

The Arkansas Miata Club, Inc. By-laws

Article 1 – Name

The name of this organization shall be the ARKANSAS MIATA CLUB, INC.

Article 2 – Logo

The Logo shall be:



Article 3 – Purpose

The Purpose of this organization shall be to promote goodwill for the mutual benefit of club members; to provide social, recreational, technical and instructional activities for the enjoyment of the Mazda Miata MX5 automobile; to promote a responsible image for all Miata/MX-5 owners and drivers. The Arkansas Miata Club, Inc. is a non-profit corporation organized and incorporated under the laws of the State of Arkansas.

Article 4 – Membership

- A. Membership must meet the following qualifications:
1. Dues paying member
 2. Not less than 18 year of age
 3. Hold a valid driver's license
 4. Comply with the motor vehicle insurance requirements for the state that the vehicle is licensed.
 5. Payment of annual membership fee to be set by the officers of the club
- B. Membership rights shall include:
1. Invitation to participate in any club event
 2. Attendance at all general membership meetings
 3. Inclusion in all mailings to general membership
 4. Free admission to select club events
 5. Free subscription to monthly newsletter
 6. Access to the member only sections of the club website
 7. Each dues paying member shall be entitled to one vote in any regular or special called meeting.

C. Membership responsibilities:

Members and guest must act in accordance with the stated purpose of the club. Failure to do so may result in the immediate suspension and / or termination of membership.

Article 5 – Officers and Duties

The elected officers of the Arkansas Miata Club, Inc. shall consist of a President, Vice-President, Treasurer, Secretary, and Past President. No spouses or partners shall be officers simultaneously.

President – The president shall preside at all membership and board meeting of the club; shall enforce the By-laws of the club; shall sign contracts; and shall be responsible for carrying out the decisions of the membership. The President will appoint such committees as deemed necessary, subject to the approval of three-fifths (3/5) of the elected officers. The president shall appoint a vacant officers position if the office is vacated before the annual elections. The president will also have the ability to sign club checks.

Vice President - Shall preside and perform all duties of the President in the president's absence. The Vice President shall also assist the president in the coordination of the elected and appointed officer's duties. In the case of an absence or vacation of an elected officer's position, the vice –president may assume the duties of that office on a temporary basis until the officer resumes duties or a new officer is appointed by the President. The Vice President will also have the ability to sign club checks.

Treasurer – Shall issue and sign checks up to \$250.00. (Any amount above \$250.00 shall require two (2) signatures from bank held signature card. This signature card shall be signed by the President, Vice-President, Secretary and Treasurer.) Collect dues and all other moneys from all sources and issue receipts for same. Keep books of account on a cash basis in accordance with generally accepted accounting practices. Make a financial report to each general membership meeting. Shall make an annual financial report showing all income and disbursements for the prior year. The Treasurer will also provide the records for audit at year's end.

Secretary – Shall keep the minutes of general membership meetings and meetings of the Board of Directors; maintain a record of attendance for all meetings; obtain a current membership list from the treasurer and have it available to the membership; maintain a file of club minutes and records during his or her term and furnish each member with a copy of the by-laws and amendments thereto as they occur.

Past-President– Will be the immediate Past President and shall ensure that all decisions of the club are based on the by-laws and shall vote only in the event of a tie.

Board of Directors – Shall consist of Tech Director, SCCA Liaison, and Membership chair, Tour Director, Web Master, Newsletter Editor and Activity Chair.

All elected officers shall relinquish their records of the prior year to their successors at the end of the term.

Article 6 – Meetings

General Membership Meeting shall be held no less than four (4) times per year at a place to be determined by the Board of Directors. General membership meetings shall be open to all members and shall be announced to the general membership no less than (2) two weeks in advance. General membership meeting shall be run pursuant to Robert's Rules of Order. The Annual Membership meeting and election of the officers shall be held in December at the annual meeting of the Arkansas Miata Club, Inc.

Article 7 – Quorums and Voting

A quorum shall be necessary to conduct voting at the Board of Directors and at the general membership meetings. Should quorum not be obtained, no voting may take place at such meetings and the meeting may continue for informational purposes only.

A quorum for the board of directors meeting shall consist of three-fifths (3/5) of the board.

Quorum for the general membership meeting shall consist of at least three-fifths (3/5) of the Board of Directors and at least 5 member of the Arkansas Miata Club, Inc.

There will be no proxy voting allowed in general membership meetings.

Article 8 – Nominations and Elections

Only paid members in good standing shall be eligible for election or appointment as an officer or a member of the Board of Directors of the Arkansas Miata Club, Inc.

Any member in good standing may nominate any other member in good standing for any office. Any member may nominate his or her self for any office. Any member so nominated may accept or decline any nomination. The opening of nomination shall be announced no later than October 30th of each year. Nominations will close at the end of two (2) weeks. Nominations shall be directed to the President of the Arkansas Miata Club, Inc.

Voting in election will be held at the Annual Meeting in December and the New Officers will take effect January 1st of the following year.

Article 9 – Dues

Annual membership dues shall be due January of each year. Dues will be prorated to date of membership

The annual dues are to be paid to the Arkansas Miata Club, Inc. and sent to the current Treasurer.

Annual dues shall be determined by the Board of Directors.

Article 10 - Amendment

These By-laws may be amended or revised at the annual meeting held in December by a two-thirds (2/3) vote of the general membership present at such meeting.

Revisions must be presented to the general membership in the November Newsletter.

Article 11 – Contracts

A contract shall be signed by the President and any two (2) officers.

Jim Clayton
President