

CONSTITUTION AND BYLAWS

ARTICLE I - NAME AND EMBLEM

- Section 1 The name of the Club is the Miata Club of Minnesota-Northstar Chapter. The Club office is the address of the current president and the mailing address is an address chosen by the treasurer.
- Section 2 The Club emblem is the State of Minnesota with the words Miata Club of Minnesota-Northstar Chapter. The words and emblem will consist of the colors red, white and blue.
- Section 3 The Miata Club of Minnesota-Northstar Chapter, is Incorporated under the provisions of the Non-Profit Corporation Code of the State of Minnesota.
- Section 4 The Club is empowered to acquire and sell real and personal property.

ARTICLE II - PURPOSE AND DEFINITION

- Section 1 The Miata Club of Minnesota-Northstar Chapter is an association of people who own or have an interest in the Mazda Miata and are interested in the design, development and continued driving enjoyment of the Miata.

ARTICLE III - MEMBERSHIP AND FEES

- Section 1 Full Membership - Any person of good character, who owns a Mazda Miata as defined in Article II, Section 1 and who has submitted a properly completed application, becomes a full member of this Club upon payment of the membership fee. Members identified in Section 11 of this article are considered paid memberships.
- Section 2 Family Membership - Spouses/significant others of Full Members have all of the rights and privileges of Full Members except voting rights. A Family Member may be a proxy voter for the Full Member.
- Section 3 Associate Membership - Any person of good character who has an interest in the Mazda Miata as defined in Article II, Section 1 and who has submitted a properly completed application, becomes an associate member of this Club upon payment of the membership fee.
- Section 4 The membership fees shall be fixed by the Board of Directors.
- Section 5 Membership fees are due in full when you join (at time of application). Renewal payment is to be made no later than the 15th of the month of renewal.
- Section 6 No membership card, decal, directory or other Club materials will be distributed to a Club Member until fees are paid in full.
- Section 7 The Board of Directors may expel any member whose character and conduct demeans the integrity of the Club.
- Section 8 Expulsion will require the vote of the majority of the Board of Directors.
- Section 9 Any member expelled by the Board of Directors shall have the right to appeal said expulsion to the membership at large by submitting a petition with signatures of six Full Club Members to the Membership Treasurer. The appeal will be brought before the membership at the next Regular scheduled meeting.
- Section 10 Honorary memberships may be given by the Board of Directors. Honorary Members shall pay no fees and are entitled to all Miata Club of Minnesota-Northstar Chapter privileges except the right to hold office or vote. Honorary Members are those who have made outstanding contributions or worked towards the betterment of the club in a business manner. The Board of Directors has selected these Honorary Members for recognition by unanimous vote. Honorary Members will not be reflected in membership totals, i.e., Mazda dealers and other clubs nationwide.
- Section 11 Membership fees will be suspended during the term of office for individuals that serve on the Board of Directors and those that are Assistants to the Board of Directors, serving in the capacities of Newsletter Editor, Merchandise Coordinator, Name Tag Coordinator and Web Master.

ARTICLE IV - BOARD OF DIRECTORS

- Section 1 The Board of Directors shall consist of four or more members in the Miata Club of Minnesota who shall be responsible for promoting and expanding Club events and continuing to attract new members.
- Section 2 The elected Board of Directors will consist of at least: President, Vice President, Secretary and Treasurer.
- Section 3 A person cannot serve on the Board of Directors in the same position more than two one-year terms.
- Section 4 A majority of the Board Members attending a board meeting will constitute a quorum.
- Section 5 Section 5 Assistants to the Board of Directors - Assistants to the Board of Directors may be appointed by the Board Members to accomplish tasks to enhance the value of the club to the members. Assistants may include but not limited to Newsletter Editor, Merchandise Coordinator, Name Tag Coordinator, Web Master, Event Coordinator, Membership Coordinator, etc. Assistants may serve in the same position at the will of the Board as long as they are willing to do the job.

ARTICLE V - ELECTIONS

- Section 1 Board of Director Members will be determined by whoever gets the most votes.
- Section 2 All nominees for Board of Director positions must be active members in good standing.
- Section 3 Nominations for Board of Director positions can be made through the mail or electronic means before the October meeting or from the floor at the October Membership Meeting.
- Section 4 The October Membership Meeting will be held on the third Sunday of the month, or as close to that date as possible, but before November 1.
- Section 5 The term of office for Board of Directors will run from November 1 - October 31.
- Section 6 Vacancies on the Board of Directors, with the exception of the President, shall be appointed by the President with the approval of the rest of the Board of Directors. The vacancy of President will be taken over by the Vice President. The appointed Board officers will serve until the next regular election.

ARTICLE VI - DUTIES OF THE BOARD OF DIRECTORS

- Section 1 The President, along with Board of Directors, will determine job placement according to current Board Members' special talents and the time availability of each Board Member.

ARTICLE VII - MEETINGS

- Section 1 Regular Board of Directors meetings will be held as required.
- Section 2 Meetings for members at large will be called as needed or included with a monthly event.
- Section 3 Special meetings may be called by the President or the combined Board of Directors.
- Section 4 The Order of Business for all meetings of the Club will be detailed and run by the President and the Board of Directors.
- Section 5 Meetings will generally be conducted in person but may use electronic means as necessary.

ARTICLE VIII- POLICY

- Section 1 The name of the Miata Club of Minnesota-Northstar Chapter and/or its identifying emblem shall not be associated with any other association, club, or commercial endeavor implying sponsorship or endorsement by the Miata Club of Minnesota-Northstar Chapter, without written approval by the Board of Directors.
- Section 2 No member shall represent himself/herself as a spokesman for the Club without the approval of the Board of Directors.

- Section 3 The Miata Club of Minnesota-Northstar Chapter will not provide nor endorse the use of alcoholic beverages at Club driving events.
- Section 4 No member will be allowed to participate in activities requiring the use of a vehicle who is under the influence of alcohol or illegal drugs.
- Section 5 The use of illegal drugs is strictly prohibited at all Club events. Any member using illegal drugs or under their influence will be expelled from the Club.
- Section 6 No vehicle will be allowed to participate in any Club event that is in unsafe condition as determined by the Board of Directors.
- Section 7 All vehicles participating in Club events must have liability insurance.

ARTICLE IX - EVENT HOSTS

- Section 1 Person or Persons holding an event will be referred to as "Event Host."
- Section 2 Any member can hold an event with the approval of the Board of Directors.
- Section 3 To hold or host an event you need only present your idea to the Event Coordinator.
- Section 4 The Event Coordinator will help support and complete your event idea. The Event Coordinator will assist you in reporting to the Board and giving written details to the Newsletter.
- Section 5 All expenses for the event must have prior approval from the Board of Directors.
- Section 6 Event Hosts of major events requiring a multi-day scouting trip and overnight stay may receive compensation only with pre-approval of the Board of Directors.
- Section 7 Registration fees will be waived for Event Host(s) in recognition of time spent preparing for the event.

ARTICLE X - AMENDMENTS

- Section 1 A proposed amendment to this constitution must be submitted in writing to the Board of Directors for preliminary approval.
- Section 2 Approved amendment proposals will be submitted to the membership at large for a vote at the next membership meeting.
- Section 3 Absentee Ballots must be returned to the Secretary by the membership meeting to be counted.
- Section 4 Amendments approved by a majority vote of the members are effective immediately.