

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 not for profit organization 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.
- E. If in the event that PHiM were to dissolve, any funds remaining in the PHiM account(s) will be donated to a charity chosen by the Board of Directors at the time of dissolution. This donation will be made 6 months after dissolution in order to allow PHiM to pay off any outstanding debts.

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. Cost – Individual: \$25.00 per year, Family: \$35.00 per household per year. 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.
 - 2. Membership will entitle a member to a welcome packet, receipt of the PHiM newsletter, and appropriate email notifications.
 - 3. Membership renewal notices will be mailed via US mail or email/paypal in the month prior to renewal. Membership renewal will be in October payable prior to December 31.
 - 4. New members joining after October 1 will be considered current through December 31st of the following year.

- C. Denial of Membership: The Officers may deny membership in PHiM to any person whom the entire Board of Directors 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 IX.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 of Directors. Any member in good standing may attend these business 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 made public prior to the next meeting. Hard copies available upon request to club secretary. All meetings will be held within the geographical boundaries of the Club.
- C. Board of Directors Meetings: The Board of Directors (elected officers), plus the social director, webmaster and newsletter editor, will meet prior to the regular General Business Meeting. Minutes from these meetings will be made available to all members upon request to the club secretary.

Article IV - Officers / Board of Directors, and Elections and Appointed Positions

A. Officers and Elections:

1. Officers: The Club will elect the officers for a two year term as follows: President, Vice President, Treasurer, Secretary and 2 Members-at-Large. The President, Treasurer and Member-at-Large-2 shall be elected in the odd years. The Vice President, Secretary and Member-at-Large-1 shall be elected in the even years. The position of Founder is a permanent position. These 7 individuals will comprise the Board of Directors.

NEPOTISM: No person who is elected to the Board of Directors may serve concurrently with any other member of the Board of Directors who is related to the electee by marriage, civil union, through a "significant other" relationship, or as a blood relative closer than second cousins.

This provision is intended to prohibit the concurrent elected service of parents with their adult children, siblings with each other, first cousins with each other, and spouses with each other, regardless of whether such spousal relationship was created through marriage, civil union, or informally through consent of two adults.

This provision is for the good of the club regarding club finances and communication. No couple or relation should have signatory authority on our checking account and no one

couple should have control of the communication to the club.

For the good of the club, this clause may be suspended for a specific reason and period by majority vote of the Board of Directors and the Club Membership. This clause will be reinstated immediately at the conclusion of the specific period of suspension.

2. **Election Officer:** The Board of Directors 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 of Directors. 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 between October 1 and 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 plurality. Nominations may be sent via US Mail or email to the Election Officer no later than October 31 (post mark), or in prior to October 31. Qualified nominees, as determined by PhiM bylaws (see IV.D), shall be placed on the ballot.
 4. **Elections:** On or before November 10 the Election Officer shall mail ballots via US Mail to all members in good standing as of October 31. A single membership shall receive one ballot and a family membership shall receive two ballots. Each ballot shall include a control number to verify the legitimacy of the ballot and maintain voter anonymity. 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 II.A.2. If all candidates are running unopposed they will be elected by show of hands at the November Business Meeting and no ballots will be mailed.
 5. **Special Elections:** A special election may be called for any new Officer's position. This election will follow the general guidelines of the general November election with a call for nominations and balloting.
 6. **Newly elected Officers** assume duties on January 1
- B. **Officers:** The Officers will consist of the Club President, Vice President, Secretary, Treasurer, two Members-at-Large and Founder. The Officers will be responsible for ensuring 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 of Directors will be empowered to make decisions between business meetings to insure these goals are met. All decisions will be by simple majority with each Officer having one vote. Any and all Officer's decisions will be reported at the next General Business Meeting. The Board of Directors 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 / 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 of Directors, 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 of Directors, F) Appoint, subject to approval of the Board of Directors, and except as provided elsewhere in these bylaws, members to committees, including vacancies, G) Serve as liaison with PHiP or designate this role to another member of the Board of Directors on a case by case basis, H) 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 and maintain current membership roll, D) Deal with other matters and or powers that are delegated to the position by the President or Board of Directors, E) Work to ensure that all PHiP/local charity guidelines are met. F) Will have possession of the post office box key

Secretary: The Secretary shall A) Ensure that minutes are recorded at all Business and Board of Directors 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 of Directors.

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/e-mail out membership renewal information to all members, E) Other duties as designated by the President and Board of Directors.

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

- D. Eligibility Requirements: All Officers / 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 of Directors.
- F. Abandonment: Abandonment and just cause will be determined by a unanimous vote of all Officers.

G. Appointed Positions. These positions do not receive a vote

Social Director: Shall

- 1) Plan monthly social events (ie Tuesday Phlockings)
- 2) Monthly Business Meeting location
- 3) Co-ordinate other events as requested by Board of Directors

Webmaster: shall maintain and keep current the club website

Newsletter Editor: Shall ensure that the club's newsletter is published and distributed at regular intervals during the year.

Article V – Committees

- A. General: Committees may be established by the President, Board of Directors, 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 of Directors on all projects/events. They are also required to keep the President and Board of Directors informed of all plans and progress.

Article VI – Concert Tickets

- A. PhiM “Parrot Points” System: The point year will run by the calendar year, January 1st through December 31st. 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 members in good standing 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. Appointed Positions: 7 points
3. Committee Chairperson: 5 points
4. Actively serve on any Committee: 3 points
5. Participate in charity function or community projects,: 3 points
6. Attend General Business Meeting: 2 points
7. Additional points may be issued for other activities as determined by Board of Directors.

Article VII – Altruism

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 verbal approval, from President, Vice-President or Treasurer for expenditures not to exceed \$100.00.
 2. Obtain approval, in writing, from the Board of Directors for expenditures of 100.01 - \$999.99
 3. Obtain approval, in writing, from the Board of Directors for expenditure of \$1,000.00 or more. Expenditure of this amount shall not be approved by the Board of Directors 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 (when required) along with the receipts to the Treasurer. PhiM members who anticipate incurring expenses for Club related activities should (after obtaining proper Board of Directors 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 IX– 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 or appointed committee. 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 of Directors, a detailed statement regarding the alleged infraction(s) of the bylaws by any other current PhiM member.
 2. The Board of Directors 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 of Directors. If the member chooses not to respond within 30 days, the Board of Directors 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 of Directors 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 of Directors and the Board of Directors will take no action,
 - B) Action – The alleged infraction has been considered by the Board of Directors and action is being taken as determined by a unanimous decision of the Board of Directors. 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 Directors' decision. The member who submitted the original statement of alleged infraction(s) shall be provided with a copy of the Board of Directors' decision.
5. The Board of Directors may suspend from PhiM any member whom the entire Board of Directors 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.

Article X – Code of Conduct

It is the intention of the Parrot Heads in Michiana (PhiM) to provide social and charitable activities for the enjoyment and benefit of all our members, guests, hosts, and charities. All members of the organization shall be required to treat fellow members, guests, hosts, and their personal property with respect. Members also agree to abide by all local, state, and federal laws (including, but not limited to) governing misuse of personal privileges, personal property, and controlled substances. Members of the PhiM, by virtue of their membership agreement, agree to demonstrate personal responsibility for their words, actions, and deeds and not to exhibit behaviors that are harmful to themselves and other members, guests, hosts, or their personal property. We seek to provide a pleasant atmosphere in which to share our common love of the music and tales of Jimmy Buffett and to further the charitable ideals that we seek to uphold.

PhiM will not condone behavior contrary to our objectives nor that which we feel is harmful or injurious to others. By virtue of your membership in PhiM, you have indeed agreed to "Party with a Purpose" in a most responsible fashion!