

Tri-Cities Miata Club By-Laws
(Proposed Oct 2007)

Article 1. Club Name

Tri-Cities Miata Club (TCMC)

ARTICLE 2. Area of Operation

The area of operation is the Tri-Cities, TN and the surrounding area.

ARTICLE 3. Purpose

The purpose of the TCMC is to serve as the principle voice of Mazda Miata/MX-5 car enthusiasts in the Tri-Cities area for the purpose of accomplishing common objectives by exchanging ideas, providing information, education, entertainment and to participate in group events.

ARTICLE 4. Membership

- A. Membership is open to anyone who has an interest in Miata/MX-5 cars without regard to race, color, religion, sex, national origin or disability. Application for membership shall be made to the club in writing and paying TCMC annual dues. All members are required to maintain automobile liability insurance in the state the car is registered, equal to state minimum requirements.

- B. Termination of membership. Membership may be terminated by voluntary or involuntary actions by individual members or by Board of Directors request approved by a vote of simple majority of those present and voting at regular meeting or any called meeting announced in advance for said purpose. Termination of membership shall not relieve any member of their obligations to the club (including financial and/or property of TCMC) which arose during the active period of their membership.

ARTICLE 5. Meetings

Regular club meetings will be held on the first Tuesday of each month at a location selected by the membership. Currently the monthly meetings will alternate between Johnson City, TN and Kingsport, TN. The announcement of the meetings will be posted on our web page. Board of Directors meetings will be held as needed. Changes in meeting places must be approved by the Board of Directors and approved by a vote of simple majority of those present and voting at regular meeting.

ARTICLE 6. Board of Directors and Officers

- A. The following are elected officers: President, Vice President, Treasurer, Secretary, Drive Coordinator, and Web Master. Other officers may be appointed by the approval of the Board of Directors as necessary to conduct club business. All officers must be members in good standing. A member may serve in more than one office as necessary except for the President and Vice President.

B. Nomination, Election and officer terms

At the regular scheduled meeting in September the President will appoint a nominating committee (the minimum of two members) for the purpose of proposing a slate of officers for the new year. The slate of proposed officers will be presented at the regular November and December meetings. At the December meeting, in addition to the slate of officers, nominations can be made from the floor. Votes for the new officers will proceed according to the Roberts Rules of Order. The newly elected officers will serve for a term of one year beginning January 1st through December 31st of the following year. Officers may be re-elected to serve consecutive additional terms, except for the President. All officers elected and or appointed shall volunteer their time and efforts to the Club and will receive no compensation of any kind for their services. No officer will be held personally liable for any monetary damages or other obligations incurred by the Club nor be held personally responsible for any breach of fiduciary duty by the Club.

C. Responsibility of Officers

President:

1. Preside over meetings
2. Work with officers and members in setting meeting agendas.
3. Has signatory authority in the absence of the Treasurer

Vice President:

1. Conducts meetings in absence of the President
2. Will assume the position of President in case the President's inability to fulfill his term or duties.
3. Assists the President as needed
4. Has signatory authority in the absence of the Treasurer or President

Treasurer

1. Administer all financial matters and provide reports
2. Responsible for filing all tax and reporting forms as needed
3. Has signatory authority with the President or Vice President
4. Maintain a current inventory of club property and the location of such property
5. Shall not reside in the same household as the president or vice-president

Secretary

1. Records the minutes of the Club and Board meetings
2. Administers Club correspondence

Drive Coordinator

1. Coordinates and delegates drives and events
2. Communicates scheduled events to the web master

Web Master

1. Maintains the TCMC Website

ARTICLE 7. Annual Dues and Event fees

- A. The annual dues, event fees and assessments are determined by the Board of Directors based on the needs of the Club. Assessments shall be voted upon by

a simple majority of those present and voting at a regular meeting or at any called meeting announced in advance for the purpose.

- B. Members who fail to pay their dues within 90 days from January 1st of any year shall without further notice and without hearing will be dropped from the rolls and there upon forfeit all privileges of membership to TCMC. Members may request an extension by submitting a written request to the Board of Directors. The Board of Directors decision is final.
- C. The TCMC may charge certain predetermined fees based on cost of participating in events. The Club may charge higher fees for non-club members permitted to participate in any events.
- D. In the event the TCMC is dissolved any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific or philanthropic organizations to be selected by the Board of Directors.

ARTICLE 8. Amendments

All proposed amendments to the By-Laws of the TCMC must be submitted in writing to the Board of Directors. The proposal and the Board's recommendations will be presented at the next meeting for approval by a simple majority of those present and voting at a regular meeting or at any called meeting announced in advance for the said purpose. Once approved the amendment(s) will be inserted into the By-Laws and distributed to members.