers to reduce the operating expense of the North Carolina Lions, Incorporated. Duties shall include seeking and preparing a list of potential volunteers and determining and coordinating work projects with the cooperation of the Properties Committee and the North Carolina Lions, Incorporated Staff. This committee should present programs and encourage clubs to provide volunteers.
- Section 11: The North Carolina Lions State Council’s Nominating Committee will function as the Nominating Committee for the North Carolina Lions, Incorporated.

Section 12: The North Carolina Lions State Council's Research and Long Range Planning Committee will function as the Research and Long Range Planning Committee for the North Carolina Lions, Incorporated.

ARTICLE XI AWARDS

North Carolina Lions, Incorporated Awards will be given based on North Carolina Lions, Incorporated Policies adopted by the Board of Directors.

ARTICLE XII PARLIAMENTARY PRACTICES

In the absence of rules in the By-Laws of the North Carolina Lions, Incorporated, the proceedings of the North Carolina Lions, Incorporated standing Committee meetings, Board of Directors meetings, and the General Membership meetings shall be conducted in accordance with Roberts Rules of Order.

ARTICLE XIII COMPLIANCE WITH INTERNAL REVENUE CODE AND DISTRIBUTION OF ASSETS

Section 1: No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c) (03) of the Internal Revenue Code of 1964 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (B) (1) (A) vi of the Internal Revenue Code of 1964 (or the corresponding provision of any future United States Internal Revenue Law).

Section 2: Upon the dissolution of the corporation, the Board of Trustees (Directors) shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of

the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (03) of the Internal Revenue Code of 1964 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the General Court of Justice, of the County in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV

AMENDMENTS

These By-Laws may be amended or repealed at any annual or special meeting of the North Carolina Lions, Incorporated by two-thirds vote of all voting members present, provided notice of such proposed changes has been mailed, faxed, e-mailed or by any other appropriate technology for communication, to each member of the Board of Directors and each Lions Club in the State of North Carolina at least thirty (30) days prior to the date of the meeting.

Approved and adopted at the North Carolina Lions Association for the Blind General Membership meeting May, 1986, and adopted at the North Carolina Lions State Convention, Asheville, North Carolina, June 1, 1986, and to become effective July 1, 1986.

Blank Page