**MIATA CLUB OF SOUTHWEST FLORIDA**

Bylaws

Revised March 19, 2022

Article I – Name

The name of this organization is the Miata Club of Southwest Florida, known also as MCSWF.

The Club is operating in the state of Florida as a not-for-profit organization and is entitled to all of the rights and privileges thereof, and must abide by all rules governing not-for-profit organizations.

Article II – Purpose

The Miata Club is a social club to provide Miata owners an opportunity to share their interest in and love for ownership of their Miata, to participate in group events involving their Miata, and to

enhance their enjoyment and knowledge of their Miata.

Article III – Membership

1. Requirements – Membership is open to any member who owns a Miata or is a past member of the Miata Club of Southwest Florida. Membership is defined as “per car” and applies to a single person, or member and spouse, or member and significant other. The geographic area covered by the MCSWF includes, but is not limited to, Palmetto to Marco Island. The membership year is from April 1 to March 31 of the following year. Membership becomes active upon receipt of a signed membership application and payment of dues. Renewing members will be required to fill out and sign the membership form annually. Members who do not renew within one month of the March 31 expiration will be removed from the membership roster.

2. Rights and Responsibilities – Members will agree to obey all traffic laws, including speed limits, and set a positive example for other drivers~~,~~ while participating in Club events or activities. Members will not hold the Miata Club of Southwest Florida, its officers, members, or assigns responsible for any accident, mishap or injury that may occur during any activity or event, or during travel preceding or following such activity or event. All members are required to maintain automobile liability insurance in the state the car is registered in, equal to state minimum requirements.

3. Membership fees will be determined by the Board of Directors and can be changed by a majority vote of the Board.

4. Meetings - General membership meetings will be held monthly, the date and time to be determined by the board. Attendance at meetings is encouraged but not mandatory. General meetings are open to all members, former members, prospective members, and guests. Meetings are conducted by the Club President or a designated alternate in the President’s absence. Board meetings will be held quarterly and, in addition may be called by the President of the MCSWF on an as-needed basis. Members will be notified by email. All club members have the right to attend the Board meetings as a non-voting participant.

Article IV – Officers

The election of Officers will take place at the Annual Meeting in March. All Officers or Board committee members may remain in office for more than one consecutive year. All Officers and Board members will have one vote at all Board meetings. 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. Duties of Officers are as follows:

1. President – The President directs the club, oversees general meetings and board meetings, monitors the treasury, communicates with the membership, and appoints committees and defines their responsibilities. The President is also responsible for housing all club properties and maintaining documents related to the President’s term in office. The President will submit an article for each monthly edition of the Club newsletter. The President will remain on the Board of Directors the following year as Past President.
2. Vice President – The Vice President participates in the decision making of the Board and acts as President in the event that the President is unable to do so. The Vice President must be willing to step up to the office of President immediately following the term as Vice President.
3. Past President – The Past President will remain on the Board for one year following his/her term as President and participate in the decision making of the Board.
4. Secretary – The Secretary will maintain notes or minutes of the club’s Board meetings as required. The Secretary will produce documents on the club’s letterhead as requested by the Board. The Secretary may perform other duties as assigned by the President.
5. Treasurer –The Treasurer manages the monies of the Club. Checks can be signed by the Treasurer or designated signee. The Treasurer must have books available for yearly audit by an internal auditor. Any expenditures for other than routine operations, such as special events, will require Board approval. The Treasurer is responsible for maintaining communication with State and Federal taxing agencies.

Article V – Board Members

1. Membership Chairperson – Duties of the Membership Chairperson include, but are not limited to, the following: The Membership Chairperson maintains a current roster of all members and distributes the roster to specified Board members as changes occur. The Membership Chairperson accepts completed applications for membership and membership renewals, along with payment of membership fees, forwards the money to the Treasurer for deposit, orders name badges, provides new members with a new member pack, and maintains receipts of expenses for reimbursement by the Treasurer. The Membership Chairperson also notifies members of upcoming meetings by email or in the monthly newsletter and provides a count to the meeting establishment. The Membership Chairperson also follows-up on past-due renewals.
2. Events Coordinator – The Events Coordinator maintains a calendar of club events and communicates and promotes those events to the Club membership. Members interested in planning an event should contact the Events Coordinator to find out dates available for an event. The Events Coordinator is not responsible for planning an event suggested by a member.
3. Newsletter Editor – The newsletter is called Wheels in Motion. The Newsletter Editor is responsible for editing and publishing the monthly Club newsletter. The Editor consolidates and assembles articles and photos submitted each month. The Editor will determine the deadline date for submission of articles or ads for the newsletter. The newsletter will be forwarded to the membership by email. All costs incurred by the Newsletter Editor will be reimbursed by the Treasurer.

1. Webmaster – The Webmaster will maintain the Club website, which includes posting the newsletter and events calendar to the site as required.
2. Dealer Liaisons – The duties of the Dealer Liaison include, but are not limited to, the following: The Dealer Liaison will maintain a relationship with dealer sponsors to promote the Club. The Liaison will solicit yearly sponsorship monies from the dealer and provide invoices to dealers to insure payment. The Liaison will negotiate with the dealer for a discount for parts and labor for MCSWF members. The Liaison will also encourage the dealer to sponsor one major event each year for the Club, and will coordinate activities related to that event. The Liaison will also submit information to the Events Coordinator and Newsletter Editor prior to the event, and write a summary following the event. If requested by the sponsor, the Liaison will provide hard copies of the newsletter for distribution to prospective members.
3. Sunshine Person - Sends greeting cards (Get Well, Sympathy, or other) to members or their spouses/significant others as appropriate after receiving notification on a need to do so. Reads list of members celebrating birthdays at the appropriate monthly meeting. Provides information about birthdays, get well or sympathy notices to Newsletter Editor for posting in the Newsletter.
4. Awards officer – The Awards Officer is responsible for obtaining door prizes and other awards as needed by the club. The club will reimburse the awards officer for money spent to buy awards.

Article VI – Committees

Committees may be appointed by the President or the Board of Directors, or may be formed by volunteers from the membership, to provide support for Club events or Club responsibilities. Committees may include, but are not limited to, annual meeting/picnic, Christmas party, Key West parade, or nominating committees.

Article VII – Elections

New officers and Board members will be nominated by a committee appointed by the Board or by the President, or may be solicited from the general membership. New Officers and Board members will be elected at the annual meeting in March and will take office on the first of April. Officers will be elected by a majority of those attending the annual meeting.

Article VIII – Activities/Events

Events will be planned and run on a volunteer basis by any member or Officer of the Club. The hosting member will determine the time, place, and origin of the event and inform the Events Coordinator to ensure availability of dates. The hosting member will provide the event details to the Events Coordinator and Newsletter Editor. The hosting member will also provide the Newsletter Editor a summary following the event. Events will be open to members and their guests. An event that is paid for solely by the Club or by a Club sponsor will be open only to MCSWF Club members, unless otherwise authorized by the Board of Directors. If so authorized, a fee will be determined for payment by the non-member. Events that are paid for solely by a Club’s sponsor may include non-members at the sponsor’s discretion. Members who plan events will be entitled to reasonable reimbursement for expenses related to the event, such as purchase of supplies or prizes.

Article IX – Amendments

These By Laws may be altered, amended, or repealed. New By Laws may be adopted by the Board at any regular or special meeting of the Board and approved by a two thirds vote of responding members. The membership must be notified of proposed amendments at least 30 days prior to the vote.

~These bylaws were approved by a membership vote on March 19, 2022~