

# Parrot Heads in Michiana

## Club ByLaws

(Updated December 2007)

### **Article I – General**

- A. Name: The organization shall be called Parrot Heads in Michiana (PHiM).
- B. Purpose: The purpose of the organization is to promote Parrot Heads in Michiana as a humanitarian group sharing community and environmental information for majority approved mutual benefits. The organization will engage in activities which are charitable, educational, high spirited, and promote the general welfare of the community.
- C. Statement of Purpose: PHiM is a corporation dedicated to improving our community and the environment by actively participating in service projects as a means of social interaction with like minded people interested in the lifestyle and music of Jimmy Buffett and the tropical spirit.
- D. Disclaimer: We are recognized by, but in no way attached to, Jimmy Buffett and his business interests in Key West, New Orleans, Charleston, and Orlando. We are not associated with HK Management, MCA Records, Island Records, Mailboat Records, or Margaritaville Records. We would like to stress that Mr. Buffett's name, his song titles, lyrics, names of businesses owned by Mr. Buffett, and the term "Parrot Head" are all registered trademarks and should not be used for the pursuit of profit. Clubs are allowed to use the term "Parrot Head" on t-shirts, etc., but **NOT** Jimmy Buffett's name.

### **Article II – Membership and Dues**

- A. Club Membership: Membership in PHiM shall be open to all, regardless of sex, creed, national origin, or sexual preference. A member will be considered in good standing so long as dues are current. Single members must be at least 21 years of age. Anyone under the age of 21 must join as a family membership with a parent or guardian.
- B. Dues: The annual dues of PHiM will be as follows:
  - 1. The annual dues year will run continuous with one year enrollment.
  - 2. Cost – Individual: \$25.00, Family: \$35.00 per household. An individual member is considered to be one adult head of household at a single address. A family is considered to be one or two adults and any dependent children living at a single address.
  - 3. Membership will entitle a member to a welcome letter, club identification, receipt of the PHiM newsletter, and appropriate email notifications.

4. Membership renewal notices will be mailed via US mail in the month prior to renewal.
5. Membership renewal will be in October. New members' dues will be pro-rated the first year to align billing. First year membership fees are as follows:

**Single:**

|           |           |            |            |
|-----------|-----------|------------|------------|
| Oct.-Dec. | Jan.-Mar. | April-June | July-Sept. |
| \$25.00   | \$19.00   | \$13.00    | \$7.00     |

**Family:**

|           |           |            |            |
|-----------|-----------|------------|------------|
| Oct.-Dec. | Jan.-Mar. | April-June | July-Sept. |
| \$35.00   | \$27.00   | \$19.00    | \$11.00    |

C. Denial of Membership: The Officers may deny membership in PHiM to any person whom the entire Board determines by a unanimous vote does not meet the requirements for membership.

D. Conduct: All members agree to recognize and adhere to the attached “Code of Conduct”. Infractions to the Code are subject to actions as stated in Section VI – B.

### **Article III – Meetings**

- A. Social Meetings: The Club shall attempt to schedule at least one social event each month. These events will usually include some type of charity fund raising event.
- B. Business Meetings: General Business Meetings will occur at least every other month. These meetings may be held prior to or in conjunction with Social Meetings. General Business Meetings will be conducted by the Club President or a designated member of the Board. Any member in good standing may attend these meetings and will conduct themselves in a professional manner. All Club decisions at the meeting will be by simple majority vote of those present. Minutes will be taken at all meetings and reported out at the following meeting. All meetings will be held within the geographical boundaries of the Club.
- C. Board of Directors Meetings: The Board will meet on the Tuesday prior to the regular General Business Meeting.. Minutes from these meetings will be made available to all members in good standing and reported out at the next General Business Meeting.

### **Article IV – Officers, Board of Directors, and Elections**

- A. Officers and Elections:

1. Officers: The Club will elect the officers for a two year term as follows: President, Vice President, Treasurer, and Secretary and Member-at-Large. The President and Treasurer shall be elected in the odd years. The Vice President, Secretary and Member-at-Large shall be elected in the even years.
  2. Election Officer: The Board shall appoint an Election Officer to conduct and oversee the next election procedure on or before August 31. The Election Officer shall operate within the guidelines provided by the Board. The Election Officer shall maintain the privacy and integrity of all assigned duties.
  3. Nominations: The Election Officer shall mail (via US Mail) or email a “Call for Nominations” to all members in good standing for all offices to be elected in the upcoming year on or before October 15. This notice will include the offices to be elected, the dates and terms of the upcoming election and a statement that the election will be by ballots voting for a simple majority. Nominations may be sent via US Mail or email to the Election Officer no later than October 31, or in person at the “Nomination Social” to be organized by the Election Officer prior to October 31. Qualified nominees, as determined by PhiM bylaws and/or the Board, shall be placed on the ballot.
  4. Elections: The Election Officer shall mail (via US Mail) ballots to all members in good standing on or before November 10. A single membership shall receive one ballot and a family membership shall receive two ballots. Each ballot shall include the name of the member for whom it is intended. The ballot will include all offices to be elected and all qualified nominees for each office. It shall also contain the name of the Election Officer and an address to where they can be mailed. All mailed ballots received by the Election Officer must be postmarked no later than November 30. Ballots may also be delivered directly to the Election Officer by November 30. Final results of the election will be tabulated by the Election Officer before the December General Business Meeting and announced at that time. The Election Officer shall then seal all ballots to be maintained for 30 days and then destroyed in accordance with the Election Officer duties in A – 2.
  5. Newly elected Board Members assume duties on January 1.
- B. Officers: The Officers will consist of the Club President, Vice President, Secretary, Treasurer, Club Founder, and Member-at-Large. The Officers will be responsible for insuring all club activities are conducted within the guidelines of Parrot Heads in Paradise (PHiP), Inc. and the Club Statement of Purpose as outlined in Article I – B. The Board will be empowered to make decisions between business meetings to insure these goals are met. All decisions will be by simple majority with each member having one vote. Any and all Officer’s decisions will be reported at the next General Business Meeting. The Board will act on recommendations received from the general membership at the General

Business Meetings and present projects/concepts to the general membership at the General Business Meetings.

C. Responsibilities of Officers and Board of Directors:

President: The President shall A) Have such powers and duties as are usually exercised by such an officer, B) Be Executive officer of the Club and plan, organize, and preside over General Business Meetings, special meetings, and meetings of the Board, C) Assign the individual responsibilities of the Vice President, D) Work with Committee Chairpersons and Vice President in order to help ensure all assigned tasks are completed in a timely manner, E) Have the power to call special meetings of the Club and the Board, F) Appoint, subject to approval of the Board, and except as provided elsewhere in these bylaws, members to committees, including vacancies, G) Deal with and try to resolve complaints and issues within the Club and with the PhiM, H) Serve as liaison with PHiP or designate this role to another member of the Board on a case by case basis, I) Coordinate purchase of concert tickets.

Vice President: The Vice President shall A) In the absence of the President, have the powers and duties of the President, B) Serve as liaison with other Parrot Head Clubs and PhiM committees, C) Serve as Chairperson of the Membership Committee, D) Deal with other matters and or powers that are delegated to the position by the President or Board, E) Work to ensure that all PHiP/local charity guidelines are met.

Secretary: The Secretary shall A) Insure that minutes are recorded at all Business and Board meetings, B) Post the minutes from the monthly General Business Meetings via email list within fourteen days of the meeting. Copies will also be made available upon request by any member of good standing via US Mail if requested with a SASE to the secretary of record, C) Keep record of member "Parrot Points", D) Other duties as designated by the President and/or the Board.

Treasurer: The Treasurer shall A) Record and keep track of all financial function and transactions, B) Balance account, issue checks for all charities and expenditures, based on receipts supplied, C) Serve as a member of the Membership Committee, D) Mail out membership renewal information to all members, E) Other duties as designated by the President and Board.

Club Founder: This is a permanent voting board position and a free lifetime membership for Jan Caudell. It is a one time position for you only as Founder. When and if you leave, the position goes away as well.

Member-at-Large: The Member-at-Large shall A) Serve as liaison between club members and Board of Directors.

Social Director: The Social Director shall A) Plan monthly social events, B) Coordinate other events with the Board of Directors, C) Promote club activities.

Webmaster: The Webmaster shall A) Maintain and keep club internet website current.

Newsletter Editor: The Newsletter Editor shall A) Insure the club newsletter is published and mailed at regular intervals throughout the year.

- D. Eligibility Requirements: All Officers and Board of Directors shall be members in good standing for a period of no less than one year prior to nomination/appointment.
- E. Vacancies: Vacancies in all positions can be created by resignation, abandonment of duties (as further defined), or by violation of any articles of the bylaws. A position shall be defined as abandoned if the officer is absent from all General Business Meetings without just cause for a period of three consecutive months. Persons filling vacated positions shall be appointed for the duration of the term by a majority vote of the Board.
- F. Abandonment: Abandonment and just cause will be determined by a unanimous vote of all Officers.

## **Article V – Committees**

- A. General: The following standing committees are established in order to maximize involvement and participation of Club members: Charitable Events, Merchandise, Membership, and Social. Other special committees may be established by the President, Board, and/or general membership to deal with specific projects.
- B. Committee Roles: The purpose of all committees is to ensure that day to day functions and special events are completed in a timely manner. To this end, the committees, working under a Chairperson are given the detailed responsibilities of specific events and activities. The committees are expected to work closely with the Board on all projects/events. They are also required to keep the President and Board informed of all plans and progress.
  - 1. Charitable Events: Plan charitable events and coordinate such events with the Social Committee. Communicate with the President and/or Board on a monthly basis.
  - 2. Merchandise: Maintain an adequate supply of Club merchandise with proceeds going toward funding PhiM events.
  - 3. Membership: Maintain current membership roles, send out renewal notices, and collect membership fees.
  - 4. Social: Plan monthly social events and coordinate such events under the direction of the Social Director.

## **Article VI – Concert Tickets**

- A. PhiM “Parrot Points” System: The point year will run by the calendar year, January 1<sup>st</sup> through December 31<sup>st</sup>. Member participation will be recorded at each event and it is the member’s responsibility to report their participation. No more than two tickets per member household will be available to the highest point earners. Ties may be broken by number of charity hours volunteered. All qualified

members will be given a deadline for purchase of tickets. If that deadline passes, the opportunity to purchase will go to the member with the next highest total. At all times ticket distribution will follow PHiP guidelines. All points will be awarded as follows:

Points:

1. Officers: 10 points
2. Other Board of Directors: 7 points
3. Organize Charity Event: 5 points
4. Actively serve on any Committee: 3 points
5. Participate in charity function or community projects,: 3 points
6. Special Contributions/Projects (write newsletter article, attend General Business Meeting, contribute prizes): 2 points
7. Additional points may be issued for other activities as determined by Board of Directors.

## **Article VII – Altruism**

- A. Events and/or activities sponsored by PhiM will have a portion of the proceeds raised donated to a designated charity. The Club will donate time and/or money to at least two local charities each year. The Club will be involved in at least one environmental cause each year. The Board of Directors has the responsibility to make recommendations to the general membership as to which charities to support. Individuals may also recommend charities and should do so through the Board of Directors.

## **Article VIII – Expenditures, Reimbursements/Budgets**

- A. PhiM members wishing to be reimbursed or approved for expenditures for PhiM related activities such as, but not limited to, construction materials, necessary supplies for official Club events, other official and/or Club sponsored functions, prior to spending moneys shall:
  1. Obtain approval, in writing, from any Board member for expenditures not to exceed \$50.00.
  2. Obtain approval, in writing, from the Board for expenditures of \$50.01 - \$999.99
  3. Obtain approval, in writing, from the Board for expenditure of \$1,000.00 or more. Expenditure of this amount shall not be approved by the Board without first obtaining a vote of approval from the membership at a General Business Meeting.
  4. To obtain reimbursement, the member shall submit the written approval along with the receipts to the Treasurer. PhiM members who anticipate incurring expenses for Club related activities should (after obtaining proper Board approval) seek to have the company invoice the Club

directly for the amount due. If this is not possible, then submit to the Treasurer as indicated previously.

## **Article IV – Miscellaneous**

- A. Adoption of Bylaws: These bylaws have been approved by a majority of members in good standing at a General Business Meeting. Future modifications/amendments to the bylaws will be researched and proposed by the Board of Directors. Approval of changes shall be voted on by general membership at a General Business Meeting .
- B. Infractions of Bylaws:
1. Any current PhiM member may submit in writing only (signed, dated, and clearly written), within 30 days of the occurrence of the stated infraction(s), to the Board, a detailed statement regarding the alleged infraction(s) of the bylaws by any other current PhiM member.
  2. The Board will inform, by letter, the PhiM member of the alleged infraction(s) against him/her, along with the name of the member who has submitted the infraction. The member will be given 30 days to provide a written response to the Board. If the member chooses not to respond within 30 days, the Board will move forward to a decision without the member's input.
  3. At the next scheduled Board of Directors meeting, after the 30 day deadline, the Board will evaluate the alleged infraction(s) and make one of the following decisions: A) No Action – the alleged infraction has been considered by the Board and the Board will take no action, B) Action – The alleged infraction has been considered by the Board and action is being taken as determined by a unanimous decision of the Board. The specific action is entirely left up to the discretion of the Board of Directors and is to be based only upon the stated infraction.
  4. If action is taken against the PhiM member for an infraction(s) of the PhiM bylaws, the member will be informed in writing within 30 days of the Board of Director's decision. The member who submitted the original statement of alleged infraction(s) shall be provided with a copy of the Board's decision.
  5. The Board may suspend from PhiM any member whom the entire Board determines no longer meets the requirements for membership set forth in Article II of these bylaws and/or "Code of Conduct". This must be done by unanimous vote. The vote suspends such member's membership in PhiM and all rights and privileges associated therewith.
  6. At the next scheduled PhiM meeting, the membership shall be informed of the decision, and the information shall be properly recorded in the minutes.
  7. PhiM Board of Directors' decisions are considered final.