



Lions Clubs International

THE INTERNATIONAL DIRECTOR

Service and Direction
Through Leadership



Contents

Introduction.....	2
Your Role.....	3
Preparing For Your Term	4
Working with International Headquarters	6
Board Meetings.....	7
Director Visits	9
Public Relations	12
Your Spouse’s Role.....	13
Area Forums	13
Leadership Principles	14
Legal Responsibilities.....	15
Conflict of Interest Policy.....	19
Ethical Standards And Conduct	20
Privacy Policy.....	22



Since the association was founded in 1917, millions of people have served their communities as Lions. However, very few have served as an international director. You are now one of the small number of Lions who have been entrusted with the responsibility of giving leadership and direction to the world's largest and most successful service club organization. It is a serious responsibility, legally and practically, but the individual and collective fulfillment derived from your service will last a lifetime.

This booklet will help you meet your important responsibilities as an international director by offering valuable guidance for carrying out your duties and referring you to additional resources.

Your Role

As an international director, you represent your constitutional area on an international level and will serve as an active liaison between the local Lions and the international association. However, it is important to keep in mind that you are an international director, elected by all the Lions of the world and should always do what is best for the association as a whole.

Not only will your local Lions rely on you to represent their interests on an international level, they may also ask for your assistance in handling local issues as well. You should be available to help districts solve local problems, assist Lions Clubs International in the resolution of problems with the districts, and give guidance and motivation to local Lions and their leaders.

To help you best understand the needs of your constituents, it is recommended that you accept as many invitations to club and district functions (such as charter nights, club anniversaries, district cabinet meetings and seminars) as possible, even though expenses may sometimes not be reimbursable under the rules of audit. (Please refer to Chapter XXII of the Board Policy Manual for the rules of audit.) You may also be asked by your district governors to assist them in obtaining speakers for their conventions and other functions.

And, of course, you should be ready to respond when the international president, International Board of Directors or the international headquarters staff asks you to represent the association on a matter of importance in your area.

Preparing for Your Term

Thoroughly understanding the association will help ensure a successful term. There are several association documents that are very important for you to review and comprehend. You should have a copy of each; if not, please contact the Legal Division at International Headquarters.

1. International Constitution and By-Laws: This is the basic document of our association. While you need not memorize it, it is important to be very familiar with its contents. It is always a good idea to carry a copy with you. When asked a constitutional question, take care in your response and allow yourself the opportunity to consult with sources within the association who have experience in interpreting this document.

2. Board Policy Manual: The Board Policy Manual is a record of the deliberations and decisions of our International Board of Directors. It contains policy decisions made by the board to carry out functions granted it under the association's charter and International Constitution and By-Laws. You will want to familiarize yourself with its contents as soon after your election as possible so that if a question arises, you'll be able to find the answer quickly. There are a few chapters that you should study more closely, because they bear directly on your duties as a board member:

- **Chapter II – Board Committees:**
Describes the duties and responsibilities of all the standing committees of the board of directors.
- **Chapter III – Board of Directors:**
Specifies some of the board procedures, such as notification, agendas, reports, minutes, attendance, etc.
- **Chapter VII – Constitution and By-Laws:**
Contains copies of the Standard Form Constitution and By-Laws for clubs, districts and multiple districts, as well as constitutions for the Lions Stamp, Trading Pin, Numismatists and Internet clubs.
- **Chapter XII – International Office and Staff:** Contains an organizational chart and brief description of the responsibilities of headquarters divisions and departments.
- **Chapter XV – Legal:**
Includes important information about the protection of the association's name and emblem; board interpre-

tations of words and phrases in the Constitution and By-Laws; and numerous other legal procedures and policies that effect the day-to-day operation of the association.

- **Chapter XXII – Speaker Engagements and Travel Rules:** Details the rules and regulations regarding the assignment of speakers, what is expected of them, what expenses are covered and how they are paid.

In addition to these important chapters, you should plan on thoroughly understanding those chapters that concern the direct responsibility of your committee. Your committee chairperson or staff liaison can provide this information to you.

3. Legal Responsibilities of Members of the International Board of Directors and Executive Officers: The association operates under the laws of the State of Illinois, USA. As a director, you have specific and implied obligations under these laws. It is vitally important that you read and understand this important document. It is located in the last section of this publication.

4. International Program: Each year, the association publishes a brochure on its programs for the year. It is published on the association's Web site and in all editions of THE LION Magazine. It is very important that you thoroughly review and understand this document, since its contents will form the basis of much of what you say during your visits. As an international director, you have an obligation to support the program in all of its aspects.

5. Additional Printed Materials: You may find it difficult to keep up with the great volume of printed material you receive while in office, but it is important to make an effort to do so. Letters and bulletins from the international president or executive administrator should get your immediate attention. Plan on thoroughly reading each issue of THE LION Magazine and Update and at least skimming all other publications for important information.

6. Association Web Site: The association's Web site, located at www.lionsclubs.org, is becoming an increasingly important resource for Lions worldwide. Try to review it regularly and be generally familiar with its contents, especially the monthly online newsletter and new features. (For easy reference, you will find new features highlighted on the home page.)

Working With International Headquarters

During your term as an international director, you will receive a large volume of questions, requests and complaints about a wide variety of subjects. Being knowledgeable about association and headquarters operations, balancing your responsibilities between your Lion constituents and the international association and listening to all sides before responding will help guide you through most any situation.

The staff at International Headquarters is ready and willing to assist you in dealing with these situations. If you do not know the answer to a question that is asked, the best response is to refer the Lion to the proper department at International Headquarters. The answer may also be on the association's Web site, which is why it is a good idea to be familiar with its contents. At times you may feel it is important to personally get the answer to a question. If this is the case, please get the questioner's full name, title, club, district, mailing address, phone number and e-mail address if at all possible so that a timely response may be given.

International Headquarters staff is also prepared to handle complaints. To better assist you, we will need the exact nature of the complaint, relevant correspondence, etc. You will find that most complaints are unjustified, resulting from a late request or misunderstanding. However, whether justified or not, every single one will be investigated and a courteous reply sent.

Occasionally, you may get a question that touches on a sensitive area of policy, or a complaint that you feel is far more serious than usual. These should always be referred directly to the executive director. He will respond personally or make certain that the appropriate division manager does so. (If you are unsure about the sensitivity of the question, by all means, go directly to the executive director.)

When disputes arise, please collect facts but do not take a position on the issue until you contact International Headquarters to be sure you have a full set of facts and background.

Board Meetings

Schedule: There are four regularly scheduled board meetings each year. The first takes place immediately after the international convention. During this meeting the board organizes itself. Two board meetings take place during the year and the final meeting is held immediately prior to the next year's international convention.

Agenda: Typically, board meetings open with a formal session. During this session, the minutes of the previous board meeting and any interim Executive Committee meetings are approved; the president reports on his travels and other pertinent items of interest; the executive director's report on operations is received; reports are made on area forums and other special events; and other necessary business, such as introductions, presentations and special announcements is conducted.

After recessing, the board separates into committees to begin its deliberations. Sufficient time is available to cover agenda items and to prepare initial reports. The board staff then prepares and prints the reports so the board members have time to review them prior to the next session.

This session, called the "board hearings" is informal – i.e. no records are kept. During it, the committee chairpersons summarize their reports, paying particular attention to those items that will require a specific vote of approval by the board. Called "resolutions," these could be changes or additions to existing board policy, approval of the budget or changes in it, recommendations for constitutional action; in fact, any matter deemed important enough for the board to approve it as a body.

These hearings permit members of the board to question, comment upon, suggest changes in, or provide additional information and ideas to the respective chairperson and committee regarding the committee's report. Everything possible is done to encourage discussion. For example, seating is by committees rather than protocol order. The president tries to ensure that everyone has an opportunity to be heard before moving to the next item. The main purpose of these hearings is to gain an informed board consensus on proposed committee positions.

The committees then meet again to consider changes, additions or deletions to their reports, based upon what they have learned during the board hearings. If changes are made, they are printed and distributed to each board member prior to the final session.

The final session is on record. Each committee chairperson reports on the changes in the committee report and a member of the board moves for the adoption of any resolutions in the respective committee report, then for the adoption of the entire report itself. After action is taken on all committee reports, and all other necessary business accomplished, the board meeting is adjourned.

Your Role: Since international directors serve only two years, it is important to participate to the fullest extent possible from the moment you are elected. Taking time to prepare will help ensure your informed participation at the first board meeting. The following suggestions will help you prepare:

- Thoroughly review the publications listed in the “Preparing for Your Term” section of this publication.
- Work with the committee chairperson on the preparation of the agenda. Be sure to bring suggestions for agenda items to the chairperson’s attention.
- Carefully review the final agenda. Address questions with your chairperson or staff liaison prior to the meeting.
- Review the agendas of the other committees and note any questions you have.
- Participate in discussions and deliberations of your committee. Be prepared to accept special assignments from your chairperson.
- As time permits, visit other committees to communicate your views and ideas; and those of your committee, constitutional area, multiple district and others you represent.
- Participate fully in board hearings by asking questions and expressing your opinions.
- Pay particular attention to the association’s budget and items on the agenda of the Constitution and By-Laws Committee that might be recommended for adoption by the delegates of the international convention.

- Talk with your fellow board members. Discuss your opinions with them and seek theirs in return.
- Seek consensus on any questions pending with your committee or the board of directors. Make your decisions based upon what is best for the board as a whole.

Most importantly, support the decisions of the board whether or not you agree with them. You will have ample opportunity to express your views, and if you feel strongly enough, you may enter your dissent on the record. But after the board has made its decisions, you are obligated to support them.

Director Visits

One of your primary activities throughout your term will be attending and speaking at association functions at all levels. These will include district and multiple district conventions; club charter nights and anniversaries; and seminars and workshops. You will find that during some periods, especially during March, April, May and June, you may have speaking engagements every weekend.

Tips for Success: These visits are important because they bring our board of directors and general membership closer together – which is beneficial for both parties. The following tips will help ensure a successful visit:

- Use every opportunity to inspire, motivate and educate.
- Promote the International Program and its goals.
- Stress the importance of membership development and retention.
- Encourage internationalism and programs that promote it, such as LCIF, club twinning, youth exchange, etc.
- Remind members of the importance of the association's Objects and Ethics for guiding what they do as Lions.
- Report on decisions and policies of the board of directors.
- Encourage individual members to train for and seek leadership positions.

- Be a conduit between clubs and districts, the board of directors and Lions Clubs International.
- Evaluate strengths and weaknesses of Lions' organizations visited and report on these to the board and staff.

Responsibilities: For events such as club anniversaries, your participation will require only an evening of your time and a speech. Other events, such as district and multiple district conventions, usually last several days and will require participation in a variety of functions. The following are typical responsibilities for district and multiple district conventions or conferences:

- **Major Address:** For attendees, this will be the highlight of your visit. It is best to keep this address fairly short, and focus on inspiring and motivating the attendees. Try to incorporate local Lions activities into your remarks. Your host can provide this information when you accept the engagement. If you will be speaking in a language different than is used in the event, provide a copy of your remarks in advance so they may be translated.
- **International Information Report:** This is your opportunity to bring attendees up to date on the policies and recent decisions of the board of directors. Be selective about what you report. It is a good idea to ask the district governor in advance what matters might be of particular concern in the area. If possible, leave time for questions and answers.
- **Meeting with Local Leaders:** According to the Board Policy Manual, you are required to meet with local leaders when you attend a convention or similar meeting (refer to Chapter XXII). You should arrange this meeting ahead of time. At this meeting, problems can be discussed that would be inappropriate at an open meeting. This is an excellent opportunity for discussion and an exchange of ideas.
- **Seminars, Workshops, Special Meetings:** You will often be asked to attend seminars, workshops and other events scheduled as part of the convention or conference. Try to determine beforehand which of these you will be expected to attend and what your role will be so you have time to prepare. Occasionally, you may be asked to say a few words or form part of a panel without warning. If this is the case, be as gracious as possible, do your best and try to make the audience feel like you expected to participate all along.

- **Individual Contacts:** Meeting with individual Lions is an important part of your visit. It will enable you to make a one-on-one connection with your fellow Lions and answer questions, address concerns, learn about interesting club and district projects and motivate members to seek higher goals in leadership and service. Often, these exchanges will take place between sessions, during coffee breaks, etc. If possible, let your hosts know that you want sufficient time in your schedule to make these contacts.

Logistics: It is important to communicate with your hosts regarding your travel plans. Make sure you know the event's schedule so you can make travel plans accordingly. You will want to arrive in plenty of time before your first engagement and leave sufficient time to complete your duties before departure. It is a good idea to ask your hosts if there will be any other events, such as sightseeing tours, that will affect your travel plans. Once your plans are made, communicate your travel itinerary to your hosts. If you have any dietary restrictions, please notify your hosts at this time.

When making your plans, there are a few ways you can help minimize association expense:

- Make your flight plans far enough in advance to take advantage of discount airfares. By all means, use the travel services available through the Travel Department at International Headquarters to make your arrangements.
- If you will be traveling a long distance, try to arrange speaking engagements on two succeeding weekends. You may be able to use the time in between for vacation or non-Lion business. Please do not schedule two events for the same weekend. You owe your full participation to each convention or conference.

You are required to submit a visitation report at the conclusion of each visit. Two copies will be sent to you when you receive confirmation of your engagement. Please fill out the form completely, and add any comments or suggestions you think will be helpful. This form goes to the Travel Department, which will send copies to individuals, such as the executive officers, executive director or division managers, as appropriate.

Public Relations

As an international director, you are an integral part of the association's public relations program. Everything you do – such as addressing Lions or non-Lions, being interviewed by the media, attending social functions and answering a phone call or letter from a fellow Lion – will have a direct bearing on the image and reputation of the association. Keeping this in mind, here are some helpful suggestions:

- Never do or say anything that could cause harm to the association or commit it to any unauthorized course of action.
- Find out the dress code for all events you will be attending, and make sure you understand their definition of the term. For example, “casual dress” can have many interpretations.
- When speaking to a group, never tell a joke or story that could cause offense to even one attendee.
- Always prepare your speech and practice your delivery. Public speaking is not easy for everyone, and there are many good books available that will provide tips for honing this skill.
- When speaking to non-Lion groups, emphasize humanitarian service. Tell them with pride what the association is doing worldwide to help those in need. Cite specific examples when possible. Take time to congratulate them on their own accomplishments.
- Make yourself available to the media. When interviewed, take a positive approach. If you are asked a controversial question, answer it honestly if you are in full possession of the facts and are sure of the association's position. Never say “no comment.” If you don't know the answer, it is perfectly acceptable to tell the media that you are not sure. Offer to get the answer for them or refer them to the Public Relations and Communication Division Manager at International Headquarters. While reporters can be insistent, and sometime even rude, never lose your temper or be rude in return.

- While at social functions, be sure that your conduct is consistent with the image of the association. If alcohol is served, set an example of moderation. If it isn't served, abide by the wishes of your hosts. Never complain about the quality of the food or service
- Be open, friendly and positive with everyone you meet. Express your pride in being a member and leader of the largest service club organization in the world.

Your Spouse's Role

The association values the participation and support of spouses, recognizing that they have a great deal to do with our success. With few exceptions, your spouse will accompany you on your visits and may be expected to attend luncheons, go on special tours, or even speak at a special event. He or she will certainly attend all social functions. To ensure an enjoyable and trouble-free visit for your spouse, find out in advance what his or her role and obligations will be.

Area Forums

The Board Policy Manual states the specific responsibilities you have with respect to area forums (refer to Chapter XXII A.2.b.2.d.). Forum conduct and operation, including, but not restricted to, planning, agenda, and program content, is the responsibility of the elected members of the board of directors from the constitutional area in which the forum is to be held. Typically, your participation during the forum will be similar to that of district and multiple district conventions.

Forums are an excellent opportunity to meet Lions face to face from your constitutional area and discuss problems and concerns unique to that area.

Leadership Principles

You have reached the position of international director because you have demonstrated your willingness to accept and exercise leadership. You have served the association well through several club offices, zone chairperson, region chairperson, vice district governor, district governor and perhaps council chairperson. Now that you are exercising your leadership skills at the highest level, you should exercise the same principles that made you a successful leader for all your Lion years.

- **Be Prepared:** Read and study the materials you are given so you may make informed decisions. Listen carefully to everyone – from your fellow board members to the Lions you meet worldwide.
- **Participate:** Be an active participant at all opportunities – during a formal board meeting, a committee meeting or an informal encounter.
- **Make Decisions:** You must always make your decisions on what is best for the association as a whole. Some decisions will be easy, some will be very hard, and some may even change the association as a whole. When you vote “yes” you take responsibility for the result, whether you understand the question or not. However, you should never vote “yes” when all your knowledge and experience tells you “no.” Make sure you express your questions and concerns appropriately.
- **Lead:** As a board member, you will be responsible for seeing that the decisions of the board are acted upon and accepted by the membership. Almost every day of your tenure you will have opportunities to explain, defend and promote the decisions of the International Board of Directors. You may not agree with all the decisions, but you are obligated to support them, in public and in private.

Legal Responsibilities of Members of the Board of Directors and Executive Officers

Members of the Board of Directors

Illinois Statutory Responsibilities

The General Not-For-Profit Corporation Act of Illinois states in Chapter 805, §108.05 that, "...the affairs of a corporation shall be managed by or under the direction of a board of directors." The purpose of the following information is to more specifically define this broad authorization of power that has been assigned to the international board.

The Directors' Basic Duties

The directors have general responsibility for the management of the business and affairs of the corporation. They have the legal duty to use reasonable care and diligence and must act within the scope of authority conferred upon them.

Directors owe three basic duties to the corporations they serve: obedience, diligence and loyalty.

The duty of obedience requires the directors to contain their activities within the authority conferred upon them by the association's articles of incorporation and the constitution and by-laws. For a willful violation of this rule and usually for their negligent disobedience of it, the directors will be held liable to the corporation.

The second duty, diligence, requires the directors to exercise "reasonable care and prudence" when acting on behalf of the corporation they represent. The courts have traditionally interpreted the general standard to mean that a director must exercise the degree of care and prudence that people prompted by self-interest exercise in their own affairs. Directors must take an interest in the business affairs of the corporation, including keeping themselves informed of the corporation's activities. It is not a defense to the directors that they are ignorant or inexperienced in the corporation's activities or that their own intentions are honest.

The third duty is that of loyalty. It contemplates that a director must refrain from engaging in his/her own personal activities in such a manner as to injure or take advantage of his/her corporation. Loyalty also includes

the requirement that a director act fairly with respect to transactions involving the corporation. Among the factors considered in determining fairness are the adequacy of consideration, corporate need to enter into the transaction, financial position of the corporation, alternatives available and full disclosure.

In accordance with this Common Law Duty of Loyalty Illinois has, by statutory provision, expressly prohibited the making of loans by the corporation to its directors and officers. Should such a loan be approved by the board, each director of the corporation who votes for or assents to the making of the same shall be jointly and severally liable to the corporation for the amount of such loan until the repayment thereof.

Illinois Case Law has adopted the Corporate Opportunity Doctrine. This principle states that a director or officer of the corporation may not divert a business opportunity in which his/her corporation may reasonably be interested without first giving the corporation an opportunity to act. In determining whether a corporate opportunity has been diverted, directors are held to a standard of "good faith" measured by general business ethics.

The Corporate Opportunity Doctrine can extend to the purchase of land, business assets or anything else that the director has reason to know the corporation would be interested in. A director who fails to give the corporation a chance to act will be liable to the corporation for any profits made.

Directors as Fiduciaries

It is generally accepted that the directors and officers of a corporation occupy a fiduciary relationship to the corporation. The Illinois courts have declared that "A fiduciary relationship automatically exists between a corporation and its directors and officers."

The fiduciary relationship requires that directors act in good faith on all occasions and give their conscientious care and best judgment to their tasks.

A director usually meets his/her duties to the corporation when he/she performs his/her duties in good faith and in a manner he/she reasonably believes to be in the best interest of the corporation. Illinois courts will not usually interfere with the directors' management of the corporation in the absence of fraud and illegal conduct or impose liability on him/her because of erroneous judgment when the same is exercised in good faith.

Assent of Director Implied by Mere Attendance at a Board Meeting

A director who is present at a meeting of the board of directors at which action on any corporate matter is taken is conclusively presumed to have assented to the action unless his/her dissent is entered into the minutes of the meeting; or he/she files a written dissent with the person acting as secretary of the meeting before its adjournment; or he/she notifies the secretary of the corporation by registered mail immediately after adjournment of the meeting. However, a director who votes in favor of a proposition does not have a right to dissent by registered mail.

In summary, should a director disagree with action taken at a board meeting he/she must voice his/her dissent by complying with the above-stated procedure or his/her assent will be conclusively inferred by his/her attendance.

Corporate Officers

Statutory Responsibilities

The statutory duties and authority of the corporate officers are rather broad and not specifically defined in the Illinois General Not-For-Profit Corporation Act. Generally, the officers have such authority and duties as are provided in the by-laws or determined by the board as long as they are not inconsistent with the by-laws.

General Authority of Officers

The scope of authority of corporation's officers is not easily defined. The question of actual authority of an officer and his/her apparent authority may become of major importance when the reliance of an outsider on the officer's authority is involved.

Each officer is expected to stay within the limits of his/her authority and may be held liable to his/her corporation if he/she exceeds those limits. An officer may also be held liable to an injured outsider, where the officer has exceeded his/her power and authority, unless the corporation ratifies his/her unauthorized actions and thus assumes corporate liability for them.

Legal Authority of Officers' Actual, Apparent or Through Ratification of Actions

The authority of corporate officers may be actual (express or implied), apparent or derived from ratification of an act beyond the officer's power.

Actual Authority

An officer derives his/her express authority from statutes, the articles of incorporation, or the corporation's constitution and by-laws or resolutions of the board of directors. For example, the by-laws might enumerate the various officers and define their respective authority.

Actual Authority other than express authority is usually referred to as "implied" or "inherent" authority. An officer may derive implied authority based on the inherent powers of his/her office.

Modern Illinois Case Law tends to establish a rebuttable presumption that the president has authority to act on behalf of the corporation in the ordinary course of corporate affairs (day-to-day business). Where the president is in fact general manager, he/she has the implied authority inherent to the office of the general manager. The general manager has implied authority to make any contract or to do any other act appropriate in the ordinary business of the corporation. The fact that a person is permitted to act as general manager is sufficient to clothe him/her with such implied authority. The international president, therefore, must always be cognizant of the fact that there is a legal presumption that he/she possesses such implied authority and must conduct his/her actions with the idea that the same may be binding upon the association.

The vice-presidents, unlike the president, have no inherent powers other than to act when the president is unavailable because of death, illness or other incapacity.

Apparent Authority

Apparent Authority, sometimes referred to as Ostensible Authority, exists when the corporation holds out that an officer or agent possesses certain authority and a third person in good faith believes that such authority exists. In such a case, the corporation and possibly such third person are stopped from denying such authority. In summary, where there is Apparent Authority the absence of Actual Authority, express or implied, is immaterial. The relationship stressed is that between the corporation and the person transacting business with its purported agent.

Authority Through Ratification of Actions

Should an officer act beyond the scope of his/her authority, such action may be ratified by the board of directors. Ratification may be expressed, such as by resolution of the board of directors, or implied; for example, by acceptance of benefits of the unauthorized act with knowledge of the facts.

Where an officer purports to contract on behalf of a corporation without authority such officer may be personally liable to the third person on the contract. The rationale of this ruling is that one who purports to contract on behalf of a principal is liable if the principal is not, or for breach of implied warranty of authority. Authorized officers may become liable for the contract if they do not disclose that they are executing the contract only in the capacity as an agent for the corporation. Officers who personally guarantee their corporation's obligations are subject to the same liability.

Conflict of Interest Policy

Considering the association's accountability to its membership and the public, the International Board of Directors adopts the following policy and procedures with respect to disclosure requirements concerning transactions and relationships that may involve potential conflicts of interest.

- Each officer, director and employee shall avoid situations where their personal interest could conflict with, or appear to conflict with, the interest of the association.
- The use of association assets for any unlawful or improper purpose is strictly prohibited.
- No undisclosed or unrecorded asset is to be established for any purpose.
- No false entries are to be made in the books for any reason, and no employee shall engage in any arrangement that results in such prohibited act.
- No payments are to be approved or made with the intention that any part is to be used for any purpose other than that described in the supporting documents.
- Any employee who knows of any unrecorded asset or any prohibited act must promptly report it to the management of the association.

- This policy requires the annual submission from association board members, key management personnel, and employees in sensitive positions, of a statement certifying their compliance with the policy.
- The association's Finance and Headquarters Operation Committee is responsible for review and enforcement of this policy.
- This policy shall be construed to also apply to the Lions Clubs International Foundation trustees and employees.

Ethical Standards And Conduct (Executive Officers, International Directors and Board Appointees)

Ours is an association of service, and the manner in which the service is rendered is fully as important as the service itself. Our members, the Executive Officers, the International Directors, the Board Appointees, the Administrative Officers, the International Office staff and our communities expect honest and ethical conduct from each of you every day. No act or request on the part of Lions clubs and their members, officers, board of directors or staff within our association with whom, or the community for whom, we render services can justify the breach of this guideline. Honest and ethical conduct is defined by four core values that serve as the foundation for our Ethical Standards:

Integrity – Lions Clubs International insists on the highest standards of personal and professional integrity. We must all make every possible effort to safeguard the association's assets. We must also comply with all association policies and applicable laws.

Accountability – Lions Clubs International expects all past and current Executive Officers, International Directors, and Board Appointees to honor commitments as authorized and made on behalf of the association and take individual responsibility for all actions and outcomes. It has no tolerance for ethical violations.

Teamwork – Lions Clubs International seeks to maintain a service environment that encourages innovation, creativity and positive results through teamwork. We must all practice leadership to train, inspire and promote full participation and individual development for all Lions. We encourage open and effective communication and interac-

tion.

Excellence – Lions Clubs International is dedicated to fair treatment, mutual respect, diversity and trust. We must challenge each other to improve our services, our processes and ourselves. We must strive together to serve our membership and communities and help the association achieve its goals.

Your responsibilities begin with understanding of the core values and Ethical Standards of Lions Clubs International. Your role in the association demands an ongoing vigilance to maintain these standards of honest and ethical conduct. The International Board Policy Manual highlights areas that concern Lions Clubs International Ethical Standards, including our Mission Statement, Code of Ethics, Anti-Discrimination Guidelines for Service Activities and Membership, Obligations of a Chartered Club, Use of Publicly Raised Funds, Rules of Audit, Conflict of Interest, Solicitation, and Privacy Policy. The International Constitution and By-Laws and the International Director booklet also provide additional guidance in the areas of ethical standards and conduct. In many instances, ethical standards intersect legal requirements. If an ethical or legal compliance issue arises that raises a question in your mind, you have a *responsibility* to bring that issue to the attention of the appropriate International Board committee or International Office division (for example, the Finance and Headquarters Operation Committee reviews Conflict of Interest issues; the Constitution and By-Laws Committee and/or Legal Division review Legal issues). You may also bring ethical or legal concerns to the attention of the Executive Officers or the Administrative Officers of the association.

The core values of the Ethical Standards of Lions Clubs International, along with the policies of the International Board of Directors, provide a guide and framework to help you understand what is expected from you and to help you make good decisions. As they are not all inclusive, your good and best judgment is essential in doing the “right” and ethical thing. Please join us in continuing Lions Clubs’ tradition of honest and ethical practices in serving millions of people in need.

Lions Clubs International Privacy Policy

Collection and Use of Personal Membership Data by Lions Clubs International

Lions Clubs International recognizes the importance of protecting the private information of our members. LCI collects personal information about Lions Club members to facilitate communications with and between our members. This information is to be used solely to further its Purposes including that “to unite the clubs in bonds of friendship good fellowship and mutual understanding” and to conduct its necessary operational activities including:

- Dues and other billings
- Distribution of THE LION Magazine and membership/officer information and updates
- Compilation of membership profiles and trends to support membership growth, extension and retention programs
- Convention and meeting planning
- Contact information for Lion leaders, including past and present International Officers, Directors, and Board Appointees, Multiple District Council Chairpersons and Council of Governors, District and Vice District Governors, and Club Officers
- Furtherance of Public Relations activities and Cooperative Alliances
- Support of Lions Clubs International Foundation and other adopted service programs
- Special advertising, non-dues revenue programs or other purposes in accordance with the Purposes and Objects as determined by the International Board of Directors
- Disclosure of information as required by law or that is pertinent to judicial or governmental investigations

Lions Clubs International protects personal information by using password-protected areas and by restricting access to such information. It is important that you protect your password.

Any payment information collected is protected by software during transmission, which encrypts all of your personal information so that it can be safeguarded over Internet channels. We reveal only a limited part of your credit card number when confirming an order.

The official directory is not available on the Internet without a password, but a club locator with club officer contact information is available. The club locator is designed so that it cannot be used as a commercial mailing list and Lions Club members should ensure it is not used for that purpose.

Privacy Recommendations for Lions Clubs, Districts, Multiple Districts and Foundations

Your Lions Club, District, Multiple District and/or Foundation should consider your privacy practices and follow similar guidelines when using the personal information of members, donors, recipients of your humanitarian assistance, or that of other individuals obtained in the course of conducting your activities. You should consider obtaining written permission before disclosing any personal information including names, addresses, email addresses, telephone numbers, medical information, financial information, etc. You should also be cautious when posting any personal information on the Internet or sharing email addresses with third parties. Please be aware that LOCAL LAWS MAY GOVERN THIS ISSUE and these laws vary widely from country to country, so you should seek advice from a local expert for more information before any personal information is used.

If you have any concerns or questions about these policies, please contact Lions Clubs International at (630) 571-5466 or legal@lionsclubs.org.



Lions Clubs International

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