

LIONS CLUBS
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Constitution

NEW MEXICO
LIONS EYE FOUNDATION

REVISED MAY 2012

NEW MEXICO LIONS EYE FOUNDATION, INC

CONSTITUTION

ARTICLE I

Section 1. The name of this non-profit organization shall be: New Mexico Lions Eye Foundation, Inc.

ARTICLE II CORPORATE SEAL

Section 1. The seal of the Foundation shall be circular and bear the name of the Foundation, the year of its organization and the words: "CORPORATE SEAL, NEW MEXICO". The seal may be used by causing it to be impressed directly on the instrument or writing to be sealed, or upon adhesive substance affixed thereto. The seal on the instrument may be a facsimile, engraved, printed or drawn on such instrument. All Foundation instruments and documents shall be signed or counter-signed, executed, verified or acknowledged by such officer or officers or other person or other persons as the Board of Trustees may from time to time designate.

ARTICLE III PARLIAMENTARY AUTHORITY

Section 1. Except as may be otherwise provided in this Constitution, Roberts Rules of Order, Newly Revised, shall govern all questions of order of procedure of any meeting or proceeding of the Foundation, its Board of Trustees or any committee thereof.

ARTICLE IV PURPOSES

Section 1. The purpose of this Foundation shall be:

- (a) To provide, under regulations adopted by the Board of Trustees, for examination, medical treatment, and assistance for hospitalization and/or surgery. Assistance may also be provided for services and supplies for the blind and visually impaired of MD40.
- (b) To provide equipment and instruments to be used in the diagnosis and treatment of eye disease and in the rehabilitation of blind and visually impaired of MD40.
- (c) To provide assistance, financial or otherwise, in eye research and related fields and to stimulate a continuing program of research and education to prevent the occurrence of eye disease and defects, and in other fields related thereto.
- (d) To provide facilities and to acquire and hold title to property, real, personal or mixed, and to make disposition of such property as may be needed in furtherance of the purposes of this Foundation as provided for in the Articles of Incorporation, and as permitted under the laws of the State of New Mexico.

- (e) To receive, administer and distribute funds and to operate exclusively and solely within MD40 for sight conservation and eye research.
- (f) To preserve, restore, and conserve sight and vision; to rehabilitate the blind and visually impaired; and to promote research related to defects and diseases of the eyes and other diseases affecting sight.

ARTICLE V MEMBERSHIP

Section 1. The membership of the Foundation shall consist of:

- (a) **Voting Members**
 - (1) All Lions who are members in good standing of any Lions Club on good standing in Multiple District 40.
- (b) **Non-Voting Members**
 - (1) Life membership. Any person may become a life member of this Foundation, subject to the approval of the Board of Trustees, upon making a contribution of the sum of one hundred dollars (\$100.00)
 - (2) Memorial membership. Any Lion of Multiple District 40 may provide a membership in the memory of a deceased member of said Club, upon making a contribution of the sum of one hundred dollars (\$100.00).
 - (3) Honorary membership. The Board of Trustees may grant an honorary membership to any member, or to any person or organization, who has, by his/her distinguished service, promoted the objectives and purposes of this Foundation.
 - (4) Suitable recognition will be provided for the Class (1), (2), and (3) memberships.

ARTICLE VI BOARD OF TRUSTEES

Section 1. The government of the Foundation shall be vested in a Board of Trustees comprised of the District Governors, the Medical Director, and sixteen (16) duly elected members from Multiple District 40 to represent the geographic needs of this Multiple District.

Section 2. Each of the members of the Board of Trustees, other than the Medical Director and the District Governors, who are members during their tenure only, shall serve a term of four (4) years and shall not be reelected or appointed for two (2) years after current term of service.

Section 3. The term of the newly-elected Trustees shall commence on the first day of July, commensurate with the Fiscal Year.

Section 4. A Trustee shall be an active member of a chartered Lions Club, in good standing, who has received the highest number of votes at the annual district convention.

Section 5. The District Governors shall nominate candidates from his/her District for the office of Trustee at least thirty (30) days prior to the date of the MD40 Convention. No nomination for Trustee to this Foundation shall be made from the floor at the MD40 Convention unless no candidate has been nominated and qualified as hereinabove set forth, or unless a candidate, if there be one, shall be disqualified, die, resign or become incapacitated during said thirty (30) days interim period in which event nominating shall be permitted from the floor at such MD40 Convention. No District Governor shall nominate himself/herself to the Board of Trustees of this Foundation.

Section 6. The Board of Trustees may appoint members from each sub-district to serve as advisors to the Board. Such advisors shall participate in all business of the Board of Trustees but shall not have the right to vote. The advisors, where possible, shall be persons who have technical, professional or scientific skills peculiar to their chosen field of endeavors, which shall assist the Board of Trustees in the performance of its objectives and purposes. The terms of the advisors be for one (1) year and shall run concurrently with the term of the appointing authority.

Section 7. Any member of the Board of Trustees who shall be absent from three (3) consecutive regular meetings without an excuse acceptable to the Board of Trustees shall be summarily dismissed from the Board of Trustees and notice thereof shall be given in writing to such member and to the District Governor of his/her sub-district.

Section 8. The Board of Trustees shall provide a bond for each officer who is in any way involved with the care, custody and control of the funds of the Foundation. The Board of Trustees thereof shall approve the sureties as to form and sufficiency.

ARTICLE VII VACANCIES

Section 1. In the event of a vacancy on the Board of Trustees, the District Governor shall have the power and authority to fill such vacancy by a member of his/her sub-district.

Section 2. When any member of the Board of Trustees shall cease to be a member in good standing of a chartered Lions Club in good standing, his office shall be immediately declared vacant and his successor shall be appointed in accordance with the provisions of Section 1 of this Article VII, or elected in accordance with Article VI, Section 5 herein, as applicable.

ARTICLE VIII OFFICERS

Section 1. The officers of the Foundation shall be a President, 1st Vice-President, 2nd Vice-President, Secretary, Treasurer, Immediate Past President and Medical Director. Each officer shall be a member of the Board of Trustees and, except for the Medical Director, shall serve a term of one (1) year or until his/her successor is duly elected. The Medical Director shall serve a five (5) year term, which can be renewed by the Board of Trustees. Upon completion of his/her term of office, each officer shall forthwith return all files, documents, correspondence, materials and any other paraphernalia reposing in his/her custody to the successor in office.

Section 2. All officers shall be appointed by the Board of Trustees at the Annual Meeting of the Board of Trustees.

Section 3. An officer of the Foundation may be removed by a two-thirds (2/3) vote of the entire Board of Trustees.

Section 4. To be an eligible candidate for the office of President, a member must have served on the Board of Trustees for at least one (1) full year, in his/her current or immediately contiguous term.

ARTICLE IX EXECUTIVE COMMITTEE

Section 1. An Executive Committee shall be approved by the Board of Trustees at the Annual Meeting and shall be comprised of the President, 1st Vice-President, 2nd Vice-President, Secretary, and Treasurer of the Foundation and not less than three (3) additional Trustees, other than District Governors. The immediate Past President automatically shall become a member of the Executive Committee for the year immediately after his/her term as President.

Section 2. Each sub-district shall have at least one (1) member of the Executive Committee.

Section 3. The President shall be the Chairperson of the Executive Committee. During intervals between meetings of the Board of Trustees, this committee shall function at the request and direction of the President.

ARTICLE X DUTIES OF OFFICERS AND TRUSTEES

Section 1. The President shall preside at all meetings of the Foundation. He/she shall make annual reports to the Board of Trustees and to the Lions assembled at the annual Multiple District Convention. He/she shall supervise and coordinate the programs and efforts of the Foundation to the ends for which the Foundation is organized; shall freely consult with them concerning the activities of the Foundation and shall perform such duties as usually pertain to the office under Robert's Rules of Order, Newly Revised edition.

Section 2. The 1st Vice-President or 2nd Vice-President shall act as President in the event of the incapacity of, or at the direction of, the President. The Board of Trustees may assign duties to him/her.