Section H

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Position and Duties of the

Board of Directors

*The members of the Board of Directors shall be the Presi­dent, Immediate Past President, the Vice-Presidents, Secretary, Treasurer, Lion Tamer, Tail Twister and all elected Directors. Regular meetings of the Board of Direc­tors shall be held monthly at such time and place as the Board shall determine. Special meetings of the Board of Directors shall be held when called by the President, or when requested by five 15) or more members of the Board of Directors, at such time and place as the President shall determine. The presence in person of a majority of its members shall con­stitute a quorum at any meeting of the Board of Directors.*

*Except as otherwise specifically provided, the act of a ma­jority of the Directors present at any meeting of the Board shall be the act and decision of the entire Board of Directors."*  Article VII; Section D (3), Standard Form Lions Constitution and By-Laws.

**Board of Directors shall have the following duties and powers:**

* It shall constitute the Executive Board of this club and be responsible for the execution, through the club of­ficers, of the policies approved by the club. All new business and policy of this club shall be considered and shaped, first, by the Board of Directors for presen­tation to and approval by the club members at a regular or special club meeting.
* It shall authorize all expenditures and shall not create any indebtedness beyond the current income of this club, nor authorize disbursal of club funds for pur­poses inconsistent with the business and policy authorized by the club membership.
* It shall have power to modify, override or rescind the action of any officer of this club.
* It shall have the books, accounts and operations of this club audited annually or, in its discretion, more frequently and may require an accounting or have an audit made of the handling of any club funds by any officer, committee or member of this club. Any member of this club in good standing may inspect any such audit or accounting upon request at a reasonable time and place.
* It shall appoint, on recommendation of the Finance Committee, a bank or banks for the deposit of the funds of this club.
* It shall appoint the surety for the bonding of any of­ficer of this club.
* It shall not authorize, nor permit the expenditure, for any administrative purpose, of the net income of proj­ects or activities of this club by which funds are raised from the public.
* It shall submit all matters of new business and policy to the respective Standing or Special club committee for study and recommendation to the Board.
* It shall name and appoint, subject to approval of the club membership, the delegates and alternates of this club to District (Single or Sub- and Multiple) and In­ternational Conventions.
* The Board of Lions Clubs meets in many ways. Some meet before or after the regular club meeting; some in the evenings at the club meeting place or at the homes of members. Evening meetings usually allow more time for discussion of club problems.

Parliamentary Procedures

Section I

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**PARLIAMENTARY PROCEDURE**

Robert's Rules of Order

1. Purposes
   1. To prioritize matters for consideration.
   2. To facilitate orderly conduct of meetings.
   3. To facilitate resolution of conflicts.
   4. To expedite decisions on proposed matters.
2. Use of Rules and Procedures
   1. Conduct of meetings.
   2. Types of motions.
   3. Debate.
   4. Vote.
   5. Committees and Boards.
3. Use of Rules in Lions Clubs
   1. Board meeting.
   2. Membership meeting.
   3. Committee meeting.
4. Important Rules to Remember
   1. See Charts on the next two pages.