

LIONS OF PENNSYLVANIA FOUNDATION

PURPOSE:

The purpose of the Foundation shall be to develop, manage and distribute funding to help Lions Clubs provide services designed to meet existing and emerging needs that will improve the quality of life of Pennsylvania residents, and any other related program which may be adopted from time to time by the Executive Committee and the Board of Directors of the Foundation and so approved by the Council of Governors or by the Lions of Multiple District 14 at an annual State Convention.

GENERAL:

1. The name of the project of Pennsylvania Multiple District 14 Lions of Pennsylvania shall be "The Lions of Pennsylvania Foundation".
2. The Foundation shall be governed by a Board of Directors, with each Board Member recommended to the Board of Directors by the District Governor based on the articles of incorporation required for this foundation, and as required by the laws of the Commonwealth of Pennsylvania for a non-profit organization.
3. A majority of the Board Members must be members in good standing of a recognized Lions Club of Multiple District 14, with the qualifications fitting him/her to administer the purposes and objectives of the Foundation.
4. A Board Member must be interested in achieving and maintaining the charitable goals of the Foundation.
5. The Board of Directors shall be twenty (20) in number. The Foundation shall recommend the Directors from each District to the Council of Governors for their approval. The Council of Governors shall approve one Board Member from each district. The Director may serve on the board of directors until such time as the District Governor appoints another Lion, or it is determined the board member is not fulfilling his/her duties. The two remaining members of the Board of Directors, one member shall be appointed by the Pennsylvania Lions Hearing Research Foundation, and one member shall be appointed by the Board of the Pennsylvania Lions Sight Conservation and Eye Research Foundation. Both appointees shall serve until replaced by their respective boards. Such latter two appointees shall have the right of vote but shall not be eligible to serve as a Corporation officer other than a member of the Board of Directors.
6. Annual Meeting

The annual meeting of the members of the Corporation shall be held on the Saturday at the first regular State Council meeting after the close of the Annual Convention of the Multiple District 14 of the Lions International at the city in which said State Council meeting is held. Thereafter, an annual meeting of the members shall be held in each year. The first regular meeting shall be conducted after the close of the Annual Convention of the Multiple District 14 meeting of the Pennsylvania State Council of Lions Clubs and in the same city in which said State Council meeting is held for the purpose of hearing reports of

the officers and directors of the Corporation and for transaction of such other business as may come before the meeting.

7. Special Meetings

Special meetings of the members may be called by the chairperson of the Pennsylvania State Council of Lions Clubs and the President of the Lions of Pennsylvania Foundation at their joint direction, or shall be called by the President of the Lions of Pennsylvania Foundation upon the written request addressed to said President of a majority of the Foundation's voting members. The time and place of any special meeting shall be determined by the President and the call shall be made by him/her or the Secretary at the direction of the President. The meeting shall be called within a period not to exceed thirty (30) days following the request for a special meeting.

8. The Foundation Board of Directors shall recommend a member of the Board of Directors to act as State Coordinator to report to the Council of Governors and the delegates at the State Convention.

The responsibilities and duties of the Coordinator for the Foundation are:

- a. Report to the Council of Governors and the Lions of Multiple District 14 on the status of the Foundation, at the second State Council Meeting and report to the delegates at the general session of the State Convention.
- b. The Foundation may request to make a presentation at the first State Council Meeting only if the committee has an action item or if requested to appear before the Council of Governors
- c. The Foundation is required to supply the Council of Governors and the State Office, written minutes of the quarterly Board of Directors meetings, quarterly financial statements and a copy of the annual audit.
- d. The President of the Foundation or another specified officer shall submit an article for publication in the July/August/September edition of The Pride magazine. The article shall contain information about the Foundation's current activities and achievements for the past Lions year.
- e. To be in a position to answer all questions relative to the Foundation as may be asked from time to time by the Council of Governors.
- f. To promote the objects of the Foundation to the Lions of Multiple District 14, such as applying for grants from the Foundation.
- g. To inform the Council of Governors of all necessary appointments to the Board of Directors.