

## ARTICLE I

### SECTION I: NAME

The official name of this club shall be "Desert Z Association" (hereinafter "DZA")

### SECTION II: GENERAL PURPOSE

DZA is a non-profit organization formed to provide its members with access to knowledge about Z cars; promote the general interests of the active members by providing the forum for the exchange of information and ideas; and provide activities to stimulate a friendly and co-operative spirit among the membership and the general public.

### SECTION III: SPECIFIC CLUB GOALS

- A. To promote safe driving habits and driving skills by stressing the "Three C's" of road safety: Care, Courtesy, and Common Sense.
- B. To provide assistance to any motorist in distress when such assistance is both safe and feasible.
- C. To plan and regulate functions and/or activities designed to further DZA's purpose, including but not limited to: technical sessions, assistance in dealing with local repair establishments and help to obtain difficult to acquire parts.
- D. To plan and regulate functions and/or activities designed to assist local charitable institutions in their endeavors.
- E. To provide membership in and an interface with the national organization – Z Car Club Association.

### SECTION IV: SPECIFIC PROHIBITION

DZA shall not organize, sponsor, plan, assist, sanction, nor allow its name to be associated in any manner whatsoever with any automotive function that is in violation of any duly constituted legislation (e.g. a "Gumball" Rally).

## ARTICLE II

### SECTION I: MEMBERSHIP

- A. The term "Member" applies to any person owning, holding title to, or possessing a Datsun/Nissan Z Car, GTR, Skyline, or Roadster sports car whose annual dues are current.
- B. The term "Member" also applies to any two or three people, living in the same household, who meet the criteria contained in Article II, Section I, Paragraph A.
- C. The term "Honorary Member" applies to those elected to this type of membership for a special recognition by the Club. Honorary members are not assessed annual dues.
- D. Membership applications and renewals may be subject to review and approval by the Board.

### SECTION II: ANNUAL DUES

- A. Annual dues of \$40.00 are due each year by the end of the month that a member first joined DZA. A two-month grace period will be granted for any member to become current; however, the renewal month remains the same as the member first joined the Club.

### SECTION III: MEMBERSHIP CARDS

- A. Membership Cards will be valid for one year from the Member's renewal month upon the Treasurer receiving the Member's Annual Dues.
- B. Each Membership Card will expire annually on the last day of the Member's renewal month.
- C. A Membership is entitled to a Membership Card for each member (maximum of three), each with the same Membership number.
- D. Honorary Members will be entitled to a renewed Membership Card each year upon receiving the necessary votes of the Membership during the month the Honorary Member was first elected.
- E. Each Member receiving a Membership Card automatically agrees to return their Membership Card if they resign or are expelled from the Club.

#### SECTION IV: PARTICIPATION

- A. All Memberships are eligible to cast one vote each.
- B. Honorary Members are not eligible to vote.
- C. All Members and Honorary Members are eligible to participate in all DZA functions and/or activities.

#### SECTION V: MEMBERSHIP RECOGNITION

Each Membership will receive a Club window decal.

#### SECTION VI: RESIGNATION

- A. A Member may resign by writing a Letter of Resignation to the Secretary; and
- B. Enclosing all their Membership Cards (if applicable).
- C. Resignations become effective when received by the Secretary, provided the Member resigning has no indebtedness to the Club.
- D. Non-payment of annual dues will be considered as Member Resignation.

#### SECTION VII: EXPULSION

- A. A member of the club may be expelled from the Club for:
  - 1. Breaching any Club By-Laws and/or rules.
  - 2. For bringing unwanted negative publicity to bear on the Club.

Expulsion of a member can be initiated by any of the DZA Officers. The DZA Officers will determine the expulsion by a vote. The President will notify any member facing expulsion. Any future applications for Club Membership by any expelled Member will be denied.

### ARTICLE III

#### SECTION I: BOARD OF DIRECTORS

- A. The Officers of the Club shall be President, Vice-President, Secretary, Treasurer, and Member At Large.
- B. Each Officer shall hold office for one year or until such time as their successors are elected or qualified.
- C. No Member may hold more than one elected office.
- D. There is no "term" or "yearly" limit for Club Officers.
- E. An Officer may be removed from office for due cause by a majority vote of the Board.

#### SECTION II: NOMINATION OF BOARD OF DIRECTORS

- A. Nominations will be entertained from the floor at the Club's September meeting.
- B. Write-in nominations must be mailed, e-mailed, or faxed to the Secretary and must be postmarked no later than fifteen days after the September Club meeting.
- C. No Member shall accept a nomination for more than one office.
- D. Only current Members are eligible for nomination.
- E. No more than one family member from each membership may be nominated for an office.

#### SECTION III: ELECTION OF BOARD OF DIRECTORS

- A. All voting for Board Members will be by written ballot.
- B. The slate of candidates will be published on the Club's website after nominations are closed.
- C. A candidate may supply a written biography to be distributed with the election ballots.
- D. Ballots will be emailed to the members after the October Club meeting. Ballots will also be distributed at the Club's November meeting. The election will be held at the November Club meeting. All ballots cast will be given to a non-biased party for counting. The ballots will then be validated and retained by the Club Secretary.
- E. Absentee ballots must be submitted by the November meeting. The election results of the top five candidates will be announced at the Club's November meeting.
- F. In the event of a tie in determining the top five candidates for a Board Member, those Members attending the November monthly meeting will re-cast ballots to break the tie and absentee ballots will not be counted.

- G. The elected Board Members will then determine who will be appointed to the Club officer positions of president, Vice President, Treasure, Secretary, and Member at Large.
- H. Officers will be installed at the Club's December monthly meeting and assume office the following January 1<sup>st</sup>.
- I. **A vacancy in any office may be filled by a current DZA member appointed by a majority of the Board. The member must accept this position in written form. The officer appointed to such vacancy shall serve for the remainder of the term of that office**

**SECTION IV: OFFICER RESPONSIBILITY**

- A. The President is the Chief Executive Officer of the Club with the following responsibilities:
  - 1. Ensure the Club operates within the parameters established by the Club's By-Laws.
  - 2. Conduct regular monthly meetings.
  - 3. Call and conduct any special meetings.
  - 4. Represent the Club at various functions as required.
  - 5. Appoint committees as required.
  - 6. Authorized to sign on the Club checking account.
- B. The Vice-President shall assume the responsibilities of the President anytime the President is absent or assume those responsibilities as directed by the President.
  - 1. Liaison for club publicity and articles submitted to an enthusiast magazine.
  - 2. Focal point for all website related issues.
  - 3. Authorized to sign on the Club checking account.
- C. The Treasurer shall assume the responsibilities of the President anytime the President and Vice-President are both absent or assume those responsibilities as directed by the President and shall be specifically responsible for:
  - 1. Maintaining the Club's current and historical financial records.
  - 2. Receiving funds for the Club.
  - 3. Disbursing Club funds as authorized by the President.
  - 4. Maintaining a checking account for the Club, with all checks over \$1000 against that account counter-signed by another Officer.
  - 5. Authorized to sign on the Club checking account.
  - 6. Maintaining a current roll of all Members.
  - 7. Recording attendance at Club meetings.
- D. The Secretary shall assume the responsibilities of the President anytime the President, Vice-President, and Treasurer are all absent or assume those responsibilities as directed by the President and shall be specifically responsible for:
  - 1. Recording the minutes of the Board/ Club meetings.
  - 2. Giving notice of meetings as required.
  - 3. Keeping the historical Club records.
  - 4. Maintaining the Club Member's Discount List.
- E. The Member At Large shall assume the following responsibilities:
  - 1. Sell raffle tickets at the general meetings.
  - 2. Assume any other duties as requested by the President.
- F. All Desert Z Association officers shall have written job descriptions as approved by the Board.

**SECTION V: CONFLICT OF INTEREST**

Any Club Officer officially associated with a Club Sponsor, Advertiser, or Supporter in any manner whatsoever (e.g. employee), will automatically abstain from any and all decisions affecting such a Club Sponsor, Advertiser, or Supporter, and abstain from any and all decisions impacting others in a similar endeavor or field of work.

**ARTICLE IV**

**SECTION I: REGULAR MEETINGS**

- A. Regular meetings will be held on the first Wednesday of each month except December when the Club's Holiday Party may take the place of the regular monthly meeting.

1. The President may reschedule a regular monthly meeting if a specific first Wednesday presents a conflict.
  2. All members must be notified of any change in date, location and time of such rescheduled monthly meeting.
- B. A quorum for any monthly meeting shall be at least 10% of the current Members on the Club's rolls at the time of the meeting.
  - C. Except as specified elsewhere in the Club's By-Laws, all voting at the monthly meeting shall be by a simple majority.
  - D. Any expenditure of Club funds exceeding \$200.00 must be approved by a vote of the membership at a regular meeting, except for expenditures for the Holiday Party, the summer party, and the annual purchase of raffle prizes.

#### SECTION II: SPECIAL MEETINGS

- A. The President or two other Officers may call special meetings.
- B. All Officers must be informed of any Special Meeting as soon before such meeting as feasible.
- C. The purpose and results of any Special Meeting must be communicated to the Members at the next regularly scheduled Monthly Meeting.

#### SECTION III: BOARD OF DIRECTORS MEETINGS

- A. Regular monthly meetings will be held once per month as agreed upon by the Board members.
  1. The President may reschedule a regular monthly meeting if a regular meeting date presents a conflict.
  2. All Officers must be notified of any change in date, location, and time of such rescheduled monthly meeting.
- B. The Board is comprised of current Officers and Committee Chairpersons.
- C. A quorum for any Board meeting shall be at least 60% of the current Board.
- D. Except as specified elsewhere in the Club's By-Laws, all voting at the monthly meeting shall be by simple majority.
- E. The results of all Board meetings must be presented at the next regularly scheduled monthly meeting.
- F. Any two current Officers or any three other Board members may call a Board meeting provided all Board members receive notification as soon before such meeting as feasible.

### ARTICLE V

#### SECTION I: COMMITTEES

- A. The President shall appoint such Committees as required to conduct Club activities. The responsibilities of each Committee must be clearly defined.
- B. Each Committee will be comprised of an odd number of Members.
- C. All Committee votes will be by simple majority.
- D. The Committee will nominate and vote to elect a Chairman.
- E. The Committee Chair will meet with the Officers at the monthly Board of Directors' meeting to review and advise current Officers on Committee matters.

#### SECTION II: AMENDMENTS TO THE BY-LAWS

- A. Amendments may be proposed by either a majority of the Officers or any 20% of the current Members.
- B. All amendments must be submitted to the Secretary in writing.
- C. Voting on the amendments shall be completed at a scheduled monthly meeting of the members with advance notice of the proposed changes. A majority vote of the members present will determine the approval or disapproval of the amendments.

### ARTICLE VI

#### SECTION I: DISPOSITION OF ASSETS

- A. When the DZA no longer chooses to meet, all assets, including cash, which belong to the Club will be disbursed through the ZCCA to a new club of their choosing that is just forming. Any logo merchandise still

available shall be sold or given to the members who wish the merchandise. No other assets are to be distributed to members unless the assets were loaned to the DZA until they disbanded.