

Desert Z Association By-Laws

Last Modified: April 5, 2023, and approved by member vote at the June 7, 2023, General Meeting

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 Datsun/Nissan Z cars, GT-R, Skyline, or Roadster sports car; 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 aid 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 who has owned or owns a Datsun/Nissan Z Car, GT-R, Skyline, or Roadster sports car or is a Datsun/Nissan Z enthusiast 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 are set by the DZA Board and approved by membership. Annual dues 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 from the Member's renewal month upon the Treasurer receiving the Member's Annual Dues.
- B. Each Membership Card will indicate the Member's original month and year of joining.
- C. A Membership is entitled to a Membership Card for each Member (maximum of three).
- 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 per membership.
- 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: RESIGNATION

- A. A Member may resign by advising the Treasurer; and returning their Membership Cards (if applicable).
- B. Resignations become effective when received by the Treasurer, provided the Member resigning has no indebtedness to the Club.
- C. Non-payment of annual dues will be considered as Member resignation.

SECTION VI: 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 may 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 staggered 2-year terms 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.
- F. 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 or e-mailed to the Secretary and must be postmarked no later than fifteen days after the September Club meeting.
- C. Only current Members are eligible for nomination.
- D. No more than one 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 or email ballot by the end of the November General Meeting.
- B. The slate of candidates will be announced via email.
- 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, Treasurer, Secretary, and Member at Large.
- H. Officers will be installed at the Club's December monthly meeting and assume office the following January 1st.
- 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. All Desert Z Association Officers shall have written job descriptions as approved by the Board.
- B. These job descriptions are available to any Member upon request to 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 all decisions affecting such a Club Sponsor, Advertiser, or Supporter, and abstain from 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. Members must be notified of a change in date, location, and time of 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 \$500.00 must be approved by a vote of the membership at a regular meeting, except for expenditures for the Holiday Party, the summer party, national club memberships, insurance, subscriptions, marketing materials and website hosting services.

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.

- 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 Board 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 three (3) current Officers may call a Board meeting provided all Board members receive notification as soon before such a 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 DZA no longer chooses to meet, all assets, including cash, will first be used to pay debts, and then remaining cash assets will be equally divided among current Members. Any logo merchandise still available shall be sold or given to Members who wish the merchandise. All loaned assets will be returned to the lender.