

By-Laws

Northwest Arkansas Miata Club

Article I

Name

Section 1: The name of this organization shall be the Northwest Arkansas Miata Club (“the Club”).

Section 2: The club is organized as a Social Car Club.

Article II

Purpose

Section 1: The purpose of the Club is to promote the camaraderie of owners, to share knowledge of the car, to promote a responsible image for all Miata drivers, to promote goodwill for the mutual benefit of all members and to promote the enjoyment of Miata ownership.

Article III

Membership

Section 1: Membership in the Club shall be open to all Miata owners with a valid driver’s license.

Section 2: Membership eligibility shall be satisfied upon receipt of a completed Membership Application and payment of annual membership dues.

Section 3: Membership shall consist of a couple, a partnership, or an individual. Paid membership in good standing is entitled to all membership benefits including “member only” sections of web site. Membership entitles one (1) vote per paid membership in general membership decisions. If a membership owns more than one Miata and have paid membership dues per car, then they are entitled to the number of votes per paid membership. i.e. two cars - two paid memberships - two votes, and so forth.

Article IV

Meetings

Section 1: General membership meetings shall be held monthly, on the first Saturday of each month, with necessary exceptions determined by a majority vote of the elected officers.

Section 2: A quorum shall consist of the voting members present at any general membership meeting.

Article V

Officers

Section 1: Elected Officers shall be the President, Vice President, and Secretary/Treasurer. The outgoing president shall serve the following year as President Emeritus, acting as an honorary officer and available for consultation. The officers shall collectively represent the general membership in all official matters.

Section 2: All non-elected positions such as Web Master, Newsletter Editor, Club Historian, Club Photographer, Membership Profile Coordinator, etc. shall be appointed by the elected officers.

Section 3: No member shall hold more than one elected office during any term. A term is one year.

Section 4: Only one family member may hold an elected office during any term.

Section 5: Daily decisions and business transactions shall be made by a majority of the elected officers.

Section 6: Responsibilities of Elected Officers:

a: President: Preside at all officer and general membership meetings; enforce the By-Laws; appoint committees as deemed necessary; be responsible for carrying out the decisions of the general membership; act as liaison with Club sponsors; represent the Club in communication with other clubs; and be a leader in the efforts and activities of promoting the Club.

b: Vice President: Assume the president's responsibilities in the event of his/her absence; assist the president with any responsibilities deemed appropriate; be a leader in the efforts and activities of promoting the Club.

c: Secretary/Treasurer:

As Secretary: Record, share and maintain minutes of officer and general membership meetings; maintain current membership database; maintain attendance record; maintain membership applications; maintain membership email address list and be responsible for email communication to the general membership.

As Treasurer: Collect Club dues and other moneys associated with the operation of the club; make disbursements as authorized; provide a financial report to officers monthly; provide an annual financial report at the regular **November** meeting each year. A financial report is available to any member upon special request, and approval of elected officers.

Article VI

Nominations, Elections and Terms of Office

Section 1: Elected officers shall be elected for a term of one year.

Section 2: Only members with dues paid and in good standing for 6 months prior to the election shall be eligible for nomination and election to an office.

Section 3: By October 1st of each year, the current president shall select three club members to sit on a Nomination-Election Committee, with the club Secretary as Chairperson, and announce the committee to the general membership. Members are encouraged to submit nominations for each elected office to the Nomination-Election Committee. The Committee shall verify with each member nominated that they will serve if elected.

Section 4: At the November meeting, the candidates for offices will be introduced and given 5 minutes each on the meeting agenda to make a campaign speech. Nominations will close with the November meeting. The Committee shall prepare and mail one Election Ballot, with voting procedure instructions, to each member in good standing, no later than November 15th of each year.

Section 5: Election winners shall be determined by a majority vote of Election Ballots received by the Committee prior to November 30. By December 1, the Committee shall tabulate the votes of the general membership. In the event of a tie vote, the Committee shall prepare a Runoff Ballot for a vote at the Christmas Party. In the event of a second tie vote, a second runoff vote shall be taken, by ballot, at the Christmas Party. In the event of a third tie vote, a Runoff Ballot shall be mailed to the General Membership. Except for a third tie vote, the Committee shall provide the current president a list of the new officers to be installed at the Annual Christmas Party or before.

Section 6: In the event of a vacated office during the year, the remaining officers, by majority vote, may appoint a replacement to complete the resigning officer's term.

Article VII

Dues and Expenditures

Section 1: Annual dues for membership shall be established and may only be changed by a majority vote of the general membership. The secretary may accept membership applications from new members and pass moneys collected to the treasurer.

Section 2: Club dues shall be \$24.00 per calendar year beginning January 1 through December 31. Dues will be collected during the months of December and January. Members paying dues in December will receive a \$4.00 discount, making their dues \$20.00. Any new members joining the Club during the year will pay pro-rated dues for the first year equal to \$2.00 per month for each month remaining in the calendar year.

Section 3: No individual shall buy items or services and expect the Club to reimburse him or her for such expenses without prior approval of a majority vote of the elected officers. No member or officer is authorized to commit or expend Club funds without the prior approval of a majority of the officers.

Article VIII

Sponsors

Section 1: Our primary sponsor is Superior Mazda. Any additional sponsors we place on our web site must have an agreement between the Club and the sponsor for reciprocity (a mutual exchange between the club and the sponsor for advertising on our web site) and must be approved in advance by the officers. This agreement must be in writing and signed by a Club officer and an official of the sponsor.

Article IX

Amendments

Section 1: Beginning January 1, 2005, any member may propose suggested changes in the By-Laws to the current elected officers. With a majority vote of the officers, the change may be offered as an amendment to be voted on by the general membership.

Section 2: The By-Laws may be amended by a two-thirds (2/3s) majority vote of the general voting membership present at any regular meeting provided such amendment shall be mailed to the general membership and read to the membership one meeting prior to the vote.

Amendments to the By-Laws were read and approved at the general membership meeting on October 2, 2010, and become effective immediately.

The End