

Z Club of Texas By-Laws

ARTICLE I **SECTION I: NAME**

The official name of this club shall be "Z Club of Texas" [hereinafter "Club"].

SECTION II: GENERAL PURPOSE

The Club is a non-profit organization formed to provide its members with access to knowledge about their Z Cars and also provide a forum for members and other interested parties to exchange Z Car information.

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 the Club's Purpose, including, but not limited to: technical sessions, assistance in dealing with local repair establishments and help in obtaining difficult-to-acquire parts [especially for the older Z Cars]; and
- D. To plan and regulate functions and/or activities designed to assist local charitable institutions in their endeavors.

SECTION IV: SPECIFIC PROHIBITION

The Club shall not organize, sponsor, plan, assist, sanction nor allow its name to be associated, in any manner whatsoever, with any automotive function which 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 and/or any of the Z Car fore-runners [Roadsters and "Fairlady" Models], whose Annual Dues are current.
- B. The term "Family Member" applies to any two people, either legally related, [i.e. immediate family members] or two people who consider each other a significant partner, whose Annual Dues are current and one of whom meets the automotive criteria contained in Article II, Section I, Paragraph A.
- C. The Term "Associate Member" applies to anyone who does not meet the automotive criteria in Article II, Section I, Paragraph A, but whose annual dues are current.
 - 1. Total Associate Membership is restricted to 10% of the Total Membership [wherein a Family Membership equals two Members].
- D. The Term "Honorary Member" applies to those elected to this type of membership for special recognition by the Club. Honorary Members are not assessed annual dues.

SECTION II: MEMBERSHIP NUMBERS

- A. Membership Numbers will be issued in consecutive order.
- B. A Membership Number assigned to a given Member cannot be re-assigned to any other Member.

SECTION III: ANNUAL DUES

- A. Annual Dues are due each year by the end of the month wherein a Member first joined the Club.
 - 1. A one month grace period will be granted for any Member to become current, however, the renewal month remains the same as the month the Member first joined the Club.
 - 2. Dues for a Member's first annual renewal will be prorated in the second year, where applicable, based on the month when the Member first joined the Club the preceding year.
- B. Annual Dues are assessed as follows:
 - 1. \$36.00 for an annual Membership;
 - 2. \$5.00 additional for an annual Family Membership;
 - 3. \$25.00 for an annual Associate Membership.
- C. Any Member in good standing [i.e. whose Annual Dues are current] who enters the Armed Forces of the United States, will automatically be granted Honorary Member status while on Active Duty.
- D. If a Member's dues lapse and that Member wants to rejoin the Club but does not wish to maintain the Membership Number originally issued to that Member, then the Treasurer will assign that Member the next available consecutive Membership Number at the time of renewal.
- E. If a Member's dues lapse, and that Member wants to bring the lapsed dues current and maintain the Membership Number originally issued to that Member:
 - 1. if the lapsed dues are three or less years in arrears, then paying the prevailing annual dues for the arrears period entitles the Member to keep the Membership Number originally assigned to that Member.
 - 2. if the lapsed dues are over three years in arrears, then paying the prevailing annual dues for that three year period in arrears plus fifty percent [50%] of the prevailing annual dues for the arrears period after the first three years in arrears entitles the Member to keep the Membership Number originally assigned to that Member.

SECTION IV: MEMBERSHIP CARDS

- A. Membership Cards will be issued for one year after the Treasurer receives the Member's Annual Dues.
- B. Each Membership Card will expire annually on the last day of the Member's renewal month.
- C. A Family Membership is entitled to two Membership Cards, 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. Associate Members are not entitled to Membership Cards.
- F. Each Member receiving a Membership Card automatically agrees to return their Membership Card if they resign or are expelled from the Club.

SECTION V: PARTICIPATION

- A. All Members and Family Members are eligible to cast one vote each.
- B. Associate Members and Honorary Members are not eligible to vote.
- C. All Members, Family Members, Associate Members and Honorary Members are eligible to participate at functions and/or activities which are open only to Club Members.

SECTION VI: EXPULSION

- A. A Member of the Club may be expelled from the Club for:
 - 1. Non-payment of Annual Dues; and/or
 - 2. Breaching any Club By-Laws and/or rules; and/or
 - 3. For bringing unwanted negative publicity to bear on the Club.

- B. No member may be expelled from the Club unless the following procedure is strictly adhered to by both the Member and the Club:
1. A recommendation to expel a Member must be submitted, in writing, to a Club Officer outlining the specific reason(s) for the expulsion recommendation.
 2. A Special Meeting of the Officers will be called to review the expulsion recommendation with both the initiator and the Member recommended for expulsion in attendance.
 3. The Officers will review the recommendation, try to obtain independent additional information, and vote on whether to accept or reject the expulsion recommendation.
 4. If the Officers vote to reject the expulsion recommendation, both the initiator of the expulsion recommendation and the Member recommended for expulsion will be contacted by the President to explain the Officer's decision.
 5. If the Officers vote to accept the expulsion recommendation, the Member recommended for expulsion will be offered the option of either resigning from the Club or participating at the next regularly scheduled Club meeting when the subject of the recommended expulsion will be presented for a vote by all the Members present.
 6. If the Member refuses to resign, the recommended expulsion will be presented at the next regularly scheduled Club meeting for a vote by the Members present.
 7. At that meeting, the President will introduce the expulsion recommendation under "New Business." The final decision on the recommended expulsion will be determined by a two-thirds vote of the Members present.

ARTICLE III

SECTION I: OFFICERS

- A. The Officers of the Club shall be President, Vice President, Secretary and Treasurer.
- B. Each Officer shall hold term for one year or until such time as their successors are elected or qualified.
- C. No Member may hold more than one elected office.

SECTION II: NOMINATION OF OFFICERS

- A. The President will appoint a three-person Nominating Committee at the Club's September monthly meeting to prepare a slate of nominations to be presented at the Club's October monthly meeting.
- B. Nominations will also be entertained from the floor at the Club's October monthly meeting.
- C. Write-in nominations must be post-marked by November 1st.
- D. No Member shall accept a nomination for more than one office.
- E. Incumbents are eligible for nomination.
- F. Only current Members are eligible for nomination.

SECTION III: ELECTION OF OFFICERS

- A. All voting for Officers will be by a physically written or electronically submitted ballot.
- B. The slate of candidates will be published in the Club's November Newsletter and/or by other electronic means.
- C. Ballots will also be distributed at the Club's November monthly meeting. All ballots cast will be given to the Nomination Committee after the conclusion of the meeting.
- D. Absentee ballots must be post-marked or electronically date stamped by November 30th to be counted.
- E. The election results will be announced at the Club's December meeting.
1. In the event of a tie for an office, those Members attending the December monthly meeting will re-cast ballots to break the tie. Absentee ballots will not be counted.

- F. Officers will be installed at the Club's December monthly meeting and assume office on the following January 1st.

SECTION IV: OFFICER RESPONSIBILITIES

- 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 Constitution and 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.
- 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.
- 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. Presenting the Club's finances at each monthly meeting;
 5. Maintaining a checking account for the Club, with all checks against that account counter-signed by another Officer.
- 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 all Club meetings;
 2. Maintaining a current roll of all members;
 3. Giving notice of meetings as required;
 4. Recording attendance at Club meetings and functions;
 5. Keeping the historical Club records.

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 MONTHLY MEETINGS

- A. Regular monthly meetings will be held throughout the Dallas/Fort Worth Metroplex rotating location, day of the week and time except December when the club's Christmas Party will take the place of the regular monthly meeting.
1. A regular monthly meeting may be rescheduled by the President if a specific meeting time 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 meetings shall be by simple majority.
- D. The regular monthly meeting will serve the purpose of fellowship and the opportunity to welcome new members.
- E. A tentative schedule of meeting locations, date and times will be made six months in advance.
- F. Quarterly meetings will be held in a more formal capacity.

SECTION II: SPECIAL MEETINGS

- A. Special Meetings may be called by the President or two other Officers.
- 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.

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 Advisory Board of Directors will meet as required to review and advise current officers on Club matters. This Board will be comprised of past Club Presidents, current Officers and Committee Chairpersons. The results of all Board meetings must be presented at the next regularly scheduled monthly meeting. A Board meeting may be called by any two current Officers or any three other Board members provided all Board members receive notification as soon before such meeting as feasible.

SECTION II: AMENDMENTS TO THE CONSTITUTION AND 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 either physically or by electronic means.
- C. The exact amendment will be presented in the next Newsletter and/or by electronic means to inform all Members of the proposed change(s).
- D. Voting on the amendment shall follow the same procedure as the voting to elect Officers, excluding the specific time references therein.

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