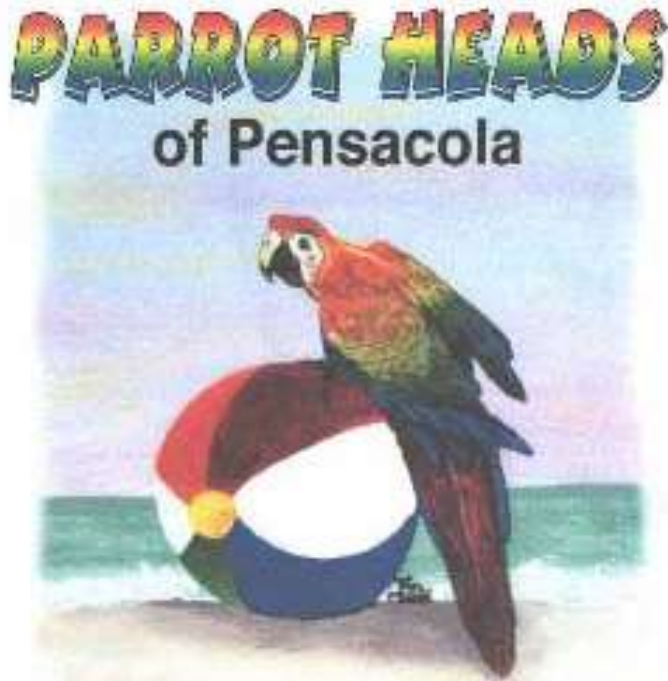


By laws of the



Sanctioned and Chartered under
Parrot Heads in Paradise
P.H.I.P.

November 19, 2003

Motto: "Party with a Purpose"

ARTICLES

Article I: General

A. NAME:

The name of the organization shall be the *Parrot Heads of Pensacola* (PHOP), with its center of activity in Escambia County, Pensacola, Florida.

B. CHARTER:

Section 1. Parrot Heads In Paradise (PHIP)

a. The *Parrot Heads of Pensacola* received its Charter and Sanction with the *Parrot Heads in Paradise* (PHIP) on November 19, 2003, becoming the 191st chapter.

b. The President, Vice President, Secretary and Treasurer will submit all reports (semi-annually/due twice per year Jan & July) to the PHIP organization.

c. At least two officers are allowed to be the contact for all PHIP business.

Section 2. Founders

The Parrot Heads of Pensacola have two founders:

Becky Washington and Diana C. Fordham

Section 3. Territory

The Sanctioned territory of the *Parrot Heads of Pensacola* is a fifty (50) mile radius of Pensacola, Florida, including but not limited to Escambia and Santa Rosa counties, in Florida.

C. PURPOSE:

The purpose of the organization is to promote friendships and organize social activities for people with similar interest, including enjoyment of the lifestyle portrayed by Jimmy Buffett's music. *Parrot Heads of Pensacola* encourages its members to provide a variety of volunteer efforts locally, for community environmental causes and doing so with a social blend. In the process of building new relationships with friends and family activities, we believe in leaving something positive behind.

D. ACCOUNTABILITY:

Any member attending any club function will be held accountable for his/her own actions and shall not hold the *Parrot Heads of Pensacola* or its officers responsible for his/her actions.

Article II: Membership and Dues

A. MEMBERSHIP:

The *Parrot Heads of Pensacola* is open to anyone with the tropical spirit and desire to contribute to the betterment of our communities.

Section 1. Active Membership

A member is considered active as long as he/she...

- a. keeps his/her dues current.
- b. has an interest in Jimmy Buffett's music.
- c. has an interest in social activities, club-sponsored events, community service and environmental concerns whenever possible.
- d. is committed to achieving the goals of the club.
- e. is at least 21 years of age.

Section 2. Dues

- a. The Board of Directors, hereafter referred to as the BOD, shall be empowered with the authority to review the amount of dues charged to the membership on a yearly basis and adjust the amount as deemed fitting and proper, whenever necessary.
- b. Payment of dues for current members will be made annually by the last day of the anniversary month of joining.
- c. For new members, the anniversary month will be the month the member joined or renewed.
- d. Any member that has not paid his/her dues by the due date (last day of the month of their anniversary date) shall be considered to have terminated his/her membership within the *Parrot Heads of Pensacola* and whose name will be removed from any and all e-mail lists and rosters.
- e. Any member wishing to terminate or resign his/her membership will not be refunded any portion of his/her dues, unless otherwise decided by the BOD, by a simple majority vote.
- f. By a simple majority vote, the BOD can waive, reduce or extend the deadline for payment of dues for any member due to financial hardship. Requests for such provisions must be submitted in writing to the BOD within 30 days of the first day of his or her anniversary month.

Section 3. Code of Conduct

a. It is the intention of the *Parrot Heads of Pensacola* 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 *Parrot Heads of Pensacola*, by virtue of their membership agreement, agree to demonstrate personal responsibility for their works, 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.

Parrot Heads of Pensacola 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 the *Parrot Heads of Pensacola*, you have indeed agreed to "Party with a Purpose" in a most reasonable fashion!

Section 4. Removal from Membership

a. The Board of Directors may suspend from *Parrot Heads of Pensacola* any member it determines no longer meets the requirements for membership set forth in Article II of the By-Laws of the *Parrot Heads of Pensacola*.

b. Such determination will be made to a member who acts or presents himself/herself in a manner which the BOD deems to be detrimental to the reputation or well being of the *Parrot Heads of Pensacola* or any of its members.

c. Removal from membership requires a unanimous vote of the Board of Directors.

d. The vote suspends such member's membership in *Parrot Heads of Pensacola* and all rights and privileges associated with membership.

e. The preceding procedure may also be used as reason for denial of membership to any potential member.

Article III: Board of Directors

The organization will be operated and managed by the Board of Directors (BOD)

A. STRUCTURE OF ORGANIZATION:

Section 1. The Board of Directors:

a. The Board of Directors shall be made up of the two Founders, four Officers, and the Directors.

b. All Founders, elected and appointed members of the BOD must be active members in good standing with the club.

Section 2. Founders:

a. The Founders shall assist with internal affairs as advisors and may retain a vote on the BOD meetings as long as they are current members in good standing.

Section 3. Officers:

The Officers of the *Parrot Heads of Pensacola* shall consist of the President, Vice President, Secretary and Treasurer.

Section 4. Directors:

a. Directors shall consist of the Membership Director, Web-Site Director, Events Director, Charity Director, and Ways and Means Director and any other Director positions to be added by BOD as needed.

B. PERIOD OF SERVICE:

Section 1. Officers and Directors:

a. May serve a term of one year and may be voted in on a second consecutive year in the same position, but not serve more than two years consecutively.

b. In the event no nominations are received for an officer position where the member has already served the two year term, the Board, with a majority vote, can elect to extend the officer's term for one year.

c. Calendar years running from January 1 through December 31 of the same year.

d. In the event a BOD member cannot complete a term, he or she shall be replaced by someone nominated by the President and approved by a simple majority vote of the BOD.

e. In the event a member of the BOD neglects his/her duties, or is found to be misusing his/her position, he/she

may be voted out of office by the general membership.

f. In the event a member of the BOD fails to attend three consecutive meetings, he/she will be automatically removed from the BOD. Exceptions will be made on an individual basis and must be approved by the BOD.

g. If an elected officer or director fails to meet the membership requirements at any time during his/her term, he/she will receive written notice from the BOD that a thirty-day grace period will be offered to correct the disqualifying offense. At the end of the grace period, any elected officer or director who has failed to meet the membership requirements will forfeit his/her position on the BOD.

C. DUTIES OF OFFICERS AND DIRECTORS:

Officers and Directors shall maintain all records and have them in complete order for the transfer to new Officers and Directors by February 1st of the current year, or an alternate date determined by the election committee.

Directors shall report to the BOD new business and reports of current projects and completed projects. The directors will be the voice for their committees.

Section 1. President

a. The President shall preside over all the business meetings and set the agenda.

b. The President has the power to call any and/or all special meetings of the BOD, business meetings or general meetings, whenever necessary.

c. The President, will appoint chairmen to serve as non-elected committee heads, as deemed necessary under the appropriate director.

d. The President will attend planning meetings for any committee as needed to ensure the needs of the club are being met.

e. The President will act as a liaison between PHOP and other local Parrot Head clubs.

f. The President will submit bi-annual reports to PHIP in January and June.

g. Upon completion of his/her term, the President will turn over all records and club histories (of current and prior years) in his/her possession to the succeeding president no later than February 1st, or an alternate date determined by the election committee.

Section 2. Vice President

- a.** Shall serve in the absence of the President.
- b. b.** Shall oversee the directors and their activities of PHOP.

Section 3. Secretary

- a.** Shall record and keep accurate records of BOD meetings.
- b.** Shall furnish copies of the minutes to all BOD members and committee heads within ten days following the meeting and any club member that requests copies.
- c.** Shall respond and correspond with any other groups or individuals as requested by the BOD.
- d.** Upon completion of his/her term, turn over all records and club histories of that year or otherwise in his/her possession to the succeeding secretary no later than February one or alternate date determined by election committee.

Section 4. Treasurer

- a.** Shall assume responsibility for financial matters of the club.
- b.** Shall maintain and reconcile all banking records.
- c.** Shall attend BOD meetings and have the books of the organization ready for examination by any member of the BOD upon request.
- d.** Shall keep accurate records of the financial activities of the club.
- e.** Shall prepare quarterly reports for presentation to the BOD.
- f.** Shall be responsible for collecting and depositing all funds for the club or event and the charity funds percentage according to Article VI, Section g.
- g.** Shall fulfill duties of the Membership Director in the absence of the Membership Director.
- h.** Upon completion of their term shall turn over all funds, books and financial records to the succeeding treasurer by February one or alternate date determined by elections committee.
- i.** Shall present the financial records annually for Inspection

by Auditors that have been selected from the membership or appointed by the BOD.

Section 5. Directors

All Committee Chairpersons or Directors will report to the BOD throughout the duration of any project and submit a final report upon completion.

a. Membership Director

1. Shall oversee the membership committee.
2. Shall notify members regarding the responsibility of their renewable dues.
3. Shall maintain a complete membership information list, which includes name, phone number, address, e-mail, and dues payment record.
4. Shall serve as liaison between general membership of *Parrot Heads of Pensacola* and its BOD regarding membership.
5. Shall promote and encourage the recruitment of new membership.
6. Shall fulfill duties of the Treasurer in the absence of the Treasurer.
7. Shall work closely with the Web Site Director regarding information posted.
8. Shall be responsible for providing sign-in sheets at BOD meetings.
9. Shall upon completion of term, turn over all records to the succeeding Membership Director by February 1st, or alternate date determined by the election committee.

b. Web Site Director

1. Shall maintain and update the Web Site for *Parrot Heads of Pensacola*.
2. Shall gather information from the BOD in regards to the web site.
3. The BOD shall submit and approve information to the Web Master to be entered into the Web Site.
4. All maintenance fees and charges for the website must be submitted to and approved by the BOD.
5. Shall, upon completion of term, turn over all records of information to the succeeding Web-site

Director by February 1st or alternate date determined by the elections committee.

c. Events Director

1. Shall oversee all sub committees for the purpose of securing flocking sites and setting flocking arrangements.
2. Shall form sub-committees for music arrangement, refreshments, decorations, greeters, raffles, door prizes, cleanup and whatever else is deemed necessary.
3. All research and findings for expenses shall be submitted for/and approved by the BOD prior to the event.
4. Work closely with the Charity Director to locate a sponsor.
5. Shall, upon completion of term, turn over all records and information to the succeeding Events Director by February 1st or alternate date determined by the elections committee.
6. Shall be responsible for providing sign-in sheets at all events, including meetings.
7. Shall maintain and record all volunteer hours and attendance produced from all club functions and provide to President for interim and annual reports to PHIP.

d. Charity Director

1. Shall form sub-committees for raffles, door prizes, sponsors, etc. for the purpose of organizing fundraisers and special community charity events.
2. Shall, prior to the event, submit research and findings for expenses to the BOD for approval.
3. Shall work closely with the Events Director.
4. Shall, upon completion of term, turn over all records and information to the succeeding Charity Director by February 1st or alternate date determined by the elections committee.
5. Shall be responsible for providing sign-in sheets at all events, including meetings.
6. Shall maintain and record all volunteer hours and attendance produced from all club functions and provide to President for interim and annual reports

to PHIP.

e. Ways and Means Director

1. Shall be resourceful in finding unique items for sale to membership for the purpose of fundraising for club expenses (i.e., t-shirts, lanyards, hats, etc.)
2. Shall form a committee to assist at functions to provide the members with an opportunity to purchase items.
3. Shall turn in all monies and updated inventory list to the Treasurer at monthly BOD meeting.
4. Shall acquire approval from the BOD prior to purchasing products.
5. Shall be custodian of all merchandise during their term.
6. Shall maintain an inventory at all times.
7. Shall report to the BOD profits and losses.
8. Shall ensure that all purchases and sales are recorded in accordance with the state & federal tax laws.
9. Upon completion of their term they shall turn over all records, inventory and information to the succeeding Ways and Means Director by February one or alternate date determined by elections committee.

f. Sub-Committee Chairs

1. The BOD can select any necessary committee chairperson from the general membership, subject to approval of a majority vote of the BOD to serve in committee positions, which the board has created.
2. Sub-committee chairs will not have a vote in any BOD decision.
3. The BOD will define the tasks of the appointed chairperson and his/her committee chairpersons.
4. Committee members serve at the directions of the Director in charge of that committee.
5. The appointed chairperson may be removed by a two-thirds vote of the BOD.
6. The committee chairman may appoint his/her own committee members.

Article IV: Meetings

A. MEETINGS:

Section 1. Board of Directors Meetings:

- a. The BOD shall meet at a minimum, of at least once a month and these meetings are open to the general membership.
- b. The President, shall be empowered to call additional meetings, as deemed appropriate.
- c. BOD meetings will require at least forty-eight (48) hours advance notice for all Board members.
- d. Board meetings require a quorum to convene. A quorum is defined as one more than half of those serving in one or more official roles.

Section 2. General Membership Meetings:

- a. Socials will be held at least once a month, with specific location and times to be determined. Socials are open to the BOD, members, perspective members and guests.
- b. Special meetings and fundraisers will be held at various locations, depending on the nature of the event.
- c. Members will be notified of these events through regular meetings, e-mail and phone calls.

Article V: Voting and Elections

A. GENERAL RULES AND REGULATIONS:

1. Elections are to be officiated in January of each year or alternate date determined by the elections committee.
2. Two thirds of the attending membership majority shall constitute a quorum for a valid vote.
3. In the event of a tie vote, within the BOD and/or the general membership, the tie will be broken by a vote of the President.
4. No absentee or proxy votes shall be honored.
5. The ballots must be in the hands of a member of the elections committee in order to be counted by a date determined by the elections committee.

B. NOMINATIONS

1. To be eligible for nomination to any elected position, a member must be in good standing and active in the club for a minimum of ninety (90) consecutive days.
2. A member can run as a candidate for any elected office by submitting nomination to the Elections Committee.
3. Officers are nominated by the membership and voted in by a majority vote of the general membership.
4. In the event no nominations are received for an officer position where the member has already served the two year term, the Board, with a majority vote, can elect to extend the officer's term for one year.

C. GENERAL MEMBERSHIP MEETINGS

1. Any items to be voted on by the general membership must be communicated to the members at least ten (10) days prior to voting.
2. All past motions must be announced to the general membership.

D. BOARD OF DIRECTORS MEETINGS

1. All founders, officers and directors of the BOD will be entitled to one vote each on all matters of administration.
2. Voting or passing of motions during a BOD meeting shall be Board of Directors only.

E. ELECTION COMMITTEE

Section 1. Selection of Committee:

- a.** Committee Chairperson shall be a volunteer approved by the BOD.
- b.** Three members shall serve on the nominating committee, consisting of a past Board of Director and two General Members or three general members.
- c.** A member who desires to serve on the BOD can not serve on the election committee.

Section 2. Responsibilities and Duties of Committee:

- a.** The Election Committee is charged with the duty to fulfill the vacated positions of the board of directors for the purpose of election at the election meeting.
- b.** The Election Committee is responsible for preparing a ballot for timely publication and distribution.
- c.** The Election Committee will be responsible for collecting and tabulating the voting responses and for communicating and certifying the results of any elected officer.

Section 3. Removal from Committee or committee member:

- a.** The Election Committee term of duty is fulfilled at the completion of the annual election.
- b.** The Elections Chairperson can be removed for failure to perform his/her duties in a timely and objective fashion by a 2/3 vote of the BOD.
- c.** In the event, the election chairperson cannot fulfill their duty, then the position goes to one of the committee members on the committee and a new member will be appointed by the BOD.

Article VI: Charities:

A. Charities will be selected as follows:

Section 1. Submission for Review

- a.** Members in good standing may submit a charity to be discussed on the agenda for review at the BOD meeting.
- b.** At the time of submission they must either have a charity representative give a presentation or a presentation in writing with all specifics of the charity included for members to review.
- c.** If any member wishes to table the vote for decision for further consideration or research on a specific charity for any reason, may do so.
- d.** Membership must provide BOD with contact name & information of charity so members can contact charity for questions or clarification.
- e.** The charity can then be voted on again at the next scheduled meeting.
- f.** Charities that PHOP will hold fundraisers for must be voted on by the general membership at our monthly meetings.
- g.** PHOP shall retain their expenses plus 10% of monies raised at any club-sponsored fundraiser. The above stated portion can be modified on a case-by-case basis by a majority vote of the BOD.

Article VII: Finance:

A. Audit Committee Selection and Duties

1. The Board of Directors shall appoint an annual audit committee of two credible active members.
2. Audit committee must report back to the BOD and have the books in order to turn over to the Treasurer for the new term.
3. They shall inspect the financial records on an annual basis no later than February one of each year or as needed.

B. Accountability of Finance

1. *Parrot Heads of Pensacola's* checking account shall always maintain a minimum balance of \$500.00.
2. Expenditures in excess of \$50.00 must be authorized by a majority vote of the BOD and accompanied by a receipt before reimbursement.
3. Expenditures may include miscellaneous expenses for administrative and operational cost such as; postage, paints, building materials, decorations and etc. as needed for social or volunteer events.
4. Any special events must be budgeted to a break-even point.
5. If the organization disbands, any and all funds remaining after all expenses have been satisfied, shall be donated to a charitable organization approved by the BOD.

Article VIII: Amendments to Bylaws:

1. By a selected by laws committee for review to suggest changes and/or additions.
2. The changes and/or additions must be presented to the BOD for approval.
3. Once approved by the BOD it will be presented to the club membership for acceptance or rejection at least ten days prior to the day of vote for change.

Article IX: Adoption of Bylaws:

APPROVAL AND ADOPTION OF THE PROPOSED BY-LAWS

**Approved by majority vote of the membership,
in compliance with the rules of said by-laws of the**

Parrot Heads of Pensacola

on the 23rd day of the March, 2004

First Revision August 2005

Second Revision April 2006

Third Revision September 2012